



QUARTERLY STATEMENT

As of March 31, 2016

of the Condition and Affairs of the

AMERICAN EMPIRE INSURANCE COMPANY

NAIC Group Code.....0084, 0084
(Current Period) (Prior Period)

Organized under the Laws of OHIO

Incorporated/Organized..... November 26, 1979

Statutory Home Office

Main Administrative Office

Mail Address

Primary Location of Books and Records

Internet Web Site Address

Statutory Statement Contact

NAIC Company Code..... 37990

State of Domicile or Port of Entry OHIO

Employer's ID Number..... 31-0973761

Commenced Business..... August 20, 1980

301 EAST FOURTH STREET..... CINCINNATI, OH US 45202

(Street and Number) (City or Town, State, Country and Zip Code)

301 EAST FOURTH STREET..... CINCINNATI, OH US 45202

(Street and Number) (City or Town, State, Country and Zip Code)

P.O. BOX 5370..... CINCINNATI, OH US 45201

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

513-369-3000
(Area Code) (Telephone Number)

513-369-3000
(Area Code) (Telephone Number)

513-369-3040
(Area Code) (Telephone Number) (Extension)

513-412-7800
(Fax Number)

THOMAS MATTHEW HELD
(Name)

mheld@graig.com
(E-Mail Address)

OFFICERS

Name	Title	Name	Title
1. FREDERICK JAMES WOEBSE	President & Chief Operating Officer	2. EVE CUTLER ROSEN	Secretary
3. THOMAS MATTHEW HELD	Senior Vice President & Treasurer	4. RONALD JAMES BRICHLER	Chairman
DAVID LESLIE BLUMBERG	Senior Vice President	LEONARD JOHN MIKULSKI	Senior Vice President
KENNETH RAYMOND NIEBERDING	Senior Vice President	KATHLEEN URBACH KUCZAJ	Vice President
DAVID ALAN PRELL	Vice President	DIANE WILLIAMS	Vice President
MICHAEL ALLEN MATHEUS	Assistant Vice President	JEFFREY RICHARD MCGRATH	Assistant Vice President
KATHY LYNN PEREZ	Assistant Vice President	TRENA KAY RYAN	Assistant Vice President
JEFF WALTER SCHRAER	Assistant Vice President	STEPHEN CHARLES BERAHA	Assistant Secretary
HOWARD KIM BAIRD	Assistant Treasurer	DAVID JOHN WITZGALL	Assistant Treasurer
ROBERT JUDE ZBACNIK	Assistant Treasurer		

DIRECTORS OR TRUSTEES

RONALD JAMES BRICHLER	GARY JOHN GRUBER	DONALD DUMFORD LARSON	MICHAEL DAVID PIERCE
EVE CUTLER ROSEN	DAVID JOHN WITZGALL	FREDERICK JAMES WOEBSE	

State of.....OHIO

County of....HAMILTON

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

(Signature) FREDERICK JAMES WOEBSE 1. (Printed Name) President & Chief Operating Officer (Title)	(Signature) EVE CUTLER ROSEN 2. (Printed Name) Secretary (Title)	(Signature) THOMAS MATTHEW HELD 3. (Printed Name) Senior Vice President & Treasurer (Title)
--	--	---

Subscribed and sworn to before me
This _____ day of _____

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

Yes [X] No []

Statement for March 31, 2016 of the **AMERICAN EMPIRE 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.....	38,117,684	0	38,117,684	33,922,865
2. Stocks:				
2.1 Preferred stocks.....	467,500	0	467,500	467,500
2.2 Common stocks.....	259,043	0	259,043	322,463
3. Mortgage loans on real estate:				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	0	0	0	0
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	0	0	0	0
4.3 Properties held for sale (less \$.....0 encumbrances).....	0	0	0	0
5. Cash (\$....3,464,944), cash equivalents (\$.....0) and short-term investments (\$....6,764,543).....	10,229,488	0	10,229,488	10,290,274
6. Contract loans (including \$.....0 premium notes).....	0	0	0	0
7. Derivatives.....	0	0	0	0
8. Other invested assets.....	0	0	0	0
9. Receivables for securities.....	0	0	0	0
10. Securities lending reinvested collateral assets.....	0	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	49,073,715	0	49,073,715	45,003,103
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	347,941	0	347,941	295,709
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	1,680,514	0	1,680,514	853,830
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	0	0	0	0
15.3 Accrued retrospective premiums (\$.....0) and contracts subject to redetermination (\$.....0).....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	2,186	0	2,186	11,789
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	0	0	0	0
17. Amounts receivable relating to uninsured plans.....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	0	0	0	0
18.2 Net deferred tax asset.....	1,320,967	338,193	982,774	967,457
19. Guaranty funds receivable or on deposit.....	0	0	0	0
20. Electronic data processing equipment and software.....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$.....0).....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	109,078	0	109,078	36,467
24. Health care (\$.....0) and other amounts receivable.....	0	0	0	0
25. Aggregate write-ins for other than invested assets.....	0	0	0	3,287
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	52,534,401	338,193	52,196,208	47,171,641
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. Total (Lines 26 and 27).....	52,534,401	338,193	52,196,208	47,171,641

DETAILS OF WRITE-INS

1101.....	0	0	0	0
1102.....	0	0	0	0
1103.....	0	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Other receivables.....	0	0	0	3,287
2502.....	0	0	0	0
2503.....	0	0	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	0	0	0	3,287

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$....1,311,535).....	16,372,238	15,279,862
2. Reinsurance payable on paid losses and loss adjustment expenses.....	.653,809	....394,073
3. Loss adjustment expenses.....	4,937,673	....4,792,164
4. Commissions payable, contingent commissions and other similar charges.....	.360,116	....365,372
5. Other expenses (excluding taxes, licenses and fees).....	.516,499	....476,745
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	.53,909	....53,739
7.1 Current federal and foreign income taxes (including \$....(8,301) on realized capital gains (losses)).....	.71,681	....174,006
7.2 Net deferred tax liability.....	.0	....0
8. Borrowed money \$.....0 and interest thereon \$.....0.....	.0	....0
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....0 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act).....	4,404,831	....4,313,067
10. Advance premium.....	.0	....0
11. Dividends declared and unpaid:		
11.1 Stockholders.....	.0	....0
11.2 Policyholders.....	.0	....0
12. Ceded reinsurance premiums payable (net of ceding commissions).....	.0	....0
13. Funds held by company under reinsurance treaties.....	.0	....0
14. Amounts withheld or retained by company for account of others.....	.0	....0
15. Remittances and items not allocated.....	.0	....0
16. Provision for reinsurance (including \$.....0 certified).....	438	....438
17. Net adjustments in assets and liabilities due to foreign exchange rates.....	.0	....0
18. Drafts outstanding.....	.0	....0
19. Payable to parent, subsidiaries and affiliates.....	.211,178	....107,294
20. Derivatives.....	.0	....0
21. Payable for securities.....	3,101,375	....0
22. Payable for securities lending.....	.0	....0
23. Liability for amounts held under uninsured plans.....	.0	....0
24. Capital notes \$.....0 and interest thereon \$.....0.....	.0	....0
25. Aggregate write-ins for liabilities.....	.61,240	....10,873
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	30,744,987	....25,967,634
27. Protected cell liabilities.....	.0	....0
28. Total liabilities (Lines 26 and 27).....	30,744,987	....25,967,634
29. Aggregate write-ins for special surplus funds.....	.0	....0
30. Common capital stock.....	3,100,000	....3,100,000
31. Preferred capital stock.....	.0	....0
32. Aggregate write-ins for other than special surplus funds.....	.0	....0
33. Surplus notes.....	.0	....0
34. Gross paid in and contributed surplus.....	16,100,000	....16,100,000
35. Unassigned funds (surplus).....	2,251,221	....2,004,008
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 30 \$.....0).....	.0	....0
36.2 .....0.000 shares preferred (value included in Line 31 \$.....0).....	.0	....0
37. Surplus as regards policyholders (Lines 29 to 35, less 36).....	21,451,221	....21,204,008
38. Totals (Page 2, Line 28, Col. 3).....	52,196,208	....47,171,641

DETAILS OF WRITE-INS

2501. Retrospective premium payable.....	.10,715	....10,373
2502. Other payables.....	.50,526	....500
2503. ....	.0	....0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	.0	....0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	.61,240	....10,873
2901. ....	.0	....0
2902. ....	.0	....0
2903. ....	.0	....0
2998. Summary of remaining write-ins for Line 29 from overflow page.....	.0	....0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	.0	....0
3201. ....	.0	....0
3202. ....	.0	....0
3203. ....	.0	....0
3298. Summary of remaining write-ins for Line 32 from overflow page.....	.0	....0
3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....	.0	....0

Statement for March 31, 2016 of the **AMERICAN EMPIRE 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 \$.....0).....	0	0	0
1.2 Assumed..... (written \$....2,742,793).....	2,650,687	2,237,239	9,802,186
1.3 Ceded..... (written \$.....0).....	0	0	0
1.4 Net..... (written \$....2,742,793).....	2,650,687	2,237,239	9,802,186
DEDUCTIONS:			
2. Losses incurred (current accident year \$....1,350,652):			
2.1 Direct.....	0	0	0
2.2 Assumed.....	1,685,980	1,439,048	6,374,320
2.3 Ceded.....	71,599	0	135,298
2.4 Net.....	1,614,381	1,439,048	6,239,021
3. Loss adjustment expenses incurred.....	567,414	492,415	2,193,314
4. Other underwriting expenses incurred.....	359,006	372,814	1,313,189
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	2,540,800	2,304,277	9,745,524
7. Net income of protected cells.....	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	109,887	(67,039)	56,662
INVESTMENT INCOME			
9. Net investment income earned.....	289,513	206,657	980,778
10. Net realized capital gains (losses) less capital gains tax of \$....(8,301).....	8,301	7,235	17,984
11. Net investment gain (loss) (Lines 9 + 10).....	297,814	213,892	998,762
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$.....0 amount charged off \$.....0).....	0	0	0
13. Finance and service charges not included in premiums.....	0	0	0
14. Aggregate write-ins for miscellaneous income.....	0	0	0
15. Total other income (Lines 12 through 14).....	0	0	0
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	407,700	146,854	1,055,424
17. Dividends to policyholders.....	0	0	0
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).....	407,700	146,854	1,055,424
19. Federal and foreign income taxes incurred.....	79,982	32,732	293,690
20. Net income (Line 18 minus Line 19) (to Line 22).....	327,718	114,122	761,734
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	21,204,008	20,434,829	20,434,829
22. Net income (from Line 20).....	327,718	114,122	761,734
23. Net transfers (to) from Protected Cell accounts.....	0	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....(33,538).....	(62,284)	(31,135)	(14,748)
25. Change in net unrealized foreign exchange capital gain (loss).....	0	0	0
26. Change in net deferred income tax.....	(10,605)	16,234	96,197
27. Change in nonadmitted assets.....	(7,616)	(20,628)	(73,566)
28. Change in provision for reinsurance.....	0	0	(438)
29. Change in surplus notes.....	0	0	0
30. Surplus (contributed to) withdrawn from protected cells.....	0	0	0
31. Cumulative effect of changes in accounting principles.....	0	0	0
32. Capital changes:			
32.1 Paid in.....	0	0	0
32.2 Transferred from surplus (Stock Dividend).....	0	0	0
32.3 Transferred to surplus.....	0	0	0
33. Surplus adjustments:			
33.1 Paid in.....	0	0	0
33.2 Transferred to capital (Stock Dividend).....	0	0	0
33.3 Transferred from capital.....	0	0	0
34. Net remittances from or (to) Home Office.....	0	0	0
35. Dividends to stockholders.....	0	0	0
36. Change in treasury stock.....	0	0	0
37. Aggregate write-ins for gains and losses in surplus.....	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37).....	247,213	78,593	769,179
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	21,451,221	20,513,422	21,204,008

DETAILS OF WRITE-INS

0501.....	0	0	0
0502.....	0	0	0
0503.....	0	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....	0	0	0
1401.....	0	0	0
1402.....	0	0	0
1403.....	0	0	0
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	0	0	0
3701.....	0	0	0
3702.....	0	0	0
3703.....	0	0	0
3798. Summary of remaining write-ins for Line 37 from overflow page.....	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....	0	0	0

Statement for March 31, 2016 of the **AMERICAN EMPIRE 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.....	1,915,767	2,210,516	9,952,561
2. Net investment income.....	297,082	210,659	1,070,072
3. Miscellaneous income.....	0	0	0
4. Total (Lines 1 through 3).....	2,212,848	2,421,175	11,022,634
5. Benefit and loss related payments.....	252,666	645,775	2,182,057
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	746,557	592,538	2,614,749
8. Dividends paid to policyholders.....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$....23,533 tax on capital gains (losses).....	174,006	(57,609)	44,091
10. Total (Lines 5 through 9).....	1,173,229	1,180,703	4,840,897
11. Net cash from operations (Line 4 minus Line 10).....	1,039,619	1,240,472	6,181,737
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	314,497	337,017	6,155,389
12.2 Stocks.....	0	0	0
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	0
12.5 Other invested assets.....	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	0	0
12.7 Miscellaneous proceeds.....	0	1,000,000	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	314,497	1,337,017	6,155,389
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	1,499,829	999,999	17,506,658
13.2 Stocks.....	0	0	0
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	0	0
13.5 Other invested assets.....	0	0	0
13.6 Miscellaneous applications.....	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	1,499,829	999,999	17,506,658
14. Net increase or (decrease) in contract loans and premium notes.....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	(1,185,332)	337,018	(11,351,270)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	0	0	0
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	84,927	13,445	9,031
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	84,927	13,445	9,031
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(60,787)	1,590,935	(5,160,502)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	10,290,274	15,450,777	15,450,777
19.2 End of period (Line 18 plus Line 19.1).....	10,229,488	17,041,712	10,290,274

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

20.0001	0	0	0
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NOTES TO FINANCIAL STATEMENTS**NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GOING CONCERN**

A. Accounting Practices

		State of Domicile	Current Period	Prior Year
NET INCOME				
(1) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	OH	\$ 327,718	\$ 761,734	
(2) State Prescribed Practices that increase/decrease NAIC SAP		0	0	
(3) State Permitted Practices that increase/decrease NAIC SAP		0	0	
(4) NAIC SAP (1 – 2 – 3 = 4)	OH	\$ 327,718	\$ 761,734	
SURPLUS				
(5) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	OH	\$ 21,451,221	\$ 21,204,008	
(6) State Prescribed Practices that increase/decrease NAIC SAP		0	0	
(7) State Permitted Practices that increase/decrease NAIC SAP		0	0	
(8) NAIC SAP (5 – 6 – 7 = 8)	OH	\$ 21,451,221	\$ 21,204,008	

Note 2 - Accounting Changes and Corrections of Errors

Effective January 1, 2012, the Company adopted Statement Statutory Accounting Principles No. 101, Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10 (SSAP 101). SSAP 101 amends the deferred tax asset admittance test set forth in SSAP 10R, by limiting the admissibility thresholds based on current period risk-based capital levels and modifying the disclosure requirements. The adoption of SSAP 101 did not have an impact on the Company's financial statements.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

- A. No significant change.
- B. No significant change.
- C. No significant change.
- D. Loan-Backed Securities

- 1. The Company uses dealer-modeled prepayment assumptions for mortgage-backed and asset-backed securities at the date of purchase to determine effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.
- 2. The Company had no loan-backed securities with a recognized other-than-temporary impairment due to either the intent to sell or lack of intent to hold to recovery during 2016.
- 3. The Company had no loan-backed securities with a credit-related other-than-temporary impairment recognized during 2016.
- 4. The following table shows all loan-backed securities with an unrealized loss:
 - a. The aggregate amount of unrealized losses:

1. Less than 12 months	\$ (36,031)
2. 12 months or longer	(23)
 - b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 months	\$ 1,825,514
2. 12 months or longer	5,025

NOTES TO FINANCIAL STATEMENTS

5. Based on cash flow projections received from independent sources (which reflect loan to collateral values, subordination, vintage and geographic concentration), implied cash flows inherent in security ratings and analysis of historical payment data, management believes that the Company will recover its cost basis in all securities with unrealized losses at March 31, 2016. The Company has the intent to hold such securities until they recover in value or mature.

E. Repurchase Agreements and/or Securities Lending - The Company does not invest in repurchase agreements or engage in securities lending.

F - G - H. No significant change.

I. Working Capital Finance Investments - Not applicable.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

A. No significant change.

B. Detail of Transactions Greater than 1/2% of Admitted Assets

The Company had no transactions with any affiliate exceeding ½ of 1% of its total admitted assets during 2016.

C. No significant change.

D. No significant change.

E. No significant change.

F. No significant change.

G. No significant change.

H. No significant change.

I. No significant change.

J. No significant change.

Note 11 - Debt

A. The Company does not have any outstanding liability for borrowed money.

B. The Company does not have any agreements with the Federal Home Loan Bank.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

NOTES TO FINANCIAL STATEMENTS**Note 16 - Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk**

The Company does not have any financial instruments with off-balance sheet risk or financial instruments with concentrations of credit risk.

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

- A. Not applicable.
- B. Not applicable.
- C. The Company was not involved in any wash sale transactions during 2016.

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

No significant change.

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

No significant change.

Note 20 - Fair Value

- A. Fair Value Measurements at Reporting Date

1. The Company has categorized its assets and liabilities measured at fair value into the three-level fair value hierarchy as reflected in the following table. See item 4 below for a discussion of each of these three levels.

Description	Level 1	Level 2	Level 3	Total
Assets:				
Bonds:				
U.S. Government and government agencies	\$ -	\$ -	\$ -	\$ -
States, municipalities and political subdivisions	-	-	-	-
Foreign government	-	-	-	-
Residential MBS	-	-	-	-
Commercial MBS	-	-	-	-
Asset backed securities	-	-	826,764	826,764
All other Bonds	-	-	-	-
Total Bonds	-	-	826,764	826,764
Non affiliated preferred stock	-	-	-	-
Non affiliated common stock	259,043	-	-	259,043
Other investments	-	-	-	-
Total assets accounted for at fair value	\$ 259,043	\$ -	\$ 826,764	\$1,085,807

The Company has no transfers between Level 1 and Level 2.

2. Fair Value Measurements in Level 3 securities carried at fair value.

Description	Ending Balance as of Prior Period End	Transfers into To Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance for Current Period End
U.S. Government and government agencies	-	-	-	-	-	-	-	-	-	-
States, municipalities and political subdivisions	-	-	-	-	-	-	-	-	-	-
Residential MBS	-	-	-	-	-	-	-	-	-	-
Asset backed securities	886,974	-	-	(1,862)	(32,403)	-	-	(25,945)	-	826,764
All other bonds	-	-	-	-	-	-	-	-	-	-
Preferred Stocks	-	-	-	-	-	-	-	-	-	-
Non-affiliated common stocks	-	-	-	-	-	-	-	-	-	-
Total	886,974	-	-	(1,862)	(32,403)	-	-	(25,945)	-	826,764

3. Fair Value Recognition of Transfers Between Levels

The Company recognizes and records the transfer of securities into and out of Level 3 due to changes in availability of market observable inputs. All transfers are reflected in the table above at fair value as of the end of the reporting period.

4. Inputs and Techniques Used in Estimating Fair Value

Level 1 - Quoted prices for identical assets or liabilities in active markets (markets in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis). The Company's Level 1 financial instruments consist primarily of publicly traded equity securities and highly liquid government bonds for which quoted market prices in active markets are available.

Level 2 - Quoted prices for similar instruments in active markets; quoted prices for identical or similar assets or liabilities in inactive markets (markets in which there are few transactions, the prices are not current, price quotations vary substantially over time or among market makers, or in which little information is released publicly); and valuations based on other significant inputs that are observable in active markets. The Company's Level 2 financial instruments include corporate and municipal fixed maturity securities and MBS priced using observable inputs. Level 2 inputs include benchmark yields, reported trades, corroborated broker/dealer quotes, issuer spreads and benchmark securities. When non-binding broker quotes can be corroborated by comparison to similar securities priced using observable inputs, they are classified as Level 2.

NOTES TO FINANCIAL STATEMENTS

Level 3 - Valuations derived from market valuation techniques generally consistent with those used to estimate the fair value of Level 2 financial instruments in which one or more significant inputs are unobservable. The unobservable inputs may include management's own assumptions about the assumptions market participants would use based on the best information available in the circumstances. The Company's Level 3 is comprised of financial instruments whose fair value is estimated based on non-binding broker quotes or internally developed using significant inputs not based on, or corroborated by, observable market information.

The Company's investment managers, American Money Management Corporation (an affiliate) is responsible for the valuation process and uses data from outside sources (including nationally recognized pricing services and broker/dealers) in establishing fair value. Valuation techniques utilized by pricing services and prices obtained from external sources are reviewed by AMMC's internal investment professionals who are familiar with the securities being priced and the markets in which they trade to ensure the fair value determination is representative of an exit price. To validate the appropriateness of the prices obtained, these investment managers consider widely published indices (as benchmarks), recent trades, changes in interest rates, general economic conditions and the credit quality of the specific issuers. In addition, the Company communicates directly with the pricing service regarding the methods and assumptions used in pricing, including verifying, on a test basis, the inputs used by the service to value specific securities.

- B. The Company has no additional fair value disclosures.
- C. The Company has categorized all the financial assets in the financial statements into the three-level fair value hierarchy as reflected in the following table. See item 4 above for a discussion of each of these three levels.

Description	<u>Aggregate Fair Value</u>	<u>Admitted Assets</u>	<u>Fair Value</u>		
			<u>Level 1</u>	<u>Level 2</u>	<u>Level 3</u>
Assets:					
Bonds:					
U.S. Government and government agencies	502,344	500,506	502,344	-	-
States, municipalities and political subdivisions	31,107,851	30,294,563	-	29,053,031	2,054,820
Foreign government	-	-	-	-	-
Residential MBS	148,686	137,803	-	148,686	-
Commercial MBS	-	-	-	-	-
Asset backed securities	4,822,874	4,812,338	-	2,997,360	1,825,514
All other bonds	2,593,891	2,372,474	-	2,420,442	173,449
Total bonds	39,175,646	38,117,684	502,344	34,619,519	4,053,783
Non affiliated preferred stocks	508,250	467,500	508,250	-	-
Non affiliated common stocks	259,043	259,043	259,043	-	-
Affiliated common stock	-	-	-	-	-
Mortgage loans	-	-	-	-	-
Other investments - Schedule BA	-	-	-	-	-
Policy Loans	-	-	-	-	-
Total financial assets	<u>39,942,939</u>	<u>38,844,227</u>	<u>1,269,637</u>	<u>34,619,519</u>	<u>4,053,783</u>

- D. Not Practicable to Estimate Fair Value - The Company has no financial instruments that fall under this classification.

Note 21 - Other Items

- A - F. No significant change.
- G. Offsetting and Netting Assets and Liabilities - Not applicable.
- H. No significant change
- I. Risk Sharing Provisions of the Affordable Care Act - Not applicable.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

NOTES TO FINANCIAL STATEMENTS**Note 25 - Change in Incurred Losses and Loss Adjustment Expenses**

The following table provides an analysis of the change in loss and loss adjustment expense reserves net of reinsurance recoverables for the past two years (in thousands):

	2016	2015
Balance at beginning of period	\$20,072	\$15,224
Loss and loss adjustment expense incurred:		
Current accident year	1,916	7,247
Prior accident years	266	1,186
	<u>2,182</u>	<u>8,433</u>
Loss and loss adjustment expense payments made for:		
Current accident year	(48)	(388)
Prior accident years	(896)	(3,197)
	<u>(944)</u>	<u>(3,585)</u>
Balance at end of period	<u><u>\$21,310</u></u>	<u><u>\$20,072</u></u>

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

Not applicable.

Note 29 - Participating Policies

Not applicable.

Note 30 - Premium Deficiency Reserves

The Company does not have any premium deficiency reserves.

Note 31 - High Deductibles

No significant change.

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

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

No significant change.

NOTES TO FINANCIAL STATEMENTS

NOTES TO FINANCIAL STATEMENTS

	State of Domicile	Current Period	Prior Year
NET INCOME			
(1) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	OH	\$ 327,718	\$ 761,734
(2) State Prescribed Practices that increase/decrease NAIC SAP		0	0
(3) State Permitted Practices that increase/decrease NAIC SAP		0	0
(4) NAIC SAP (1 – 2 – 3 = 4)	OH	\$ 327,718	\$ 761,734
SURPLUS			
(5) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	OH	\$ 21,451,221	\$ 21,204,008
(6) State Prescribed Practices that increase/decrease NAIC SAP		0	0
(7) State Permitted Practices that increase/decrease NAIC SAP		0	0
(8) NAIC SAP (5 – 6 – 7 = 8)	OH	\$ 21,451,221	\$ 21,204,008

NOTES TO FINANCIAL STATEMENTS

NOTES TO FINANCIAL STATEMENTS

(1)

		1	2	3
(2)		Amortized Cost Basis Before Other-than-Temporary Impairment	Other-than-Temporary Impairment Recognized in Loss	Fair Value 1 – 2
OTTI recognized 1st Quarter				
a.	Intent to sell	\$ 0	\$ 0	\$ 0
b.	Inability or lack of intent to retain the investment in the	0	0	0

NOTES TO FINANCIAL STATEMENTS

	security for a period of time sufficient to recover the amortized cost basis				
c.	Total 1st Quarter	\$ 0	\$ 0	\$ 0	\$ 0
OTTI recognized 2nd Quarter					
d.	Intent to sell	\$ 0	\$ 0	\$ 0	\$ 0
e.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0	0
f.	Total 2nd Quarter	\$ 0	\$ 0	\$ 0	\$ 0
OTTI recognized 3rd Quarter					
g.	Intent to sell	\$ 0	\$ 0	\$ 0	\$ 0
h.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0	0
i.	Total 4th Quarter	\$ 0	\$ 0	\$ 0	\$ 0
OTTI recognized 4th Quarter					
j.	Intent to sell	\$ 0	\$ 0	\$ 0	\$ 0
k.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0	0
l.	Total 4th Quarter	\$ 0	\$ 0	\$ 0	\$ 0
m.	Annual aggregate total	XXX	\$ 0	0	XXX
	Book/Adjusted Carrying Value Amortized Cost Before Current Period OTTI	Present Value of Projected Cash Flows	Recognized Other-Than-Temporary Impairment	Amortized Cost After Other-Than-Temporary Impairment	Fair Value at Time of OTTI
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
	Total		\$ 0	0	

has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

					Date of Financial Statement Where Reported
a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	\$ (36,031)	
		2.	12 Months or Longer	\$ (23)	
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	\$ 1,825,514	
		2.	12 Months or Longer	\$ 5,025	

(5)

E. Repurchase Agreements and/or Securities Lending Transactions

(3) Collateral Received

b.	The fair value of that collateral and of the portion of that collateral that it has sold or repledged	\$ 0
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I. Working Capital Finance Investments

(2) Aggregate Maturity Distribution on the Underlying Working Capital Finance Programs

	Book/Adjusted Carrying Value
a.	Up to 180 Days \$ 0
b.	181 to 365 Days \$ 0
c.	Total \$ 0

(3)

J. Offsetting and Netting of Assets and Liabilities

	Gross Amount Recognized	Amount Offset	Net Amount Presented on Financial Statements
(1) Assets	\$ 0	\$ 0	\$ 0
(2) Liabilities	\$ 0	\$ 0	\$ 0

NOTE 6 – JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No significant changes

NOTE 7 – INVESTMENT INCOME

No significant changes

NOTE 8 – DERIVATIVE INSTRUMENTS

No significant changes

NOTE 9 – INCOME TAXES

No significant changes

NOTES TO FINANCIAL STATEMENTS**NOTE 10 – INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES**

No significant changes

NOTE 11 – DEBT

B. FHLB (Federal Home Loan Bank) Agreements

(1)

(2) FHLB Capital Stock

a. Aggregate Totals

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	0	0	0
(c) Activity Stock	0	0	0
(d) Excess Stock	0	0	0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

2. Prior Year

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	0	0	0
(c) Activity Stock	0	0	0
(d) Excess Stock	0	0	0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

b. Membership Stock (Class A and B) Eligible and Not Eligible for Redemption

Membership Stick	1 Current Period Total (2+3+4+5+6)	2 Not Eligible for Redemption	Eligible for Redemption			
			3 Less than 6 Months	4 6 Months to Less Than 1 Year	5 1 to Less Than 3 Years	6 3 to 5 Years
1. Class A	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
2. Class B	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1 Fair Value	2 Carrying Value	3 Aggregate Total Borrowing
5. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
6. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0
7. Current Period Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0
8. Prior Year-End Total General and Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0

b. Maximum Amount Pledged During Reporting Period

	1 Fair Value	2 Carrying Value	3 Amount Borrowed at Time of Maximum Collateral
1. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
2. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0
3. Current Period Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0
4. Prior Year-End Total General and Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0

(4) Borrowing from FHLB

a. Amount as of the Reporting Date

NOTES TO FINANCIAL STATEMENTS

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

2. Prior Year

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

b. Maximum Amount During Reporting Period (Current Period)

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
1. Debt	\$ 0	\$ 0	\$ 0
2. Funding Agreements	0	0	0
3. Other	0	0	0
4. Aggregate Total (Lines 1+2+3)	\$ 0	\$ 0	\$ 0

c. FHLB – Prepayment Obligations

		Does the Company have Prepayment Obligations under the Following Arrangements (YES/NO)
1. Debt		
2. Funding Agreements		
3. Other		

NOTE 12 – RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

A. Defined Benefit Plan

(4)	Components of net periodic benefit cost	Pension Benefits		Postretirement Benefits		Special or Contractual Benefits per SSAP No. 11	
		Current Period	Prior Year	Current Period	Prior Year	Current Period	Prior Year
a.	Service cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b.	Interest cost	0	0	0	0	0	0
c.	Expected return on plan assets	0	0	0	0	0	0
d.	Transition asset or obligation	0	0	0	0	0	0
e.	Gains and losses	0	0	0	0	0	0
f.	Prior service cost or credit	0	0	0	0	0	0
g.	Gain or loss recognized due to a settlement curtailment	0	0	0	0	0	0
h.	Total net periodic benefit cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

NOTE 13 – CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No significant changes

NOTE 14 – LIABILITIES, CONTINGENCIES AND ASSESSMENTS

No significant changes

NOTE 15 – LEASES

No significant changes

NOTE 16 – INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

No significant changes

NOTES TO FINANCIAL STATEMENTS**NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**

B. Transfer and Servicing of Financial Assets

(2)

(4)

(a)

(b)

C. Wash Sales

(1)

(2) The details by NAIC designation 3 or below, or unrated of securities sold during the year ended December 31, 2016 and reacquired within 30 days of the sale date are:

Description	NAIC Designation	Number of Transactions	Book Value of Securities Sold	Cost of Securities Repurchased	Gain/(Loss)
		0	\$ 0	\$ 0	\$ 0

NOTE 18 – GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE PORTION OF PARTIALLY INSURED PLANS

Not applicable

NOTE 19 – DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

Not applicable

NOTE 20 – FAIR VALUE MEASUREMENTS

A.

(1) Fair Value Measurements at Reporting Date

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Asset backed securities	\$ 0	\$ 0	\$ 826,764	\$ 826,764
Non-affiliated common stocks	259,043	0	0	259,043
Total	\$ 259,043	\$ 0	\$ 826,764	\$ 1,085,807

Liabilities at Fair Value	Level 1	Level 2	Level 3	Total
	\$ 0	\$ 0	0	\$ 0
Total	\$ 0	\$ 0	0	\$ 0

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

a. Assets	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
Asset backed securities	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764
Total	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764

b. Liabilities	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3)

(4)

(5)

B.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
U.S. Government and government agencies	\$ 502,344	\$ 500,506	\$ 502,344	\$ 0	\$ 0	\$ 0
States, municipalities and political subdivisions	31,107,851	30,294,563	0	29,053,031	2,054,820	0
Residential MBS	148,686	137,803	0	148,686	0	0
Asset backed securities	4,822,874	4,812,338	0	2,997,360	1,825,514	0

NOTES TO FINANCIAL STATEMENTS

All other bonds	2,593,891	2,372,474	0	2,420,442	173,449	0
Preferred stocks	508,250	467,500	508,250	0	0	0
Non-affiliated common stocks	259,043	259,043	259,043	0	0	0

D. Not Practicable to Estimate Fair Value

Type of Class or Financial Instrument	Carrying Value	Effective Interest Rate	Maturity Date	Explanation
	\$ 0	0.000%		

NOTE 21 – OTHER ITEMS

No significant changes

NOTE 22 – EVENTS SUBSEQUENT

No significant changes

NOTE 23 – REINSURANCE

No significant changes

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

F. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions

(2) Impact of Risk-Sharing Provisions of the Affordable Care Act on admitted assets, liabilities and revenue for the current period:

a. Permanent ACA Risk Adjustment Program		AMOUNT
Assets		
1.	Premium adjustments receivable due to ACA Risk Adjustment	\$ 0
Liabilities		
2.	Risk adjustment user fees payable for ACA Risk Adjustment	\$ 0
3.	Premium adjustments payable due to ACA Risk Adjustment	\$ 0
Operations (Revenue & Expenses)		
4.	Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$ 0
5.	Reported in expenses as ACA Risk Adjustment user fees (incurred/paid)	\$ 0
b. Transitional ACA Reinsurance Program		
Assets		
1.	Amounts recoverable for claims paid due to ACA Reinsurance	\$ 0
2.	Amounts recoverable for claims unpaid due to ACA Reinsurance (contra liability)	\$ 0
3.	Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ 0
Liabilities		
4.	Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium	\$ 0
5.	Ceded reinsurance premiums payable due to ACA Reinsurance	\$ 0
6.	Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	\$ 0
Operations (Revenue & Expenses)		
7.	Ceded reinsurance premiums due to ACA Reinsurance	\$ 0
8.	Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ 0
9.	ACA Reinsurance contributions – not reported as ceded premium	\$ 0
c. Temporary ACA Risk Corridors Program		
Assets		
1.	Accrued retrospective premium due to ACA Risk Corridors	\$ 0
Liabilities		
2.	Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ 0
Operations (Revenue & Expenses)		
3.	Effect of ACA Risk Corridors on net premium income (paid/received)	\$ 0
4.	Effect of ACA Risk Corridors on change in reserves for rate credits	\$ 0

(3) Roll forward of prior year ACA Risk-Sharing Provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance:

				Differences		Adjustments			Unsettled Balances as of the Reporting Date			
				Prior Year Accrued Less Payments (Col. 1-3)	Prior Year Accrued Less Payments (Col. 2-4)	To Prior Year Balances	To Prior Year Balances		Cumulative Balance from Prior Years (Col. 1-3+7)	Cumulative Balance from Prior Years (Col. 2-4+8)		
				1. Premium adjustments receivable	2. Premium adjustments (payable)	3. Subtotal ACA Permanent Risk Adjustment Program	4. Subtotal ACA Permanent Risk Adjustment Program					
a. Permanent ACA Risk Adjustment Program				\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	A	\$ 0	\$ 0
1. Premium adjustments receivable	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0			
2. Premium adjustments (payable)	0	0	0	0	0	0	0	0	0	B	0	0
3. Subtotal ACA Permanent Risk Adjustment Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0
b. Transitional ACA Reinsurance Program				\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	C	\$ 0	\$ 0
1. Amounts recoverable	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0

NOTES TO FINANCIAL STATEMENTS

	for claims paid										
2.	Amounts recoverable for claims unpaid (contra liability)	0	0	0	0	0	0	0	D	0	0
3.	Amounts receivable relating to uninsured plans	0	0	0	0	0	0	0	E	0	0
4.	Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premiums	0	0	0	0	0	0	0	F	0	0
5.	Ceded reinsurance premiums payable	0	0	0	0	0	0	0	G	0	0
6.	Liability for amounts held under uninsured plans	0	0	0	0	0	0	0	H	0	0
7.	Subtotal ACA Transitional Reinsurance Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0
c.	Temporary ACA Risk Corridors Program										
1.	Accrued retrospective premium	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	I	\$ 0	\$ 0
2.	Reserve for rate credits or policy experience rating refunds	0	0	0	0	0	0	0	J	0	0
3.	Subtotal ACA Risk Corridors Program	0	0	0	0	0	0	0		0	0
d.	Total for ACA Risk-Sharing Provisions	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0

Explanations of Adjustments

- A.
- B.
- C.
- D.
- E.
- F.
- G.
- H.
- I.
- J.

NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES**NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS**

No significant changes

NOTE 27 – STRUCTURED SETTLEMENTS

No significant changes

NOTE 28 – HEALTH CARE RECEIVABLES

No significant changes

NOTE 29 – PARTICIPATING POLICIES

No significant changes

NOTE 30 – PREMIUM DEFICIENCY RESERVES

No significant changes

NOTE 31 – HIGH DEDUCTIBLES

No significant changes

NOTE 32 – DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES

No significant changes

NOTE 33 – ASBESTOS/ENVIRONMENTAL RESERVES

No significant changes

NOTE 34 – SUBSCRIBER SAVINGS ACCOUNTS

No significant changes

NOTE 35 – MULTIPLE PERIL CROP INSURANCE

NOTES TO FINANCIAL STATEMENTS

No significant changes

NOTE 36 – FINANCIAL GUARANTY INSURANCE

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

	Surveillance Categories				Total
	A	B	C	D	
(1) Number of policies	0	0	0	0	0
(2) Remaining weighted average contract period (in years)	0.000	0.000	0.000	0.000	XXX
(3) Insured contractual payments outstanding:					
a. Principal	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Interest	0	0	0	0	0
c. Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(4) Gross claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Less					
(5) a. Gross potential recoveries	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Discount, net	0	0	0	0	0
(6) Net claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(7) Unearned premium revenue	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(8) Reinsurance recoverables	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GOING CONCERN

A. Accounting Practices

	State of Domicile	Current Period	Prior Year
NET INCOME			
(1) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	OH	\$ 327,718	\$ 761,734
(2) State Prescribed Practices that increase/decrease NAIC SAP		0	0
(3) State Permitted Practices that increase/decrease NAIC SAP		0	0
(4) NAIC SAP (1 – 2 – 3 = 4)	OH	\$ 327,718	\$ 761,734
SURPLUS			
(5) AMERICAN EMPIRE INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	OH	\$ 21,451,221	\$ 21,204,008
(6) State Prescribed Practices that increase/decrease NAIC SAP		0	0
(7) State Permitted Practices that increase/decrease NAIC SAP		0	0
(8) NAIC SAP (5 – 6 – 7 = 8)	OH	\$ 21,451,221	\$ 21,204,008

Note 2 - Accounting Changes and Corrections of Errors

Effective January 1, 2012, the Company adopted Statement Statutory Accounting Principles No. 101, Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10 (SSAP 101). SSAP 101 amends the deferred tax asset admittance test set forth in SSAP 10R, by limiting the admissibility thresholds based on current period risk-based capital levels and modifying the disclosure requirements. The adoption of SSAP 101 did not have an impact on the Company's financial statements.

Note 3 - Business Combinations and Goodwill

No significant change.

Note 4 - Discontinued Operations

No significant change.

Note 5 - Investments

A. No significant change.

B. No significant change.

C. No significant change.

D. Loan-Backed Securities

- The Company uses dealer-modeled prepayment assumptions for mortgage-backed and asset-backed securities at the date of purchase to determine effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.

NOTES TO FINANCIAL STATEMENTS

6. The Company had no loan-backed securities with a recognized other-than-temporary impairment due to either the intent to sell or lack of intent to hold to recovery during 2016.

7. The Company had no loan-backed securities with a credit-related other-than-temporary impairment recognized during 2016.

8. The following table shows all loan-backed securities with an unrealized loss:

a. The aggregate amount of unrealized losses:

1. Less than 12 months	\$ (36,031)
2. 12 months or longer	(23)

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

1. Less than 12 months	\$ 1,825,514
2. 12 months or longer	5,025

5. Based on cash flow projections received from independent sources (which reflect loan to collateral values, subordination, vintage and geographic concentration), implied cash flows inherent in security ratings and analysis of historical payment data, management believes that the Company will recover its cost basis in all securities with unrealized losses at March 31, 2016. The Company has the intent to hold such securities until they recover in value or mature.

E. Repurchase Agreements and/or Securities Lending - The Company does not invest in repurchase agreements or engage in securities lending.

F - G - H. No significant change.

I. Working Capital Finance Investments - Not applicable.

Note 6 - Joint Ventures, Partnerships and Limited Liability Companies

No significant change.

Note 7 - Investment Income

No significant change.

Note 8 - Derivative Instruments

No significant change.

Note 9 - Income Taxes

No significant change.

Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

A. No significant change.

B. Detail of Transactions Greater than 1/2% of Admitted Assets

The Company had no transactions with any affiliate exceeding 1/2% of 1% of its total admitted assets during 2016.

C. No significant change.

D. No significant change.

E. No significant change.

F. No significant change.

G. No significant change.

H. No significant change.

I. No significant change.

J. No significant change.

NOTES TO FINANCIAL STATEMENTS**Note 11 - Debt**

A. The Company does not have any outstanding liability for borrowed money.

B. The Company does not have any agreements with the Federal Home Loan Bank.

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

No significant change.

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

No significant change.

Note 14 - Contingencies

No significant change.

Note 15 - Leases

No significant change.

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

The Company does not have any financial instruments with off-balance sheet risk or financial instruments with concentrations of credit risk.

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

A. Not applicable.

B. Not applicable.

C. The Company was not involved in any wash sale transactions during 2016.

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

No significant change.

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

No significant change.

Note 20 - Fair Value

A. Fair Value Measurements at Reporting Date

1. The Company has categorized its assets and liabilities measured at fair value into the three-level fair value hierarchy as reflected in the following table. See item 4 below for a discussion of each of these three levels.

Description	Level 1	Level 2	Level 3	Total
Assets:				
Bonds:				
U.S. Government and government agencies	\$ -	\$ -	\$ -	\$ -
States, municipalities and political subdivisions	-	-	-	-
Foreign government	-	-	-	-
Residential MBS	-	-	-	-
Commercial MBS	-	-	-	-
Asset backed securities	-	-	826,764	826,764
All other Bonds	-	-	-	-
Total Bonds	-	-	826,764	826,764
Non affiliated preferred stock	-	-	-	-
Non affiliated common stock	259,043	-	-	259,043
Other investments	-	-	-	-
Total assets accounted for at fair value	<u>\$ 259,043</u>	<u>\$ -</u>	<u>\$ 826,764</u>	<u>\$ 1,085,807</u>

2. Level 3 Fair Value Progression.

NOTES TO FINANCIAL STATEMENTS

Description	Ending Balance as of Prior Period End	Transfers into To Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance for Current Period End
U.S. Government and government agencies	-	-	-	-	-	-	-	-	-	-
States, municipalities and political subdivisions	-	-	-	-	-	-	-	-	-	-
Residential MBS	-	-	-	-	-	-	-	-	-	-
Asset backed securities	886,974	-	-	(1,862)	(32,403)	-	-	(25,945)	-	826,764
All other bonds	-	-	-	-	-	-	-	-	-	-
Preferred Stocks	-	-	-	-	-	-	-	-	-	-
Non-affiliated common stocks	-	-	-	-	-	-	-	-	-	-
Total	886,974			(1,862)	(32,403)			(25,945)		826,764

3. Fair Value Recognition of Transfers Between Levels

The Company recognizes and records the transfer of securities into and out of Level 3 due to changes in availability of market observable inputs. All transfers are reflected in the table above at fair value as of the end of the reporting period.

4. Inputs and Techniques Used in Estimating Fair Value

Level 1 - Quoted prices for identical assets or liabilities in active markets (markets in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis). The Company's Level 1 financial instruments consist primarily of publicly traded equity securities and highly liquid government bonds for which quoted market prices in active markets are available.

Level 2 - Quoted prices for similar instruments in active markets; quoted prices for identical or similar assets or liabilities in inactive markets (markets in which there are few transactions, the prices are not current, price quotations vary substantially over time or among market makers, or in which little information is released publicly); and valuations based on other significant inputs that are observable in active markets. The Company's Level 2 financial instruments include corporate and municipal fixed maturity securities and MBS priced using observable inputs. Level 2 inputs include benchmark yields, reported trades, corroborated broker/dealer quotes, issuer spreads and benchmark securities. When non-binding broker quotes can be corroborated by comparison to similar securities priced using observable inputs, they are classified as Level 2.

Level 3 - Valuations derived from market valuation techniques generally consistent with those used to estimate the fair value of Level 2 financial instruments in which one or more significant inputs are unobservable. The unobservable inputs may include management's own assumptions about the assumptions market participants would use based on the best information available in the circumstances. The Company's Level 3 is comprised of financial instruments whose fair value is estimated based on non-binding broker quotes or internally developed using significant inputs not based on, or corroborated by, observable market information.

The Company's investment managers, American Money Management Corporation (an affiliate) is responsible for the valuation process and uses data from outside sources (including nationally recognized pricing services and broker/dealers) in establishing fair value. Valuation techniques utilized by pricing services and prices obtained from external sources are reviewed by AMMC's internal investment professionals who are familiar with the securities being priced and the markets in which they trade to ensure the fair value determination is representative of an exit price. To validate the appropriateness of the prices obtained, these investment managers consider widely published indices (as benchmarks), recent trades, changes in interest rates, general economic conditions and the credit quality of the specific issuers. In addition, the Company communicates directly with the pricing service regarding the methods and assumptions used in pricing, including verifying, on a test basis, the inputs used by the service to value specific securities.

B. The Company has no additional fair value disclosures.

C. The Company has categorized all the financial assets in the financial statements into the three-level fair value hierarchy as reflected in the following table. See item 4 above for a discussion of each of these three levels.

Description	Aggregate Fair Value	Admitted Assets	Fair Value				
			Level 1	Level 2	Level 3		
Assets:							
Bonds:							
U.S. Government and government agencies	502,344	500,506	502,344	-	-		
States, municipalities and political subdivisions	31,107,851	30,294,563	-	29,053,031	2,054,820		
Foreign government	-	-	-	-	-		
Residential MBS	148,686	137,803	-	148,686	-		
Commercial MBS	-	-	-	-	-		
Asset backed securities	4,822,874	4,812,338	-	2,997,360	1,825,514		
All other bonds	2,593,891	2,372,474	-	2,420,442	173,449		
Total bonds	39,175,646	38,117,684	502,344	34,619,519	4,053,783		
Non affiliated preferred stocks	508,250	467,500	508,250	-	-		
Non affiliated common stocks	259,043	259,043	259,043	-	-		
Affiliated common stock	-	-	-	-	-		
Mortgage loans	-	-	-	-	-		
Other investments - Schedule BA	-	-	-	-	-		
Policy Loans	-	-	-	-	-		
Total financial assets	39,942,939	38,844,227	1,269,637	34,619,519	4,053,783		

D. Not Practicable to Estimate Fair Value - The Company has no financial instruments that fall under this classification.

Note 21 - Other Items

A - F. No significant change.

G. Offsetting and Netting Assets and Liabilities - Not applicable.

H. No significant change

NOTES TO FINANCIAL STATEMENTS

I. Risk Sharing Provisions of the Affordable Care Act - Not applicable.

Note 22 - Events Subsequent

No significant change.

Note 23 - Reinsurance

No significant change.

Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination

No significant change.

Note 25 - Change in Incurred Losses and Loss Adjustment Expenses

The following table provides an analysis of the change in loss and loss adjustment expense reserves net of reinsurance recoverables for the past two years (in thousands):

	2016	2015
Balance at beginning of period	\$20,072	\$15,224
Loss and loss adjustment expense incurred:		
Current accident year	5,273	7,247
Prior accident years	1,182	1,186
	<hr/> 6,455	<hr/> 8,433
Loss and loss adjustment expense payments made for:		
Current accident year	(208)	(388)
Prior accident years	(2,302)	(3,197)
	<hr/> (2,510)	<hr/> (3,585)
Balance at end of period	<hr/> <u>\$19,169</u>	<hr/> <u>\$20,072</u>

Note 26 - Intercompany Pooling Arrangements

No significant change.

Note 27 - Structured Settlements

No significant change.

Note 28 - Health Care Receivables

Not applicable.

Note 29 - Participating Policies

Not applicable.

Note 30 - Premium Deficiency Reserves

The Company does not have any premium deficiency reserves.

Note 31 - High Deductibles

No significant change.

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

NOTES TO FINANCIAL STATEMENTS

No significant change.

Note 33 - Asbestos/Environmental Reserves

No significant change.

Note 34 - Subscriber Savings Accounts

No significant change.

Note 35 - Multiple Peril Crop Insurance

No significant change.

Note 36 - Financial Guaranty Insurance

No significant change.

NOTES TO FINANCIAL STATEMENTS

NOTES TO FINANCIAL STATEMENTS

(1)

		1	2	3		
(2)		Amortized Cost Basis Before Other-than-Temporary Impairment	Other-than-Temporary Impairment Recognized in Loss	Fair Value 1 – 2		
OTTI recognized 1st Quarter						
a.	Intent to sell	\$ 0	\$ 0	\$ 0		
b.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
c.	Total 1 st Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 2nd Quarter						
d.	Intent to sell	\$ 0	\$ 0	\$ 0		
e.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
f.	Total 2 nd Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 3rd Quarter						
g.	Intent to sell	\$ 0	\$ 0	\$ 0		
h.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
i.	Total 4 th Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 4th Quarter						
j.	Intent to sell	\$ 0	\$ 0	\$ 0		
k.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
l.	Total 4 th Quarter	\$ 0	\$ 0	\$ 0		
m.	Annual aggregate total	XXX	\$ 0	XXX		
	Book/Adjusted Carrying Value Amortized Cost Before Current Period OTTI	Present Value of Projected Cash Flows	Recognized Other-Than-Temporary Impairment	Amortized Cost After Other-Than-Temporary Impairment	Fair Value at Time of OTTI	Date of Financial Statement Where Reported
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	
Total			\$ 0			

NOTES TO FINANCIAL STATEMENTS

has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	\$ (36,031)
		2.	12 Months or Longer	\$ (23)
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	\$ 1,825,514
		2.	12 Months or Longer	\$ 5,025

(5)

E. Repurchase Agreements and/or Securities Lending Transactions

(3) Collateral Received

b.	The fair value of that collateral and of the portion of that collateral that it has sold or repledged	\$ 0
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I. Working Capital Finance Investments

(2) Aggregate Maturity Distribution on the Underlying Working Capital Finance Programs

		Book/Adjusted Carrying Value
a.	Up to 180 Days	\$ 0
b.	181 to 365 Days	\$ 0
c.	Total	\$ 0

(3)

J. Offsetting and Netting of Assets and Liabilities

	Gross Amount Recognized	Amount Offset	Net Amount Presented on Financial Statements
(1) Assets	\$ 0	\$ 0	\$ 0
(2) Liabilities	\$ 0	\$ 0	\$ 0

NOTE 6 – JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No significant changes

NOTE 7 – INVESTMENT INCOME

No significant changes

NOTE 8 – DERIVATIVE INSTRUMENTS

No significant changes

NOTE 9 – INCOME TAXES

No significant changes

NOTE 10 – INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES

No significant changes

NOTE 11 – DEBT

B. FHLB (Federal Home Loan Bank) Agreements

(1)

(2) FHLB Capital Stock

a. Aggregate Totals

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	\$ 0	\$ 0	\$ 0
(c) Activity Stock	\$ 0	\$ 0	\$ 0
(d) Excess Stock	\$ 0	\$ 0	\$ 0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

2. Prior Year

NOTES TO FINANCIAL STATEMENTS

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	0	0	0
(c) Activity Stock	0	0	0
(d) Excess Stock	0	0	0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

b. Membership Stock (Class A and B) Eligible and Not Eligible for Redemption

Membership Stick	1 Current Period Total (2+3+4+5+6)	2 Not Eligible for Redemption	Eligible for Redemption			
			3 Less than 6 Months	4 6 Months to Less Than 1 Year	5 1 to Less Than 3 Years	6 3 to 5 Years
1. Class A	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
2. Class B	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1 Fair Value	2 Carrying Value	3 Aggregate Total Borrowing
9. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
10. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0
11. Current Period Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0
12. Prior Year-End Total General and Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0

b. Maximum Amount Pledged During Reporting Period

	1 Fair Value	2 Carrying Value	3 Amount Borrowed at Time of Maximum Collateral
1. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
2. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0
3. Current Period Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0
4. Prior Year-End Total General and Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0

(4) Borrowing from FHLB

a. Amount as of the Reporting Date

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

2. Prior Year

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

b. Maximum Amount During Reporting Period (Current Period)

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
1. Debt	\$ 0	\$ 0	\$ 0
2. Funding Agreements	0	0	0
3. Other	0	0	0
4. Aggregate Total (Lines 1+2+3)	\$ 0	\$ 0	\$ 0

c. FHLB – Prepayment Obligations

	Does the Company have
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NOTES TO FINANCIAL STATEMENTS

		Prepayment Obligations under the Following Arrangements (YES/NO)
1. Debt		
2. Funding Agreements		
3. Other		

NOTE 12 – RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

A. Defined Benefit Plan

(4)	Components of net periodic benefit cost	Pension Benefits		Postretirement Benefits		Special or Contractual Benefits per SSAP No. 11	
		Current Period	Prior Year	Current Period	Prior Year	Current Period	Prior Year
a.	Service cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b.	Interest cost	0	0	0	0	0	0
c.	Expected return on plan assets	0	0	0	0	0	0
d.	Transition asset or obligation	0	0	0	0	0	0
e.	Gains and losses	0	0	0	0	0	0
f.	Prior service cost or credit	0	0	0	0	0	0
g.	Gain or loss recognized due to a settlement curtailment	0	0	0	0	0	0
h.	Total net periodic benefit cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

NOTE 13 – CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No significant changes

NOTE 14 – LIABILITIES, CONTINGENCIES AND ASSESSMENTS

No significant changes

NOTE 15 – LEASES

No significant changes

NOTE 16 – INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

No significant changes

NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

B. Transfer and Servicing of Financial Assets

(2)

(4)

(a)

(b)

C. Wash Sales

(1)

(2) The details by NAIC designation 3 or below, or unrated of securities sold during the year ended December 31, 2016 and reacquired within 30 days of the sale date are:

Description	NAIC Designation	Number of Transactions	Book Value of Securities Sold	Cost of Securities Repurchased	Gain/(Loss)
		0	\$ 0	\$ 0	\$ 0

NOTE 18 – GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE PORTION OF PARTIALLY INSURED PLANS

Not applicable

NOTE 19 – DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

NOTES TO FINANCIAL STATEMENTS

Not applicable

NOTE 20 – FAIR VALUE MEASUREMENTS

A.

(1) Fair Value Measurements at Reporting Date

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Asset backed securities	\$ 0	\$ 0	\$ 826,764	\$ 826,764
Non-affiliated common stocks	259,043	0	0	259,043
Total	\$ 259,043	\$ 0	\$ 826,764	\$ 1,085,807

Liabilities at Fair Value	Level 1	Level 2	Level 3	Total
	\$ 0	\$ 0	\$ 0	\$ 0
Total	\$ 0	\$ 0	\$ 0	\$ 0

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

a. Assets	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
Asset backed securities	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764
Total	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764

b. Liabilities	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3)

(4)

(5)

B.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
U.S. Government and government agencies	\$ 502,344	\$ 500,506	\$ 502,344	\$ 0	\$ 0	\$ 0
States, municipalities and political subdivisions	31,107,851	30,294,563	0	29,053,031	2,054,820	0
Residential MBS	148,686	137,803	0	148,686	0	0
Asset backed securities	4,822,874	4,812,338	0	2,997,360	1,825,514	0
All other bonds	2,593,891	2,372,474	0	2,420,442	173,449	0
Preferred stocks	508,250	467,500	508,250	0	0	0
Non-affiliated common stocks	259,043	259,043	259,043	0	0	0

D.

Not Practicable to Estimate Fair Value

Type of Class or Financial Instrument	Carrying Value	Effective Interest Rate	Maturity Date	Explanation
	\$ 0	0.000%		

NOTE 21 – OTHER ITEMS

No significant changes

NOTE 22 – EVENTS SUBSEQUENT

No significant changes

NOTE 23 – REINSURANCE

No significant changes

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

F. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions

NOTES TO FINANCIAL STATEMENTS

(2) Impact of Risk-Sharing Provisions of the Affordable Care Act on admitted assets, liabilities and revenue for the current period:

												AMOUNT													
a. Permanent ACA Risk Adjustment Program																									
Assets																									
1. Premium adjustments receivable due to ACA Risk Adjustment																									
Liabilities																									
2. Risk adjustment user fees payable for ACA Risk Adjustment																									
3. Premium adjustments payable due to ACA Risk Adjustment																									
Operations (Revenue & Expenses)																									
4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment																									
5. Reported in expenses as ACA Risk Adjustment user fees (incurred/paid)																									
b. Transitional ACA Reinsurance Program																									
Assets																									
1. Amounts recoverable for claims paid due to ACA Reinsurance																									
2. Amounts recoverable for claims unpaid due to ACA Reinsurance (contra liability)																									
3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance																									
Liabilities																									
4. Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium																									
5. Ceded reinsurance premiums payable due to ACA Reinsurance																									
6. Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance																									
Operations (Revenue & Expenses)																									
7. Ceded reinsurance premiums due to ACA Reinsurance																									
8. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments																									
9. ACA Reinsurance contributions – not reported as ceded premium																									
c. Temporary ACA Risk Corridors Program																									
Assets																									
1. Accrued retrospective premium due to ACA Risk Corridors																									
Liabilities																									
2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors																									
Operations (Revenue & Expenses)																									
3. Effect of ACA Risk Corridors on net premium income (paid/received)																									
4. Effect of ACA Risk Corridors on change in reserves for rate credits																									

(3) Roll forward of prior year ACA Risk-Sharing Provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance:

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year		Received or Paid as of the Current Period on Business Written Before December 31 of the Prior Year		Differences		Adjustments		Unsettled Balances as of the Reporting Date				
					Prior Year Accrued Less Payments (Col. 1-3)	Prior Year Accrued Less Payments (Col. 2-4)	To Prior Year Balances	To Prior Year Balances	Cumulative Balance from Prior Years (Col. 1-3+7)	Cumulative Balance from Prior Years (Col. 2-4+8)			
	1	2	3	4	5	6	7	8	9	10	11		
a. Permanent ACA Risk Adjustment Program													
1. Premium adjustments receivable	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		
2. Premium adjustments (payable)	0	0	0	0	0	0	0	0	0	0	0		
3. Subtotal ACA Permanent Risk Adjustment Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		
b. Transitional ACA Reinsurance Program													
1. Amounts recoverable for claims paid	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		
2. Amounts recoverable for claims unpaid (contra liability)	0	0	0	0	0	0	0	0	0	0	0		
3. Amounts receivable relating to uninsured plans	0	0	0	0	0	0	0	0	0	0	0		
4. Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium													
5. Ceded reinsurance premiums payable due to ACA Reinsurance	0	0	0	0	0	0	0	0	0	0	0		
6. Liabilities for amounts held under uninsured plans	0	0	0	0	0	0	0	0	0	0	0		
7. Subtotal ACA Transitional Reinsurance Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		
c. Temporary ACA Risk Corridors Program													
1. Accrued retrospective premium	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		
2. Reserve for rate credits or policy experience rating refunds	0	0	0	0	0	0	0	0	0	0	0		
3. Subtotal ACA Risk Corridors Program	0	0	0	0	0	0	0	0	0	0	0		
d. Total for ACA Risk-Sharing Provisions	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		

Explanations of Adjustments

A.
B.
C.
D.
E.

NOTES TO FINANCIAL STATEMENTSF.
G.
H.
I.
J.**NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES****NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS**

No significant changes

NOTE 27 – STRUCTURED SETTLEMENTS

No significant changes

NOTE 28 – HEALTH CARE RECEIVABLES

No significant changes

NOTE 29 – PARTICIPATING POLICIES

No significant changes

NOTE 30 – PREMIUM DEFICIENCY RESERVES

No significant changes

NOTE 31 – HIGH DEDUCTIBLES

No significant changes

NOTE 32 – DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES

No significant changes

NOTE 33 – ASBESTOS/ENVIRONMENTAL RESERVES

No significant changes

NOTE 34 – SUBSCRIBER SAVINGS ACCOUNTS

No significant changes

NOTE 35 – MULTIPLE PERIL CROP INSURANCE

No significant changes

NOTE 36 – FINANCIAL GUARANTY INSURANCE

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

	Surveillance Categories					Total
	A	B	C	D		
(1) Number of policies	0	0	0	0	0	0
(2) Remaining weighted average contract period (in years)	0.000	0.000	0.000	0.000	0.000	XXX
(3) Insured contractual payments outstanding:						
a. Principal	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Interest	0	0	0	0	0	0
c. Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(4) Gross claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Less						
(5) a. Gross potential recoveries	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Discount, net	0	0	0	0	0	0
(6) Net claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(7) Unearned premium revenue	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(8) Reinsurance recoverables	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

NOTES TO FINANCIAL STATEMENTS

		1	2	3		
(2)		Amortized Cost Basis Before Other-than-Temporary Impairment	Other-than-Temporary Impairment Recognized in Loss	Fair Value 1 – 2		
OTTI recognized 1st Quarter						
a.	Intent to sell	\$ 0	\$ 0	\$ 0		
b.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
c.	Total 1st Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 2nd Quarter						
d.	Intent to sell	\$ 0	\$ 0	\$ 0		
e.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
f.	Total 2nd Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 3rd Quarter						
g.	Intent to sell	\$ 0	\$ 0	\$ 0		
h.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
i.	Total 4th Quarter	\$ 0	\$ 0	\$ 0		
OTTI recognized 4th Quarter						
j.	Intent to sell	\$ 0	\$ 0	\$ 0		
k.	Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	0	0	0		
l.	Total 4th Quarter	\$ 0	\$ 0	\$ 0		
m.	Annual aggregate total	XXX	\$ 0	XXX		
	Book/Adjusted Carrying Value Amortized Cost Before Current Period OTTI	Present Value of Projected Cash Flows	Recognized Other-Than-Temporary Impairment	Amortized Cost After Other-Than-Temporary Impairment	Fair Value at Time of OTTI	Date of Financial Statement Where Reported
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	
	Total		\$ 0			

has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	\$ (36,031)
		2.	12 Months or Longer	\$ (23)
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	\$ 1,825,514
		2.	12 Months or Longer	\$ 5,025

(5)

E. Repurchase Agreements and/or Securities Lending Transactions

(3) Collateral Received

b.	The fair value of that collateral and of the portion of that collateral that it has sold or repledged	\$ 0
----	---	------

I. Working Capital Finance Investments

(2) Aggregate Maturity Distribution on the Underlying Working Capital Finance Programs

		Book/Adjusted Carrying Value
a.	Up to 180 Days	\$ 0
b.	181 to 365 Days	0
c.	Total	\$ 0

(3)

J. Offsetting and Netting of Assets and Liabilities

(1) Assets	Gross Amount Recognized	Amount Offset	Net Amount Presented on Financial Statements
	\$ 0	\$ 0	\$ 0
(2) Liabilities			
	\$ 0	\$ 0	\$ 0

NOTE 6 – JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No significant changes

NOTE 7 – INVESTMENT INCOME

No significant changes

NOTES TO FINANCIAL STATEMENTS**NOTE 8 – DERIVATIVE INSTRUMENTS**

No significant changes

NOTE 9 – INCOME TAXES

No significant changes

NOTE 10 – INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES

No significant changes

NOTE 11 – DEBT

B. FHLB (Federal Home Loan Bank) Agreements

(1)

(2) FHLB Capital Stock

a. Aggregate Totals

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	0	0	0
(c) Activity Stock	0	0	0
(d) Excess Stock	0	0	0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

2. Prior Year

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
(a) Membership Stock – Class A	\$ 0	\$ 0	\$ 0
(b) Membership Stock – Class B	0	0	0
(c) Activity Stock	0	0	0
(d) Excess Stock	0	0	0
(e) Aggregate Total (a+b+c+d)	\$ 0	\$ 0	\$ 0
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 0	XXX	XXX

b. Membership Stock (Class A and B) Eligible and Not Eligible for Redemption

Membership Stock	1 Current Period Total (2+3+4+5+6)	2 Not Eligible for Redemption	Eligible for Redemption			
			3 Less than 6 Months	4 6 Months to Less Than 1 Year	5 1 to Less Than 3 Years	6 3 to 5 Years
1. Class A	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
2. Class B	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1 Fair Value	2 Carrying Value	3 Aggregate Total Borrowing
5. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
6. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0
7. Current Period Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0
8. Prior Year-End Total General and Protected Cell Total Collateral Pledged	\$ 0	\$ 0	\$ 0

b. Maximum Amount Pledged During Reporting Period

	1 Fair Value	2 Carrying Value	3 Amount Borrowed at Time of Maximum Collateral
1. Current Period Total General and Protected Cell Total Collateral Pledged (Lines 2+3)	\$ 0	\$ 0	\$ 0
2. Current Period General Account Total Collateral Pledged	\$ 0	\$ 0	\$ 0

NOTES TO FINANCIAL STATEMENTS

3. Current Period Protected Cell	\$	\$	\$
Total Collateral Pledged	0	0	0
4. Prior Year-End Total General and Protected Cell	\$	\$	\$
Total Collateral Pledged	0	0	0

(4) Borrowing from FHLB

a. Amount as of the Reporting Date

1. Current Period

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

2. Prior Year

	1 Total 2 + 3	2 General Account	3 Protected Cell Account	4 Funding Agreements Reserves Established
(a) Debt	\$ 0	\$ 0	\$ 0	XXX
(b) Funding Agreements	0	0	0	\$ 0
(c) Other	0	0	0	XXX
(d) Aggregate Total (a+b+c)	\$ 0	\$ 0	\$ 0	\$ 0

b. Maximum Amount During Reporting Period (Current Period)

	1 Total 2 + 3	2 General Account	3 Protected Cell Accounts
1. Debt	\$ 0	\$ 0	\$ 0
2. Funding Agreements	0	0	0
3. Other	0	0	0
4. Aggregate Total (Lines 1+2+3)	\$ 0	\$ 0	\$ 0

c. FHLB – Prepayment Obligations

		Does the Company have Prepayment Obligations under the Following Arrangements (YES/NO)
1. Debt		
2. Funding Agreements		
3. Other		

NOTE 12 – RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

A. Defined Benefit Plan

(4)	Components of net periodic benefit cost	Pension Benefits		Postretirement Benefits		Special or Contractual Benefits per SSAP No. 11	
		Current Period	Prior Year	Current Period	Prior Year	Current Period	Prior Year
a.	Service cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b.	Interest cost	0	0	0	0	0	0
c.	Expected return on plan assets	0	0	0	0	0	0
d.	Transition asset or obligation	0	0	0	0	0	0
e.	Gains and losses	0	0	0	0	0	0
f.	Prior service cost or credit	0	0	0	0	0	0
g.	Gain or loss recognized due to a settlement curtailment	0	0	0	0	0	0
h.	Total net periodic benefit cost	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

NOTE 13 – CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No significant changes

NOTE 14 – LIABILITIES, CONTINGENCIES AND ASSESSMENTS

No significant changes

NOTE 15 – LEASES

No significant changes

NOTES TO FINANCIAL STATEMENTS**NOTE 16 – INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK**

No significant changes

NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

B. Transfer and Servicing of Financial Assets

(2)

(4)

(a)

(b)

C. Wash Sales

(1)

(2) The details by NAIC designation 3 or below, or unrated of securities sold during the year ended December 31, 2016 and reacquired within 30 days of the sale date are:

Description	NAIC Designation	Number of Transactions	Book Value of Securities Sold	Cost of Securities Repurchased	Gain/(Loss)
		0	\$ 0	\$ 0	\$ 0

NOTE 18 – GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE PORTION OF PARTIALLY INSURED PLANS

Not applicable

NOTE 19 – DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

Not applicable

NOTE 20 – FAIR VALUE MEASUREMENTS

A.

(1) Fair Value Measurements at Reporting Date

Assets at Fair Value		Level 1		Level 2		Level 3		Total	
Asset backed securities		\$ 0		\$ 0		\$ 826,764		\$ 826,764	
Non-affiliated common stocks			259,043			0		0	259,043
Total		\$ 0	259,043	\$ 0		\$ 826,764		\$ 1,085,807	

Liabilities at Fair Value		Level 1		Level 2		Level 3		Total	
		\$ 0		\$ 0		\$ 0		\$ 0	
Total		\$ 0		\$ 0		\$ 0		\$ 0	

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

a. Assets	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
Asset backed securities	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764
Total	\$ 886,974	\$ 0	\$ 0	\$ (1,862)	\$ (32,403)	\$ 0	\$ 0	\$ (25,945)	\$ 0	\$ 826,764

b. Liabilities	Beginning Balance at current period	Transfers Into Level 3	Transfers Out of Level 3	Total Gains and (Losses) Included in Net Income	Total Gains and (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at current period
	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

(3)

(4)

(5)

B.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)

NOTES TO FINANCIAL STATEMENTS

U.S. Government and government agencies	\$ 502,344	\$ 500,506	\$ 502,344	\$ 0	\$ 0	\$ 0
States, municipalities and political subdivisions	31,107,851	30,294,563	0	29,053,031	2,054,820	0
Residential MBS	148,686	137,803	0	148,686	0	0
Asset backed securities	4,822,874	4,812,338	0	2,997,360	1,825,514	0
All other bonds	2,593,891	2,372,474	0	2,420,442	173,449	0
Preferred stocks	508,250	467,500	508,250	0	0	0
Non-affiliated common stocks	259,043	259,043	259,043	0	0	0

D. Not Practicable to Estimate Fair Value

Type of Class or Financial Instrument	Carrying Value	Effective Interest Rate	Maturity Date	Explanation
	\$ 0	0.000%		

NOTE 21 – OTHER ITEMS

No significant changes

NOTE 22 – EVENTS SUBSEQUENT

No significant changes

NOTE 23 – REINSURANCE

No significant changes

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

F. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions

(2) Impact of Risk-Sharing Provisions of the Affordable Care Act on admitted assets, liabilities and revenue for the current period:

a. Permanent ACA Risk Adjustment Program		AMOUNT
Assets		
1.	Premium adjustments receivable due to ACA Risk Adjustment	\$ 0
Liabilities		
2.	Risk adjustment user fees payable for ACA Risk Adjustment	\$ 0
3.	Premium adjustments payable due to ACA Risk Adjustment	\$ 0
Operations (Revenue & Expenses)		
4.	Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$ 0
5.	Reported in expenses as ACA Risk Adjustment user fees (incurred/paid)	\$ 0
b. Transitional ACA Reinsurance Program		
Assets		
1.	Amounts recoverable for claims paid due to ACA Reinsurance	\$ 0
2.	Amounts recoverable for claims unpaid due to ACA Reinsurance (contra liability)	\$ 0
3.	Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ 0
Liabilities		
4.	Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premium	\$ 0
5.	Ceded reinsurance premiums payable due to ACA Reinsurance	\$ 0
6.	Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	\$ 0
Operations (Revenue & Expenses)		
7.	Ceded reinsurance premiums due to ACA Reinsurance	\$ 0
8.	Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ 0
9.	ACA Reinsurance contributions – not reported as ceded premium	\$ 0
c. Temporary ACA Risk Corridors Program		
Assets		
1.	Accrued retrospective premium due to ACA Risk Corridors	\$ 0
Liabilities		
2.	Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ 0
Operations (Revenue & Expenses)		
3.	Effect of ACA Risk Corridors on net premium income (paid/received)	\$ 0
4.	Effect of ACA Risk Corridors on change in reserves for rate credits	\$ 0

(3) Roll forward of prior year ACA Risk-Sharing Provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance:

	Accrued During the Prior Year on Business Written Before December 31 of the Prior Year	Received or Paid as of the Current Period on Business Written Before December 31 of the Prior Year	Differences		Adjustments			Unsettled Balances as of the Reporting Date		
			Prior Year Accrued Less Payments (Col. 1-3)	Prior Year Accrued Less Payments (Col. 2-4)	To Prior Year Balances	To Prior Year Balances		Cumulative Balance from Prior Years (Col. 1-3+7)	Cumulative Balance from Prior Years (Col. 2-4+8)	
	1	2	3	4	5	6	7	8	9	10
a. Permanent ACA Risk Adjustment Program	Premium adjustments	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	A	\$ 0
1.	Premium adjustments	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0

NOTES TO FINANCIAL STATEMENTS

	receivable											
2.	Premium adjustments (payable)	0	0	0	0	0	0	0	0	B	0	0
3.	Subtotal ACA Permanent Risk Adjustment Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0
b. Transitional ACA Reinsurance Program												
1.	Amounts recoverable for claims paid	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	C	\$ 0	\$ 0
2.	Amounts recoverable for claims unpaid (contra liability)	0	0	0	0	0	0	0	0	D	0	0
3.	Amounts receivable relating to uninsured plans	0	0	0	0	0	0	0	0	E	0	0
4.	Liabilities for contributions payable due to ACA Reinsurance – not reported as ceded premiums	0	0	0	0	0	0	0	0	F	0	0
5.	Ceded reinsurance premiums payable	0	0	0	0	0	0	0	0	G	0	0
6.	Liability for amounts held under uninsured plans	0	0	0	0	0	0	0	0	H	0	0
7.	Subtotal ACA Transitional Reinsurance Program	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0
c. Temporary ACA Risk Corridors Program												
1.	Accrued retrospective premium	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	I	\$ 0	\$ 0
2.	Reserve for rate credits or policy experience rating refunds	0	0	0	0	0	0	0	0	J	0	0
3.	Subtotal ACA Risk Corridors Program	0	0	0	0	0	0	0	0		0	0
d.	Total for ACA Risk-Sharing Provisions	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0		\$ 0	\$ 0

Explanations of Adjustments

- A.
- B.
- C.
- D.
- E.
- F.
- G.
- H.
- I.
- J.

NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES**NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS**

No significant changes

NOTE 27 – STRUCTURED SETTLEMENTS

No significant changes

NOTE 28 – HEALTH CARE RECEIVABLES

No significant changes

NOTE 29 – PARTICIPATING POLICIES

No significant changes

NOTE 30 – PREMIUM DEFICIENCY RESERVES

No significant changes

NOTE 31 – HIGH DEDUCTIBLES

No significant changes

NOTE 32 – DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES

No significant changes

NOTE 33 – ASBESTOS/ENVIRONMENTAL RESERVES

No significant changes

NOTES TO FINANCIAL STATEMENTS**NOTE 34 – SUBSCRIBER SAVINGS ACCOUNTS**

No significant changes

NOTE 35 – MULTIPLE PERIL CROP INSURANCE

No significant changes

NOTE 36 – FINANCIAL GUARANTY INSURANCE

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

	Surveillance Categories				Total
	A	B	C	D	
(1) Number of policies	0	0	0	0	0
(2) Remaining weighted average contract period (in years)	0.000	0.000	0.000	0.000	XXX
(3) Insured contractual payments outstanding:					
a. Principal	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Interest	0	0	0	0	0
c. Total	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(4) Gross claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Less					
(5) a. Gross potential recoveries	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
b. Discount, net	0	0	0	0	0
(6) Net claim liability	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(7) Unearned premium revenue	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
(8) Reinsurance recoverables	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

AMERICAN EMPIRE 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.
Not Applicable

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

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

1	2 NAIC Company Code	3 State of Domicile
Name of Entity Not Applicable	0	

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

Not Applicable

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2011

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. 12/31/2011

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). 01/25/2013

6.4 By what department or departments?
Ohio Department of Insurance

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

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

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

7.2 If yes, give full information:
Not Applicable

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

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
Not Applicable

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

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
American Money Management Corporation	Cincinnati, OH	NO	NO	NO	YES
Great American Advisors, Inc	Cincinnati, OH	NO	NO	NO	YES

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

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

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

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

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

(e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:
Not Applicable

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).
Not Applicable

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).
Not Applicable

AMERICAN EMPIRE INSURANCE COMPANY
GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 109,078

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:

Not Applicable

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

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

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

14.2 If yes, please complete the following:

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

1	2
Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
\$ 0	\$ 0
0	0
0	0
0	0
0	0
0	0
\$ 0	\$ 0
\$ 0	\$ 0

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

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

If no, attach a description with this statement.

Not Applicable

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

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

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

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

17. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*?

Yes [X] No []

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

1	2
Name of Custodian(s)	Custodian Address
The Bank of New York Mellon	One Wall Street, New York, NY 10286

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	2	3
Name(s)	Location(s)	Complete Explanation(s)
Not Applicable		

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

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

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason
Not Applicable			

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

1	2	3
Central Registration Depository	Name(s)	Address
161853	American Money Management Corporation	301 East Fourth Street, Cincinnati, OH 45202

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 (continued)**PART 2 – PROPERTY & CASUALTY INTERROGATORIES**

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

If yes, attach an explanation.

Not Applicable

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.

Not Applicable

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:

Not Applicable

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 Disc. Rate	Total Discount				Discount Taken During Period			
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
	0.000	0.000	0	0	0	0	0	0	0	0
Total	XXX	XXX	0	0	0	0	0	0	0	0

5.1 Operating Percentages:

5.1 A&H loss percent 0.000%

5.2 A&H cost containment percent 0.000%

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

6.1 Do you act as a custodian for health savings accounts?

Yes [] No [X]

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

\$ 0

6.3 Do you act as an administrator for health savings accounts?

Yes [] No [X]

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

\$ 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Type of Reinsurer	6 Certified Reinsurer Rating (1 through 6)	7 Effective Date of Certified Reinsurer Rating
All Other Insurers						
00000.....	AA-1126004.....	Lloyd's Syndicate 4444 (Canopus).....	UK.....	Authorized.....	0.....	

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 ..L.	.....0	.....0	.....0	.....0	.....0	.....0
2. Alaska.....	AK ..L.	.....0	.....0	.....0	.....0	.....0	.....0
3. Arizona.....	AZ ..L.	.....0	.....0	.....0	.....0	.....0	.....0
4. Arkansas.....	AR ..L.	.....0	.....0	.....0	.....0	.....0	.....0
5. California.....	CA ..L.	.....0	.....0	.....0	.....0	.....0	.....0
6. Colorado.....	CO ..L.	.....0	.....0	.....0	.....0	.....0	.....0
7. Connecticut.....	CT ..L.	.....0	.....0	.....0	.....0	.....0	.....0
8. Delaware.....	DE ..L.	.....0	.....0	.....0	.....0	.....0	.....0
9. District of Columbia.....	DC ..L.	.....0	.....0	.....0	.....0	.....0	.....0
10. Florida.....	FL ..L.	.....0	.....0	.....0	.....0	.....0	.....0
11. Georgia.....	GA ..L.	.....0	.....0	.....0	.....0	.....0	.....0
12. Hawaii.....	HI ..L.	.....0	.....0	.....0	.....0	.....0	.....0
13. Idaho.....	ID ..L.	.....0	.....0	.....0	.....0	.....0	.....0
14. Illinois.....	IL ..L.	.....0	.....0	.....0	.....0	.....0	.....0
15. Indiana.....	IN ..L.	.....0	.....0	.....0	.....0	.....0	.....0
16. Iowa.....	IA ..L.	.....0	.....0	.....0	.....0	.....0	.....0
17. Kansas.....	KS ..L.	.....0	.....0	.....0	.....0	.....0	.....0
18. Kentucky.....	KY ..L.	.....0	.....0	.....0	.....0	.....0	.....0
19. Louisiana.....	LA ..L.	.....0	.....0	.....0	.....0	.....0	.....0
20. Maine.....	ME ..N..	.....0	.....0	.....0	.....0	.....0	.....0
21. Maryland.....	MD ..L.	.....0	.....0	.....0	.....0	.....0	.....0
22. Massachusetts.....	MA ..N..	.....0	.....0	.....0	.....0	.....0	.....0
23. Michigan.....	MI ..L..	.....0	.....0	.....0	.....0	.....0	.....0
24. Minnesota.....	MN ..L..	.....0	.....0	.....0	.....0	.....0	.....0
25. Mississippi.....	MS ..L..	.....0	.....0	.....0	.....0	.....0	.....0
26. Missouri.....	MO ..L..	.....0	.....0	.....0	.....0	.....0	.....0
27. Montana.....	MT ..L..	.....0	.....0	.....0	.....0	.....0	.....0
28. Nebraska.....	NE ..L..	.....0	.....0	.....0	.....0	.....0	.....0
29. Nevada.....	NV ..L..	.....0	.....0	.....0	.....0	.....0	.....0
30. New Hampshire.....	NH ..N..	.....0	.....0	.....0	.....0	.....0	.....0
31. New Jersey.....	NJ ..L..	.....0	.....0	.....0	.....0	.....0	.....0
32. New Mexico.....	NM ..L..	.....0	.....0	.....0	.....0	.....0	.....0
33. New York.....	NY ..L..	.....0	.....0	.....0	.....0	.....0	250,000
34. North Carolina.....	NC ..L..	.....0	.....0	.....0	.....0	.....0	.....0
35. North Dakota.....	ND ..L..	.....0	.....0	.....0	.....0	.....0	.....0
36. Ohio.....	OH ..L..	.....0	.....0	.....0	.....0	.....0	.....0
37. Oklahoma.....	OK ..L..	.....0	.....0	.....0	.....0	.....0	.....0
38. Oregon.....	OR ..L..	.....0	.....0	.....0	.....0	.....0	.....0
39. Pennsylvania.....	PA ..Q..	.....0	.....0	.....0	.....0	.....0	.....0
40. Rhode Island.....	RI ..L..	.....0	.....0	.....0	.....0	.....0	.....0
41. South Carolina.....	SC ..L..	.....0	.....0	.....0	.....0	.....0	.....0
42. South Dakota.....	SD ..L..	.....0	.....0	.....0	.....0	.....0	.....0
43. Tennessee.....	TN ..L..	.....0	.....0	.....0	.....0	.....0	.....0
44. Texas.....	TX ..L..	.....0	.....0	.....0	.....0	.....0	.....0
45. Utah.....	UT ..L..	.....0	.....0	.....0	.....0	.....0	.....0
46. Vermont.....	VT ..N..	.....0	.....0	.....0	.....0	.....0	.....0
47. Virginia.....	VA ..L..	.....0	.....0	.....0	.....0	.....0	.....0
48. Washington.....	WA ..L..	.....0	.....0	.....0	.....0	.....0	.....0
49. West Virginia.....	WV ..L..	.....0	.....0	.....0	.....0	.....0	.....0
50. Wisconsin.....	WI ..L..	.....0	.....0	.....0	.....0	.....0	.....0
51. Wyoming.....	WY ..L..	.....0	.....0	.....0	.....0	.....0	.....0
52. American Samoa.....	AS ..N..	.....0	.....0	.....0	.....0	.....0	.....0
53. Guam.....	GU ..N..	.....0	.....0	.....0	.....0	.....0	.....0
54. Puerto Rico.....	PR ..N..	.....0	.....0	.....0	.....0	.....0	.....0
55. US Virgin Islands.....	VI ..N..	.....0	.....0	.....0	.....0	.....0	.....0
56. Northern Mariana Islands.....	MP ..N..	.....0	.....0	.....0	.....0	.....0	.....0
57. Canada.....	CAN ..N..	.....0	.....0	.....0	.....0	.....0	.....0
58. Aggregate Other Alien.....	OT ..XXX..	.....0	.....0	.....0	.....0	.....0	.....0
59. Totals.....	(a) ..46..	.....0	.....0	.....0	.....0	.....0	250,000

DETAILS OF WRITE-INS

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

(L) - Licensed or Chartered - Licensed Insurance Carrier or 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.

Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group
Part 1 - Organizational Chart

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.			
American Financial Capital Trust II	OH	31-1544320	
American Financial Capital Trust III	DE	31-6549738	
American Financial Capital Trust IV	DE	16-6543606	
American Financial Enterprises, Inc.	DE	16-6543609	
American Money Management Corporation	CT	31-0996797	
American Real Estate Capital Company, LLC (80%)	OH	31-0828578	
MidMarket Capital Partners, LLC (65%)	OH	27-1577326	
APU Holding Company	DE	27-2829629	
American Premier Underwriters, Inc.	OH	41-2112001	
The Associates of the Jersey Company	PA	23-6000765	
Cal Coal, Inc.	NJ	23-6297584	
Great Southwest Corporation	IL	37-1094159	
The Indianapolis Union Railway Company	DE	95-2802826	
Lehigh Valley Railroad Company	IN	35-6001691	
Pennsylvania Lehigh Oil & Gas Holdings LLC	PA	13-6400464	
Magnolia Alabama Holdings, Inc.	DE	46-1665396	
Magnolia Alabama Holdings LLC	AL	20-1574094	
Michigan Oil & Gas Holdings, LLC	MI	20-1852532	
Ohio Oil & Gas Holdings, LLC	OH	46-1480078	
The Owasco River Railway, Inc.	NY	13-6021353	
PCC Real Estate, Inc.	NY	31-1236926	
PCC Technical Industries, Inc.	DE	76-0080537	
PCC Maryland Realty Corp.	MD	31-1388401	
Penn Central Energy Management Company	DE	06-1209709	
Penn Towers, Inc.	PA	23-1537928	
Pennsylvania Oil & Gas Holdings, LLC	PA	46-3246684	
Pennsylvania-Reading Seashore Lines (66.67%)	NJ	23-6000766	
Pittsburgh and Cross Creek Railroad Company (83%)	PA	23-6207599	
Terminal Realty Penn Co.	DC	23-1707450	
Waynesburg Southern Railroad Company	PA	23-1675796	
GAI Insurance Company, Ltd. *	BMU	98-1073776	
Great American Specialty & Affinity Limited	GBR		
Hangar Acquisition Corp.	OH	31-1446308	
Premier Lease & Loan Services Insurance Agency, Inc.	WA	91-1242743	
Premier Lease & Loan Services of Canada, Inc.	WA	91-1508644	
Risico Management Corporation	DE	31-1262960	
Dixie Terminal Corporation	OH	31-0823725	
GAI Holding Bermuda Ltd.	BMU	98-0606803	
GAI Indemnity, Ltd. #	GBR	98-0556144	
Marketform Group Limited	GBR		
Marketform Holdings Limited	GBR		
Lavenham Underwriting Limited #	GBR	98-0412245	
Marketform Hong Kong Limited	HKG		
Marketform Limited	GBR		
Gabinet Marketform SL	ESP		
Marketform Australia Pty Limited	AUS		
Studio Marketform SRL	ITA		
Marketform Management Services Limited	GBR		
Marketform Managing Agency Limited	GBR		
Sampford Underwriting Limited #	GBR	98-0431601	
Marketform Trust Company Limited	GBR		

* Denotes insurer

@ Company affiliated but not owned

Participant in Lloyd's Syndicate 2468

Subsidiaries 100% owned by respective parent unless otherwise stated

^ Total percentage owned by respective parent and other affiliated companies

Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group
Part 1 - Organizational Chart

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.	OH	31-1544320	
Great American Financial Resources, Inc. ^	DE	06-1356481	
AAG Insurance Agency, Inc.	KY	31-1422717	
Ceres Group, Inc.	DE	34-1017531	
Continental General Corporation	NE	47-0717079	
QQAgency of Texas, Inc.	TX	34-1947042	
Great American Advisors, Inc.	OH	31-1395344	
Great American Life Insurance Company *	OH	13-1935920	63312
Aerielle IP Holdings, LLC ^	OH	45-2969767	
Aerielle, LLC ^	DE	26-4391696	
Annuity Investors Life Insurance Company *	OH	31-1021738	93661
Bay Bridge Marina Hemingway's Restaurant, LLC (85%)	MD	27-4078277	
Bay Bridge Marina Management, LLC (85%)	MD	27-0513333	
Brothers Management, LLC (99%)	FL	20-1246122	
FT Liquidation, LLC	OH	45-3988240	
GA Key Lime, LLC ^	OH	47-5618395	
GALIC - Bay Bridge Marina, LLC	MD	20-4604276	
GALIC - Sorrento, LLC ^	FL	45-5565693	
GALIC Brothers, Inc. (80%)	OH	31-1391777	
GALIC Pointe, LLC ^	FL	45-1144095	
Manhattan National Holding Corporation	OH	26-3260520	
Manhattan National Life Insurance Company *	OH	45-0252531	67083
Skipjack Marina Corp.	MD	52-2179330	
Great American Holding, Inc.	OH	42-1575938	
Agricultural Services, LLC	OH	27-3062314	
American Empire Surplus Lines Insurance Company *	DE	31-0912199	35351
American Empire Insurance Company *	OH	31-0973761	37990
American Empire Underwriters, Inc.	TX	59-1671722	
GAI Australia Pty Ltd	AUS		
Great American International Insurance Limited *	IRL		
Mid-Continent Casualty Company *	OH	73-0556513	23418
Mid-Continent Assurance Company *	OH	73-1406844	15380
Mid-Continent Excess and Surplus Insurance Company *	DE	38-3803661	13794
Mid-Continent Specialty Insurance Services, Inc.	OK	30-0571535	
Oklahoma Surety Company *	OH	73-0773259	23426
Republic Indemnity Company of America *	CA	95-2801326	22179
Republic Indemnity Company of California *	CA	31-1054123	43753
Summit Consulting, LLC	FL	59-1683711	
Heritage Summit Healthcare, LLC	FL	59-3385208	
Summit Holding Southeast, Inc.	FL	59-3409855	
Bridgefield Employers Insurance Company*	FL	59-1835212	10701
Bridgefield Casualty Insurance Company*	FL	59-3269531	10335

* Denotes insurer

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^ Total percentage owned by respective parent and other affiliated companies

Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group
Part 1 - Organizational Chart

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.			
Great American Insurance Company *	OH	31-1544320	
American Signature Underwriters, Inc.	OH	31-0501234	16691
Brothers Property Corporation (80%)	OH	31-1463075	
Brothers Pennsylvanian Corporation	OH	59-2840291	
Brothers Property Management Corporation	PA	25-1754638	
Crescent Centre Apartments ^	OH	59-2840294	
Crop Managers Insurance Agency, Inc.	OH	20-4498054	
Dempsey & Siders Agency, Inc.	KS	31-1277904	
Eden Park Insurance Brokers, Inc.	OH	31-0589001	
El Aguila, Compañía de Seguros, S.A. de C.V. *	CA	31-1341668	
Financiadora de Primas Condor, S.A. de C.V. (99%)	MEX		
Farmers Crop Insurance Alliance, Inc.	KS	39-1404033	
FCIA Management Company, Inc.	NY	13-3628555	
Foreign Credit Insurance Association @	NY		
GAI Mexico Holdings, LLC	DE	81-0814136	
GAI Warranty Company	OH	31-1753938	
GAI Warranty Company of Florida	FL	31-1765544	
GAI Warranty Company of Canada Inc.	CAN		
Global Premier Finance Company	OH	61-1329718	
Great American Agency of Texas, Inc.	TX	74-2693636	
Great American Alliance Insurance Company *	OH	95-1542353	26832
Great American Assurance Company *	OH	15-6020948	26344
Great American Casualty Insurance Company *	OH	61-0983091	39896
Great American Contemporary Insurance Company *	OH	36-4079497	10646
Great American E & S Insurance Company *	DE	31-0954439	37532
Great American Fidelity Insurance Company *	DE	31-1036473	41858
Great American Insurance Agency, Inc.	OH	31-1652643	
Great American Insurance Company of New York *	NY	31-5539046	22136
Great American Lloyd's Insurance Company * @	TX	13-5539046	
Great American Lloyd's, Inc.	TX	31-0974853	38024
Great American Management Services, Inc.	OH	31-1073664	
Great American Protection Insurance Company *	OH	31-1288778	38580
Great American Re Inc.	DE	31-0918893	
Great American Security Insurance Company *	OH	31-1209419	31135
Great American Spirit Insurance Company *	OH	31-1237970	33723
Insurance (GB) Limited *	GBR		
Key Largo Group, Inc.	FL	59-1263251	
National Interstate Corporation (51%)	OH	34-1607394	
American Highways Insurance Agency, Inc.	OH	34-1899058	
Explorer RV Insurance Agency, Inc.	OH	31-1548235	
Hudson Indemnity, Ltd.	CYM	98-0191335	
Hudson Management Group, Ltd.	VIR	66-0660039	
National Interstate Insurance Agency, Inc.	OH	34-1607396	
Commercial For Hire Transportation Purchasing Group @	SC		
National Interstate Insurance Company *	OH	34-1607395	32620
National Interstate Insurance Company of Hawaii, Inc. *	OH	99-0345306	11051
TransProtection Service Company	MO	43-1254631	
Triumphe Casualty Company *	OH	95-3623282	41106
Vanliner Insurance Company *	MO	86-0114294	21172
Safety Claims & Litigation Services, LLC	MT	31-1293064	
Safety, Claims and Litigation Services, LLC	OH	20-5546054	
PLLS Canada Insurance Brokers Inc. (49%)	CAN	46-4570914	
Professional Risk Brokers, Inc.	IL	871850814	
One East Fourth, Inc.	OH	31-0686194	
Pioneer Carpet Mills, Inc.	OH	31-0883227	
TEJ Holdings, Inc.	OH	31-1119320	
Three East Fourth, Inc.	OH	31-0728327	

* Denotes insurer

@ Company affiliated but not owned

Participant in Lloyd's Syndicate 2468

Subsidiaries 100% owned by respective parent unless otherwise stated

^ Total percentage owned by respective parent and other affiliated companies

SCHEDULE Y**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
Members														
0.....	0.....	0.....	31-1544320..	0.....	0000944707	NYSE.....	American Financial Group, Inc.....	OH.....	UIP.....		Ownership.....	0.000		0.....
0.....	0.....	0.....	31-6549738..	0.....	0.....		American Financial Capital Trust II.....	DE.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	16-6543606..	0.....	0.....		American Financial Capital Trust III.....	DE.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	16-6543609..	0.....	0.....		American Financial Capital Trust IV.....	DE.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	31-0996797..	0.....	0.....		American Financial Enterprises, Inc.....	CT.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	31-0828578..	0.....	0.....		American Money Management Corporation.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	27-1577326..	0.....	0.....		American Real Estate Capital Company, LLC.....	OH.....	NIA.....	American Money Management Corporation.....	Ownership.....	80.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	27-2829629..	0.....	0.....		MidMarket Capital Partners, LLC.....	DE.....	NIA.....	American Money Management Corporation.....	Ownership.....	65.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	41-2112001..	0.....	0.....		APU Holding Company.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-6000765..	0.....	0.....		American Premier Underwriters, Inc.....	PA.....	NIA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-6297584..	0.....	0.....		The Associates of the Jersey Company.....	NJ.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	37-1094159..	0.....	0.....		Cal Coal, Inc.....	IL.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	95-2802826..	0.....	0.....		Great Southwest Corporation.....	DE.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	35-6001691..	0.....	0.....		The Indianapolis Union Railway Company.....	IN.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	13-6400464..	0.....	0.....		Lehigh Valley Railroad Company.....	PA.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	46-1665396..	0.....	0.....		Pennsylvania Lehigh Oil & Gas Holdings LLC.....	PA.....	NIA.....	Lehigh Valley Railroad Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	20-1548213..	0.....	0.....		Magnolia Alabama Holdings, Inc.....	DE.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	20-1574094..	0.....	0.....		Magnolia Alabama Holdings LLC.....	AL.....	NIA.....	Magnolia Alabama Holdings, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	46-1852532..	0.....	0.....		Michigan Oil & Gas Holdings, LLC.....	MI.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	46-1480078..	0.....	0.....		Ohio Oil & Gas Holdings, LLC.....	OH.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	13-6021353..	0.....	0.....		The Owasco River Railway, Inc.....	NY.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	31-1236926..	0.....	0.....		PCC Real Estate, Inc.....	NY.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	76-0080537..	0.....	0.....		PCC Technical Industries, Inc.....	DE.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	31-1388401..	0.....	0.....		PCC Maryland Realty Corp.....	MD.....	NIA.....	PCC Technical Industries, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	06-1209709..	0.....	0.....		Penn Central Energy Management Company.....	DE.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-1537928..	0.....	0.....		Penn Towers, Inc.....	PA.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	46-3246684..	0.....	0.....		Pennsylvania Oil & Gas Holdings, LLC.....	PA.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-6000766..	0.....	0.....		Pennsylvania-Reading Seashore Lines.....	NJ.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	66.670	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-6207599..	0.....	0.....		Pittsburgh and Cross Creek Railroad Company.....	PA.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	83.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-1707450..	0.....	0.....		Terminal Realty Penn Co.....	DC.....	NIA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	23-1675796..	0.....	0.....		Waynesburg Southern Railroad Company.....	PA.....	IA.....	American Premier Underwriters, Inc.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	98-1073776..	0.....	0.....		GAI Insurance Company, Ltd.....	BMU.....	NIA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	31-1446308..	0.....	0.....		Great American Specialty & Affinity Limited.....	GBR.....	NIA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	91-1242743..	0.....	0.....		Hangar Acquisition Corp.....	OH.....	NIA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....	91-1508644..	0.....	0.....		Premier Lease & Loan Services Insurance Agency, Inc.	WA.....	NIA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....
0.....	0.....	0.....					Premier Lease & Loan Services of Canada, Inc.	WA.....	IA.....	APU Holding Company.....	Ownership.....	100.000	American Financial Group, Inc..	0.....

SCHEDULE Y**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....	31-1262960..	0.....	0.....		Risico Management Corporation.....	DE.....	NIA.....	APU Holding Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-0823725..	0.....	0.....		Dixie Terminal Corporation.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	98-0606803..	0.....	0.....		GAI Holding Bermuda Ltd.....	BMU.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	98-0556144..	0.....	0.....		GAI Indemnity, Ltd.....	GBR.....	IA.....	GAI Holding Bermuda Ltd.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Group Limited.....	GBR.....	NIA.....	GAI Holding Bermuda Ltd.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Holdings Limited.....	GBR.....	NIA.....	Marketform Group Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	98-0412245..	0.....	0.....		Lavenham Underwriting Limited.....	GBR.....	IA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Hong Kong Limited.....	HKG.....	NIA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Limited.....	GBR.....	NIA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Gabinete Marketform SL.....	ESP.....	NIA.....	Marketform Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Australia Pty Limited.....	AUS.....	NIA.....	Marketform Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Studio Marketform SRL.....	ITA.....	NIA.....	Marketform Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Management Services Limited.....	GBR.....	NIA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Managing Agency Limited.....	GBR.....	NIA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	98-0431601..	0.....	0.....		Sampford Underwriting Limited.....	GBR.....	IA.....	Marketform Holdings Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....		Marketform Trust Company Limited.....	GBR.....	NIA.....	Marketform Group Limited.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	06-1356481..	0.....	0.....		Great American Financial Resources, Inc.....	DE.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	1.....
0.....		0.....	31-1422717..	0.....	0.....		AAG Insurance Agency, Inc.....	KY.....	NIA.....	Great American Financial Resources, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	34-1017531..	0.....	0.....		Ceres Group, Inc.....	DE.....	NIA.....	Great American Financial Resources, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	47-0717079..	0.....	0.....		Continental General Corporation.....	NE.....	NIA.....	Ceres Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	34-1947042..	0.....	0.....		QQAgency of Texas, Inc.....	TX.....	NIA.....	Ceres Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1395344..	0.....	0.....		Great American Advisors, Inc.....	OH.....	NIA.....	Great American Financial Resources, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	63312..	13-1935920..	0.....	0.....		Great American Life Insurance Company.....	OH.....	IA.....	Great American Financial Resources, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	45-2969767..	0.....	0.....		Aerielle IP Holdings, LLC.....	OH.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...62.500	American Financial Group, Inc...	2.....
0.....		0.....	26-4391696..	0.....	0.....		Aerielle, LLC.....	DE.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...62.500	American Financial Group, Inc...	2.....
0084.....	American Financial Group, Inc.....	93661..	31-1021738..	0.....	0.....		Annuity Investors Life Insurance Company.....	OH.....	IA.....	Great American Life Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	27-4078277..	0.....	0.....		Bay Bridge Marina Hemingway's Restaurant, LLC.....	MD.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...85.000	American Financial Group, Inc...	0.....
0.....		0.....	27-0513333..	0.....	0.....		Bay Bridge Marina Management, LLC.....	MD.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...85.000	American Financial Group, Inc...	0.....
0.....		0.....	20-1246122..	0.....	0.....		Brothers Management, LLC.....	FL.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...99.000	American Financial Group, Inc...	0.....
0.....		0.....	45-3988240..	0.....	0.....		FT Liquidation, LLC.....	OH.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	47-5618395..	0.....	0.....		GA Key Lime, LLC.....	OH.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...50.000	American Financial Group, Inc...	2.....
0.....		0.....	20-4604276..	0.....	0.....		GALIC - Bay Bridge Marina, LLC.....	MD.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	45-5565693..	0.....	0.....		GALIC-Sorrento, LLC.....	FL.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...65.000	American Financial Group, Inc...	2.....
0.....		0.....	31-1391777..	0.....	0.....		GALIC Brothers, Inc.....	OH.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...80.000	American Financial Group, Inc...	0.....
0.....		0.....	45-1144095..	0.....	0.....		GALIC Pointe, LLC.....	FL.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...65.000	American Financial Group, Inc...	2.....
0.....		0.....	26-3260520..	0.....	0.....		Manhattan National Holding Corporation.....	OH.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....

Q12.1

SCHEDULE Y**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0084.....	American Financial Group, Inc.....	67083...	45-0252531..	0.....	0.....		Manhattan National Life Insurance Company.....	OH.....	IA.....	Manhattan National Holding Corporation.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	52-2179330..	0.....	0.....		Skipjack Marina Corp.....	MD.....	NIA.....	Great American Life Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	42-1575938..	0.....	0.....		Great American Holding, Inc.....	OH.....	UIP.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	27-3062314..	0.....	0.....		Agricultural Services, LLC.....	OH.....	NIA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	35351...	31-0912199..	0.....	0.....		American Empire Surplus Lines Insurance Company..	DE.....	UDP.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	37990...	31-0973761..	0.....	0.....		American Empire Insurance Company.....	OH.....		American Empire Surplus Lines Insurance Company.	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-1671722..	0.....	0.....		American Empire Underwriters, Inc.....	TX.....	NIA.....	American Empire Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	AA-1784136..	0.....	0.....		GAI Australia Pty Ltd.....	AUS.....	NIA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....					Great American International Insurance Limited.....	IRL.....	IA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	23418...	73-0556513..	0.....	0.....		Mid-Continent Casualty Company.....	OH.....	IA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	15380...	73-1406844..	0.....	0.....		Mid-Continent Assurance Company.....	OH.....	IA.....	Mid-Continent Casualty Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	13794...	38-3803661..	0.....	0.....		Mid-Continent Excess and Surplus Insurance Company	DE.....	IA.....	Mid-Continent Casualty Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	30-0571535..	0.....	0.....		Mid-Continent Specialty Insurance Services, Inc.....	OK.....	NIA.....	Mid-Continent Casualty Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	23426...	73-0773259..	0.....	0.....		Oklahoma Surety Company.....	OH.....	IA.....	Mid-Continent Casualty Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	22179...	95-2801326..	0.....	0.....		Republic Indemnity Company of America.....	CA.....	IA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	43753...	31-1054123..	0.....	0.....		Republic Indemnity Company of California.....	CA.....	IA.....	Republic Indemnity Company of America.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-1683711..	0.....	0.....		Summit Consulting, LLC.....	FL.....	NIA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-3385208..	0.....	0.....		Heritage Summit Healthcare, LLC.....	FL.....	NIA.....	Summit Consulting, LLC.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-3409855..	0.....	0.....		Summit Holding Southeast, Inc.....	FL.....	NIA.....	Great American Holding, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	10701...	59-1835212..	0.....	0.....		Bridgefield Employers Insurance Company.....	FL.....	IA.....	Summit Holding Southeast, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	10335...	59-3269531..	0.....	0.....		Bridgefield Casualty Insurance Company.....	FL.....	IA.....	Bridgefield Employers Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084.....	American Financial Group, Inc.....	16691...	31-0501234..	0.....	0.....		Great American Insurance Company.....	OH.....	IA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	45-2969767..	0.....	0.....		Aeriele IP Holdings, LLC.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	...37.500	American Financial Group, Inc...	2.....
0.....		0.....	26-4391696..	0.....	0.....		Aeriele, LLC.....	DE.....	NIA.....	Great American Insurance Company.....	Ownership.....	...37.500	American Financial Group, Inc...	2.....
0.....		0.....	31-1463075..	0.....	0.....		American Signature Underwriters, Inc.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-2840291..	0.....	0.....		Brothers Property Corporation.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	...80.000	American Financial Group, Inc...	0.....
0.....		0.....	25-1754638..	0.....	0.....		Brothers Pennsylvanian Corporation.....	PA.....	NIA.....	Brothers Property Corporation.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-2840294..	0.....	0.....		Brothers Property Management Corporation.....	OH.....	NIA.....	Brothers Property Corporation.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	20-4498054..	0.....	0.....		Crescent Centre Apartments.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	1.....
0.....		0.....	31-1277904..	0.....	0.....		Crop Managers Insurance Agency, Inc.....	KS.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-0589001..	0.....	0.....		Dempsey & Siders Agency, Inc.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1341668..	0.....	0.....		Eden Park Insurance Brokers, Inc.....	CA.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....					El Aguila, Compañía de Seguros, S.A. de C.V.....	MEX.....	IA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....					Financiadora de Primas Condor, S.A. de C.V.....	MEX.....	NIA.....	El Aguila, Compañía de Seguros, S.A. de C.V.....	Ownership.....	...99.000	American Financial Group, Inc...	0.....
0.....		0.....	39-1404033..	0.....	0.....		Farmers Crop Insurance Alliance, Inc.....	KS.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....		0.....	13-3628555..	0.....	0.....		FCIA Management Company, Inc.....	NY.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....

Q12.2

SCHEDULE Y**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0.....		0.....	0.....	0.....	0.....	Foreign Credit Insurance Association.....	NY.....	OTH.....	Great American Insurance Company.....	Management.....	.....0.000	American Financial Group, Inc...	3.....
0.....		0.....	47-5618395..	0.....	0.....	GA Key Lime, LLC.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....50.000	American Financial Group, Inc...	2.....
0.....		0.....	81-0814136..	0.....	0.....	GAI Mexico Holdings, LLC.....	DE.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1753938..	0.....	0.....	GAI Warranty Company.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1765544..	0.....	0.....	GAI Warranty Company of Florida.....	FL.....	NIA.....	GAI Warranty Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	0.....	0.....	0.....	GAI Warranty Company of Canada Inc.....	CAN.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	45-5565693..	0.....	0.....	GALIC-Sorrento, LLC.....	FL.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....35.000	American Financial Group, Inc...	2.....
0.....		0.....	45-1144095..	0.....	0.....	GALIC Pointe, LLC.....	FL.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....35.000	American Financial Group, Inc...	2.....
0.....		0.....	61-1329718..	0.....	0.....	Global Premier Finance Company.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	74-2693636..	0.....	0.....	Great American Agency of Texas, Inc.....	TX.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	26832..	95-1542353..	0.....	0.....	Great American Alliance Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	26344..	15-6020948..	0.....	0.....	Great American Assurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	39896..	61-0983091..	0.....	0.....	Great American Casualty Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	10646..	36-4079497..	0.....	0.....	Great American Contemporary Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	37532..	31-0954439..	0.....	0.....	Great American E & S Insurance Company.....	DE.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	41858..	31-1036473..	0.....	0.....	Great American Fidelity Insurance Company.....	DE.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1652643..	0.....	0.....	Great American Insurance Agency, Inc.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	22136..	13-5539046..	0.....	0.....	Great American Insurance Company of New York.....	NY.....		Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	38024..	31-0974853..	0.....	0.....	Great American Lloyd's Insurance Company.....	TX.....	IA.....	Great American Insurance Company.....	Other.....	.....0.000	American Financial Group, Inc...	4.....
0.....		0.....	31-1073664..	0.....	0.....	Great American Lloyd's, Inc.....	TX.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-0856644..	0.....	0.....	Great American Management Services, Inc.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	38580..	31-1288778..	0.....	0.....	Great American Protection Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-0918893..	0.....	0.....	Great American Re Inc.....	DE.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	31135..	31-1209419..	0.....	0.....	Great American Security Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	33723..	31-1237970..	0.....	0.....	Great American Spirit Insurance Company.....	OH.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	AA-1120817..	0.....	0.....	Insurance (GB) Limited.....	GBR.....	IA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	59-1263251..	0.....	0.....	Key Largo Group, Inc.....	FL.....	NIA.....	Great American Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	34-1607394..	0.....	0001301106	NASDAQ	National Interstate Corporation.....	OH.....	NIA.....	Great American Insurance Company.....	Ownership.....51.000	American Financial Group, Inc...	0.....
0.....		0.....	34-1899058..	0.....	0.....	American Highways Insurance Agency, Inc.....	OH.....	NIA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	31-1548235..	0.....	0.....	Explorer RV Insurance Agency, Inc.....	OH.....	NIA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	98-0191335..	0.....	0.....	Hudson Indemnity, Ltd.....	CYM.....	IA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	66-0660039..	0.....	0.....	Hudson Management Group, Ltd.....	VIR.....	NIA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	34-1607396..	0.....	0.....	National Interstate Insurance Agency, Inc.....	OH.....	NIA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0.....		0.....	36-4670968..	0.....	0.....	Commercial For Hire Transportation Purchasing Group	SC.....	NIA.....	National Interstate Insurance Agency, Inc.....	Management.....	.....0.000	American Financial Group, Inc...	5.....
0084....	American Financial Group, Inc.....	32620..	34-1607395..	0.....	0.....	National Interstate Insurance Company.....	OH.....	IA.....	National Interstate Corporation.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	11051..	99-0345306..	0.....	0.....	National Interstate Insurance Company of Hawaii, Inc..	OH.....	IA.....	National Interstate Insurance Company.....	Ownership.....	.....100.000	American Financial Group, Inc...	0.....

Q12.3

SCHEDULE Y**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
0.....	0.....	43-1254631..	0.....	0.....	.....	TransProtection Service Company.....	MO.....	NIA.....	National Interstate Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	41106...	95-3623282..	0.....	0.....	.....	Triumphre Casualty Company.....	OH.....	IA.....	National Interstate Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0084....	American Financial Group, Inc.....	21172...	86-0114294..	0.....	0.....	.....	Vanliner Insurance Company.....	MO.....	IA.....	National Interstate Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	20-5546054..	0.....	0.....	.....	Safety Claims & Litigation Services, LLC.....	MT.....	NIA.....	National Interstate Corporation.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	46-4570914..	0.....	0.....	.....	Safety, Claims and Litigation Services, LLC.....	OH.....	NIA.....	National Interstate Corporation.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	871850814...	0.....	0.....	.....	PLLS Canada Insurance Brokers Inc.....	CAN.....	NIA.....	Great American Insurance Company.....	Ownership.....	...49.000	American Financial Group, Inc...	0.....
0.....	0.....	31-1293064..	0.....	0.....	.....	Professional Risk Brokers, Inc.....	IL.....	NIA.....	Great American Insurance Company.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	31-0686194..	0.....	0.....	.....	One East Fourth, Inc.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	31-0883227..	0.....	0.....	.....	Pioneer Carpet Mills, Inc.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	31-1119320..	0.....	0.....	.....	TEJ Holdings, Inc.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....
0.....	0.....	31-0728327..	0.....	0.....	.....	Three East Fourth, Inc.....	OH.....	NIA.....	American Financial Group, Inc.....	Ownership.....	...100.000	American Financial Group, Inc...	0.....

Statement for March 31, 2016 of the **AMERICAN EMPIRE INSURANCE COMPANY**
PART 1 - LOSS EXPERIENCE

Lines 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.....	.0	.0	.00	.00
2. Allied lines.....	.0	.0	.00	.00
3. Farmowners multiple peril.....	.0	.0	.00	.00
4. Homeowners multiple peril.....	.0	.0	.00	.00
5. Commercial multiple peril.....	.0	.0	.00	.00
6. Mortgage guaranty.....	.0	.0	.00	.00
8. Ocean marine.....	.0	.0	.00	.00
9. Inland marine.....	.0	.0	.00	.00
10. Financial guaranty.....	.0	.0	.00	.00
11.1 Medical professional liability - occurrence.....	.0	.0	.00	.00
11.2 Medical professional liability - claims-made.....	.0	.0	.00	.00
12. Earthquake.....	.0	.0	.00	.00
13. Group accident and health.....	.0	.0	.00	.00
14. Credit accident and health.....	.0	.0	.00	.00
15. Other accident and health.....	.0	.0	.00	.00
16. Workers' compensation.....	.0	.0	.00	.00
17.1 Other liability-occurrence.....	.0	.0	.00	.00
17.2 Other liability-claims made.....	.0	.0	.00	.00
17.3 Excess workers' compensation.....	.0	.0	.00	.00
18.1 Products liability-occurrence.....	.0	.0	.00	.00
18.2 Products liability-claims made.....	.0	.0	.00	.00
19.1, 19.2 Private passenger auto liability.....	.0	.0	.00	.00
19.3, 19.4 Commercial auto liability.....	.0	.0	.00	.00
21. Auto physical damage.....	.0	.0	.00	.00
22. Aircraft (all perils).....	.0	.0	.00	.00
23. Fidelity.....	.0	.0	.00	.00
24. Surety.....	.0	.0	.00	.00
26. Burglary and theft.....	.0	.0	.00	.00
27. Boiler and machinery.....	.0	.0	.00	.00
28. Credit.....	.0	.0	.00	.00
29. International.....	.0	.0	.00	.00
30. Warranty.....	.0	.0	.00	.00
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	.0	.0	.00	.00
35. Totals.....	.0	.0	.00	.00

DETAILS OF WRITE-INS

3401. ....	.0	.0	.00	.00
3402. ....	.0	.0	.00	.00
3403. ....	.0	.0	.00	.00
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	.0	.0	.00	XXX.....
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	.0	.0	.00	.00

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date	
1. Fire.....	.0	.0	.0	0
2. Allied lines.....	.0	.0	.0	0
3. Farmowners multiple peril.....	.0	.0	.0	0
4. Homeowners multiple peril.....	.0	.0	.0	0
5. Commercial multiple peril.....	.0	.0	.0	0
6. Mortgage guaranty.....	.0	.0	.0	0
8. Ocean marine.....	.0	.0	.0	0
9. Inland marine.....	.0	.0	.0	0
10. Financial guaranty.....	.0	.0	.0	0
11.1 Medical professional liability - occurrence.....	.0	.0	.0	0
11.2 Medical professional liability - claims made.....	.0	.0	.0	0
12. Earthquake.....	.0	.0	.0	0
13. Group accident and health.....	.0	.0	.0	0
14. Credit accident and health.....	.0	.0	.0	0
15. Other accident and health.....	.0	.0	.0	0
16. Workers' compensation.....	.0	.0	.0	0
17.1 Other liability-occurrence.....	.0	.0	.0	0
17.2 Other liability-claims made.....	.0	.0	.0	0
17.3 Excess workers' compensation.....	.0	.0	.0	0
18.1 Products liability-occurrence.....	.0	.0	.0	0
18.2 Products liability-claims made.....	.0	.0	.0	0
19.1, 19.2 Private passenger auto liability.....	.0	.0	.0	0
19.3, 19.4 Commercial auto liability.....	.0	.0	.0	0
21. Auto physical damage.....	.0	.0	.0	0
22. Aircraft (all perils).....	.0	.0	.0	0
23. Fidelity.....	.0	.0	.0	0
24. Surety.....	.0	.0	.0	0
26. Burglary and theft.....	.0	.0	.0	0
27. Boiler and machinery.....	.0	.0	.0	0
28. Credit.....	.0	.0	.0	0
29. International.....	.0	.0	.0	0
30. Warranty.....	.0	.0	.0	0
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	.0	.0	.0	0
35. Totals.....	.0	.0	.0	0

DETAILS OF WRITE-INS

3401. ....	.0	.0	.0	0
3402. ....	.0	.0	.0	0
3403. ....	.0	.0	.0	0
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	.0	.0	.0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	.0	.0	.0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

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

Explanation:

1. The data for this supplement is not required to be filed.
2. The data for this supplement is not required to be filed.
3. The data for this supplement is not required to be filed.
- 4.

Bar Code:

NONE

Statement for March 31, 2016 of the **AMERICAN EMPIRE INSURANCE COMPANY**
SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

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.....	34,712,828	23,550,143
2. Cost of bonds and stocks acquired.....	4,601,204	17,506,658
3. Accrual of discount.....	18	27,822
4. Unrealized valuation increase (decrease).....	(95,822)	(22,688)
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration for bonds and stocks disposed of.....	314,497	6,155,389
7. Deduct amortization of premium.....	59,504	193,718
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other-than-temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8-9).....	38,844,227	34,712,828
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	38,844,227	34,712,828

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).....	36,564,944	7,308,337	1,962,552	(60,615)	41,850,114			36,564,944
2. NAIC 2 (a).....	2,202,357	0	0	2,991	2,205,348			2,202,357
3. NAIC 3 (a).....	0	0	0	0	0			0
4. NAIC 4 (a).....	886,974	0	25,945	(34,264)	826,765			886,974
5. NAIC 5 (a).....	0	0	0	0	0			0
6. NAIC 6 (a).....	0	0	0	0	0			0
7. Total Bonds.....	39,654,275	7,308,337	1,988,497	(91,888)	44,882,227	0	0	39,654,275
PREFERRED STOCK								
8. NAIC 1.....	0	0	0	0	0			0
9. NAIC 2.....	0	0	0	0	0			0
10. NAIC 3.....	467,500	0	0	0	467,500			467,500
11. NAIC 4.....	0	0	0	0	0			0
12. NAIC 5.....	0	0	0	0	0			0
13. NAIC 6.....	0	0	0	0	0			0
14. Total Preferred Stock.....	467,500	0	0	0	467,500	0	0	467,500
15. Total Bonds and Preferred Stock.....	40,121,775	7,308,337	1,988,497	(91,888)	45,349,727	0	0	40,121,775

(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 \$....6,764,543; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

Statement for March 31, 2016 of the **AMERICAN EMPIRE 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.....	6,764,543	XXX.....	6,764,543	1,368	.0

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.....	5,731,410	11,957,270
2. Cost of short-term investments acquired.....	2,707,133	11,799,020
3. Accrual of discount.....	0	.0
4. Unrealized valuation increase (decrease).....	0	.0
5. Total gain (loss) on disposals.....	0	.0
6. Deduct consideration received on disposals.....	1,674,000	18,024,880
7. Deduct amortization of premium.....	0	.0
8. Total foreign exchange change in book/adjusted carrying value.....	0	.0
9. Deduct current year's other-than-temporary impairment recognized.....	0	.0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	6,764,543	5,731,410
11. Deduct total nonadmitted amounts.....	0	.0
12. Statement value at end of current period (Line 10 minus Line 11).....	6,764,543	5,731,410

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).....	0
2. Cost paid/(consideration received) on additions.....	0
3. Unrealized valuation increase/(decrease).....	0
4. Total gain (loss) on termination recognized.....	0
5. Considerations received/(paid) on terminations.....	0
6. Amortization.....	0
7. Adjustment to the book/adjusted carrying value of hedge item.....	0
8. Total foreign exchange change in book/adjusted carrying value.....	0
9. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 + 7 + 8).....	0
10. Deduct nonadmitted assets.....	0
11. Statement value at end of current period (Line 9 minus Line 10).....	0

NONE**SCHEDULE DB - PART B - VERIFICATION**

Futures Contracts

1. Book/adjusted carrying value, December 31, prior year (Line 6, prior year).....	0
2. Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change column).....	0
3.1 Add:	
Change in variation margin on open contracts - Highly Effective Hedges:	
3.11 Section 1, Column 15, current year to date minus.....	0
3.12 Section 1, Column 15, prior year.....	0
Change in variation margin on open contracts - All Other:	
3.13 Section 1, Column 18, current year to date minus.....	0
3.14 Section 1, Column 18, prior year.....	0
3.2 Add:	
Change in adjustment to basis of hedged item:	
3.21 Section 1, Column 17, current year to date minus.....	0
3.22 Section 1, Column 17, prior year.....	0
Change in amount recognized:	
3.23 Section 1, Column 19, current year to date minus.....	0
3.24 Section 1, Column 19, prior year.....	0
3.3 Subtotal (Line 3.1 minus Line 3.2).....	0
4.1 Cumulative variation margin on terminated contracts during the year.....	0
4.2 Less:	
4.21 Amount used to adjust basis of hedged item.....	0
4.22 Amount recognized.....	0
4.3 Subtotal (Line 4.1 minus Line 4.2).....	0
5. Dispositions gains (losses) on contracts terminated in prior year:	
5.1 Total gain (loss) recognized for terminations in prior year.....	0
5.2 Total gain (loss) adjusted into the hedged item(s) for the terminations in prior year.....	0
6. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3.3 - 4.3 - 5.1 - 5.2).....	0
7. Deduct nonadmitted assets.....	0
8. Statement value at end of current period (Line 6 minus Line 7).....	0

SCHEDULE DB - PART C - SECTION 1

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

Replication (Synthetic Asset) Transactions								Components of the Replication (Synthetic Asset) Transactions								
1 Number	2 Description	3 NAIC Designation or Other Description	4 Notional Amount	5 Book/Adjusted Carrying Value	6 Fair Value	7 Effective Date	8 Maturity Date	Derivative Instrument(s) Open			11 Fair Value	12 CUSIP	13 Description	Cash Instrument(s) Held		
								9 Description	10 Book/Adjusted Carrying Value	14 NAIC Desig. or Other Description				15 Book/Adjusted Carrying Value	16 Fair Value	

NONE

SCHEDULE DB - PART C - SECTION 2

Reconciliation (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.....	0	0	0	0	0	0	0	0	0	0
2. Add: Opened or acquired transactions.....	0	0	0	0	0	0	0	0	0	0
3. Add: Increases in replication (synthetic asset) transactions statement value.....	XXX	0	XXX	0	XXX	0	XXX	0	XXX	0
4. Less: Closed or disposed of transactions.....	0	0	0	0	0	0	0	0	0	0
5. Less: Positions disposed of for failing effectiveness criteria.....	0	0	0	0	0	0	0	0	0	0
6. Less: Decreases in replication (synthetic asset) transactions statement value.....	XXX	0	XXX	0	XXX	0	XXX	0	XXX	0
7. Ending Inventory.....	0	0	0	0	0	0	0	0	0	0

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.....	0
2. Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	0
3. Total (Line 1 plus Line 2).....	0
4. Part D, Section 1, Column 5.....	0
5. Part D, Section 1, Column 6.....	0
6. Total (Line 3 minus Line 4 minus Line 5).....	0

Fair Value Check**NONE**

7. Part A, Section 1, Column 16.....	0
8. Part B, Section 1, Column 13.....	0
9. Total (Line 7 plus Line 8).....	0
10. Part D, Section 1, Column 8.....	0
11. Part D, Section 1, Column 9.....	0
12. Total (Line 9 minus Line 10 minus Line 11).....	0

Potential Exposure Check

13. Part A, Section 1, Column 21.....	0
14. Part B, Section 1, Column 20.....	0
15. Part D, Section 1, Column 11.....	0
16. Total (Line 13 plus Line 14 minus Line 15).....	0

AMERICAN EMPIRE INSURANCE COMPANY
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.....	.0	.0
2. Cost of cash equivalents acquired.....	.0	.0
3. Accrual of discount.....	.0	.0
4. Unrealized valuation increase (decrease).....	.0	.0
5. Total gain (loss) on disposals.....	.0	.0
6. Deduct consideration received on disposals.....	.0	.0
7. Deduct amortization of premium.....	.0	.0
8. Total foreign exchange change in book/ adjusted carrying value.....	.0	.0
9. Deduct current year's other-than-temporary impairment recognized.....	.0	.0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	.0	.0
11. Deduct total nonadmitted amounts.....	.0	.0
12. Statement value at end of current period (Line 10 minus Line 11).....	.0	.0

NONE

SCHEDULE A - PART 2

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

1 Description of Property	Location		4	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	4 Date Acquired					

NONE**QE01****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	Change in Book/Adjusted Carrying Value Less Encumbrances					14 Total Foreign Exchange Change in B./A.C.V. (11 - 9 - 10)	15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Amounts Received During Year	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Encumbrances	20 Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs, and Expenses Incurred
	2 City	3 State						9 Current Year's Other-Than-Temporary Impairment Recognized	10 Current Year's Change in Encumbrances	11 Total Change in B./A.C.V. (11 - 9 - 10)	12 Current Year's Depreciation	13 Total Foreign Exchange Change in B./A.C.V. (11 - 9 - 10)								

NONE

SCHEDULE B - PART 2

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

1 Loan Number	Location		4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Actual Cost at Time of Acquisition	8 Additional Investment Made After Acquisition	9 Value of Land and Buildings
	2 City	3 State						

NONE

QE02

SCHEDULE B - PART 3

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

1 Loan Number	Location			4 Loan Type	5 Date Acquired	6 Disposal Date	7 Book Value/Recorded Investment Excluding Accrued Interest Prior Year	Change in Book Value/Recorded Investment					14 Book Value / Recorded Investment Excluding Accrued Interest on Disposal	15 Consideration	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal
	2 City	3 State	8 Unrealized Valuation Increase (Decrease)	9 Current Year's (Amortization) / Accretion	10 Current Year's Other-Than-Temporary Impairment Recognized	11 Capitalized Deferred Interest and Other	12 Total Change in Book Value (8 + 9 - 10 + 11)	13 Total Foreign Exchange Change in Book Value									

NONE

SCHEDULE BA - PART 2

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made after Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									

NONE

QE03

SCHEDULE BA - PART 3

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Changes in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization) / Accretion	11 Current Year's Other-Than-Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B/A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B/A.C.V.						

NONE

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 Designation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment									
60416Q GH 1	MN HSG FIN AGY B 2.70 04/01/2046.....		03/11/2016....	RBC CAPITAL MARKETS.....		500,000	500,000	0	1FE.....
647200 4R 2	NEW MEXICO ST MTGE A-2 3.50 03/01/2046.....		03/16/2016....	JP MORGAN SECURITIES INC.....		1,061,180	1,000,000	0	1FE.....
97689Q DD 5	WI HSG & ECON AMT A 3.50 03/01/2046.....		03/24/2016....	RBC CAPITAL MARKETS.....		1,054,450	1,000,000	0	1FE.....
3199999.	Total Bonds - U.S. Special Revenue and Special Assessment.....					2,615,630	2,500,000	0	XXX
Bonds - Industrial and Miscellaneous									
03766K AA 1	AASET 2016-1A A ABS SNR 4.875 03/17/2036.....		03/31/2016....	GOLDMAN SACHS.....		985,745	1,000,000	0	1FE.....
68268F AA 8	OMFIT 2016-2A A ABS SSNR 4.10 03/20/2028.....		03/16/2016....	RBC CAPITAL MARKETS.....		999,829	1,000,000	0	1FE.....
3899999.	Total Bonds - Industrial and Miscellaneous.....					1,985,574	2,000,000	0	XXX
8399997.	Total Bonds - Part 3.....					4,601,204	4,500,000	0	XXX
8399999.	Total Bonds.....					4,601,204	4,500,000	0	XXX
9999999.	Total Bonds, Preferred and Common Stocks.....					4,601,204	XXX	0	XXX

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

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 For eign Disposal Date	4 Name of Purchaser	5 Number of Shares of Stock	6 Consideration	7 Par Value	8 Actual Cost	9 Prior Year Book/Adjusted Carrying Value	10 Unrealized Valuation Increase/ (Decrease)	Change in Book/Adjusted Carrying Value					16 Total Foreign Exchange Change in B.A.C.V.	17 Book/Adjusted Carrying Value at Disposal Date	18 Foreign Exchange Gain (Loss) on Disposal	19 Realized Gain (Loss) on Disposal	20 Total Gain (Loss) on Disposal	21 Bond Interest / Stock Dividends Received During Year	22 Stated Contractual Maturity Date	NAIC Design- ation or Market Indicator (a)		
										11	12	13	14	15										

Bonds - U.S. Special Revenue and Special Assessment

31350A	BR	8	FHLMC VAR M034 CL A 4.15 04/15/2025.....	01/15/2016.	Partial Call.....			5,000	5,000	5,138	5,135	0	-(135)	0	-(135)	0	5,000	0	0	0	0	0	0	04/15/2025...	1FE.....	
54627D	BV	2	LOUISIANA HSG CORP A 3.05 12/01/2038.....	03/01/2016.	MBS Paydown.....			39,291	39,291	39,291	39,291	0	-(0)	0	-(0)	0	39,291	0	0	0	0	0	0	187	12/01/2038...	1FE.....
56052F	CE	3	ME HSG AUTH E-1 3.50 11/15/2035.....	02/22/2016.	Partial Call.....			55,000	55,000	57,715	57,633	0	-(2,633)	0	-(2,633)	0	55,000	0	0	0	0	0	0	29	11/15/2035...	1FE.....
60416Q	FZ	2	MN HSG FIN B 2.95 09/01/2044.....	03/01/2016.	MBS Paydown.....			23,723	23,723	23,723	23,723	0	0	0	0	0	23,723	0	0	0	0	0	0	107	09/01/2044...	1FE.....
60416S	KD	1	MN ST HSG FIN AGY A 4.00 01/01/2041.....	03/01/2016.	Partial Call.....			35,000	35,000	37,772	37,534	0	-(2,534)	0	-(2,534)	0	35,000	0	0	0	0	0	0	551	01/01/2041...	1FE.....
647200	X4	1	NM MTGE FIN CL I B-1 2.85 07/01/2043.....	03/01/2016.	MBS Paydown.....			9,304	9,304	9,258	9,265	0	-(36)	0	-(36)	0	9,304	0	0	0	0	0	0	44	07/01/2043...	1FE.....
647200	X6	6	NM MTGE FIN SFM C I 4.50 10/01/2043.....	03/01/2016.	MBS Paydown.....			12,851	12,851	13,365	13,334	0	175	0	175	0	12,851	0	0	0	0	0	0	111	10/01/2043...	1FE.....
67756Q	NP	8	OHIO ST HSG FIN AGY B 2.70 03/01/2036.....	03/01/2016.	MBS Paydown.....			42,470	42,470	42,470	42,470	0	0	0	0	0	42,470	0	0	0	0	0	0	179	03/01/2036...	1FE.....
686087	SU	2	OREGON HSG & CMNTY A 3.50 07/01/2036.....	01/01/2016.	Paydown.....			35,000	35,000	37,033	36,902	0	0	0	0	0	35,000	0	0	0	0	0	0	408	07/01/2036...	1FE.....
3199999.			Total Bonds - U.S. Special Revenue and Special Assessment.....					257,638	257,638	265,763	265,286	0	-(5,163)	0	-(5,163)	0	257,638	0	0	0	0	0	0	1,615	XXX	XXX

Bonds - Industrial and Miscellaneous

03235T	AA	5	ACEF 2014-1A ABS 8.00 12/20/24.....	03/20/2016.	MBS Paydown.....			25,945	25,945	26,594	26,464	71	592	0	662	0	25,945	0	0	0	0	0	0	345	12/20/2024...	4AM.....
16165L	AC	4	CFLX 2006-1 A2A SEQ SSNR 5.935 6/25/36.....	03/25/2016.	MBS Paydown.....			13,174	13,174	13,173	13,174	0	0	0	0	0	13,174	0	0	0	0	0	0	91	06/25/2036...	1FM.....
17307G	VN	5	CMLTI 2005-WF2 AF7 SEQ STP 8/25/2035.....	03/25/2016.	MBS Paydown.....			17,739	17,739	17,739	15,631	0	917	0	917	0	17,739	0	0	0	0	0	0	123	08/25/2035...	1FM.....
3899999.			Total Bonds - Industrial and Miscellaneous.....					56,859	56,859	57,505	55,269	71	1,509	0	1,580	0	56,859	0	0	0	0	0	0	559	XXX	XXX
8399997.			Total Bonds - Part 4.....					314,497	314,497	323,269	320,555	71	(3,654)	0	(3,583)	0	314,497	0	0	0	0	0	0	2,174	XXX	XXX
8399999.			Total Bonds.....					314,497	314,497	323,269	320,555	71	(3,654)	0	(3,583)	0	314,497	0	0	0	0	0	0	2,174	XXX	XXX
9999999.			Total Bonds, Preferred and Common Stocks.....					314,497	XXX	323,269	320,555	71	(3,654)	0	(3,583)	0	314,497	0	0	0	0	0	0	2,174	XXX	XXX

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

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 Notional Amount	10 Strike Price, Rate of Index Received (Paid)	11 Cumulative Prior Year(s) Initial Cost of Premium (Received) Paid	12 Current Year Initial Cost of Premium (Received) Paid	13 Current Year Income	14 Book/Adjusted Carrying Value	15 C o d e	16 Fair Value	17 Unrealized Valuation Increase (Decrease)	18 Total Foreign Exchange Change in B./A.C.V.	19 Current Year's (Amortization) / Accretion	20 Adjustment to Carrying Value of Hedged Items	21 Potential Exposure	22 Credit Quality of Reference Entity	23 Hedge Effectiveness at Inception and at Year- end (b)
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NONE

SCHEDULE DB - PART B - SECTION 1

Futures Contracts Open as of the Current Statement Date

1 Ticker Symbol	2 Number of Contracts	3 Notional Amount	4 Description	5 Description of Item(s) Hedged, Used for Income Generation or Replicated	6 Schedule / Exhibit Identifier	7 Type(s) of Risk(s) (a)	8 Date of Maturity or Expiration	9 Exchange	10 Trade Date	11 Transaction Price	12 Reporting Date Price	13 Fair Value	14 Book/Adjusted Carrying Value	Highly Effective Hedges			18 Change in Variation Margin Gain (Loss) Used to Adjust Basis of Hedged Item	19 Cumulative Variation Margin for All Other Hedges	20 Change in Variation Margin Gain (Loss) Recognized in Current Year	21 Hedge Effectiveness at Inception and at Year- end (b)	22 Potential Exposure
														15 Cumulative Variation Margin	16 Deferred Variation Margin	17 Change in Variation Margin Gain (Loss) Used to Adjust Basis of Hedged Item					

NONE

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		
1. Offset per SSAP No. 64.....				.....0	.....0						
2. Net after right of offset per SSAP No. 64.....				.....0	.....0						

NONE

SCHEDULE DB - PART D - SECTION 2

Collateral for Derivative Instruments Open as of Current Statement Date

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)
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NONE

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation / Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
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General Interrogatories:

1. Total activity for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
2. Average balance for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
NAIC 1: \$.....0 NAIC 2: \$.....0 NAIC 3: \$.....0 NAIC 4: \$.....0 NAIC 5: \$.....0 NAIC 6: \$.....0

NONE

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation / Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
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General Interrogatories:

1. Total activity for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
 2. Average balance for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0

NONE

Statement for March 31, 2016 of the **AMERICAN EMPIRE INSURANCE COMPANY**
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	

Open Depositories

The Bank of New York Mellon.....	New York, New York.....		.....0.010	.....0	.....0	.....5,052	.....5,075	.....5,043	XXX
PNC Bank.....	Pittsburgh, Pennsylvania.....		.....0.000	.....0	.....0	.....3,849,869	.....3,470,670	.....3,459,901	XXX
0199999. Total Open Depositories.....		XXX	XXX	.....0	.....0	.....3,854,920	.....3,475,745	.....3,464,944	XXX
0399999. Total Cash on Deposit.....		XXX	XXX	.....0	.....0	.....3,854,920	.....3,475,745	.....3,464,944	XXX
0599999. Total Cash.....		XXX	XXX	.....0	.....0	.....3,854,920	.....3,475,745	.....3,464,944	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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



DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For the Period Ended March 31, 2016

NAIC Group Code.....0084

NAIC Company Code.....37990

Company Name: AMERICAN EMPIRE INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premiums	2 Direct Earned Premiums	3 Direct Losses Incurred
.....0	.....0	.....0

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 [X]

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 [X]

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: \$.....0

2.32 Amount estimated using reasonable assumptions: \$.....0

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 coverages provided in CMP packaged policies: \$.....0