



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2016

OF THE CONDITION AND AFFAIRS OF THE

Republic-Franklin Insurance Company

NAIC Group Code	0201 (Current)	0201 (Prior)	NAIC Company Code	12475	Employer's ID Number	31-4290270
Organized under the Laws of	Ohio		, State of Domicile or Port of Entry		Ohio	
Country of Domicile	United States of America					
Incorporated/Organized	02/10/1949			Commenced Business	02/10/1949	
Statutory Home Office	2 Easton Oval, Suite 225 (Street and Number)			Columbus , OH, US 43219 (City or Town, State, Country and Zip Code)		
Main Administrative Office	180 Genesee Street (Street and Number)			New Hartford , NY, US 13413 (City or Town, State, Country and Zip Code)		
				315-734-2000 (Area Code) (Telephone Number)		
Mail Address	Post Office Box 530 (Street and Number or P.O. Box)			Utica , NY, US 13503-0530 (City or Town, State, Country and Zip Code)		
Primary Location of Books and Records	180 Genesee Street (Street and Number)			New Hartford , NY, US 13413 (City or Town, State, Country and Zip Code)		
				315-734-2000 (Area Code) (Telephone Number)		
Internet Website Address	www.uticanational.com					
Statutory Statement Contact	Sandra Jean Giehl (Name)			315-734-2192 (Area Code) (Telephone Number)		
	sandy.giehl@uticanational.com (E-mail Address)			315-734-2994 (FAX Number)		

OFFICERS

Chairman	James Douglas Robinson	VP, CFO & Treasurer	Brian Wade Miller Jr.
President & CEO #	Richard Patrick Creedon	Secretary	Louisa Suzanne Ruffine #

OTHER

Steven Paul Guzski, Executive Vice President		
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DIRECTORS OR TRUSTEES

Clarence William Bachman	Alfred Elliot Calligaris	Richard Patrick Creedon
Paul Alan Hagstrom, Ph.D.	Gregory Miller Harden	Alan Joseph Pope, Sr.
James Douglas Robinson	Linda Ellen Romano	Eric Keith Scholl

State of	New York	SS:
County of	Oneida	

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

Richard Patrick Creedon President & CEO	Brian Wade Miller, Jr. VP, CFO & Treasurer	Louisa Suzanne Ruffine Secretary
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Subscribed and sworn to before me this _____ day of _____ _____	a. Is this an original filing?	Yes [X] No []
	b. If no,	
	1. State the amendment number.....	
	2. Date filed	
	3. Number of pages attached.....	

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	86,728,826		86,728,826	85,211,777
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	4,641,393		4,641,393	4,305,294
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$407,069), cash equivalents (\$) and short-term investments (\$100,000)	507,069		507,069	617,732
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	91,877,287		91,877,287	90,134,803
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	732,098		732,098	699,951
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	8,252,031	207,985	8,044,046	7,980,606
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$24,347 earned but unbilled premiums)	728,048	2,409	725,639	580,748
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	133,528		133,528	276,230
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	2,181,914	271,219	1,910,695	2,026,875
19. Guaranty funds receivable or on deposit	1,669,703		1,669,703	1,590,048
20. Electronic data processing equipment and software	25,689		25,689	50,679
21. Furniture and equipment, including health care delivery assets (\$)	9,574	9,574		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,182,071		1,182,071	
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	1,902,149	1,118,744	783,405	992,737
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	108,694,094	1,609,932	107,084,163	104,332,678
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	108,694,094	1,609,932	107,084,163	104,332,678
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Accounts Receivable - Other	648,485	3,735	644,751	847,746
2502. Equities and Deposits in Pools and Associations	140,404	1,750	138,654	144,991
2503. Prepaid Expenses	56,271	56,271		
2598. Summary of remaining write-ins for Line 25 from overflow page	1,056,988	1,056,988		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,902,149	1,118,744	783,405	992,737

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 8,732,610)	29,731,177	28,537,561
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	7,565,761	7,307,825
4. Commissions payable, contingent commissions and other similar charges	614,936	584,066
5. Other expenses (excluding taxes, licenses and fees)	1,025,643	1,264,882
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	1,029,960	1,061,756
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	864,296	461,261
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 109,411,169 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	13,492,246	12,054,079
10. Advance premium	87,613	101,159
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	222,954	190,471
12. Ceded reinsurance premiums payable (net of ceding commissions)	176,355	235,199
13. Funds held by company under reinsurance treaties		18,456
14. Amounts withheld or retained by company for account of others	1,028,978	1,212,005
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates		987,426
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	(223,502)	(129,103)
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	55,616,417	53,887,043
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	55,616,417	53,887,043
29. Aggregate write-ins for special surplus funds	161,081	180,750
30. Common capital stock	3,500,000	3,500,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	5,139,802	5,139,802
35. Unassigned funds (surplus)	42,666,862	41,625,083
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	51,467,745	50,445,635
38. Totals (Page 2, Line 28, Col. 3)	107,084,163	104,332,678
DETAILS OF WRITE-INS		
2501. Contingent Balances in Safety Groups	41,610	32,691
2502. Miscellaneous Accounts Payable	5,670	27,809
2503. Liability for Pension Benefits	(270,782)	(189,603)
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	(223,502)	(129,103)
2901. Reserve for Undeclared Dividends	161,081	180,750
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	161,081	180,750
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year to Date	Prior Year to Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$164,966,586)	151,302,959	136,489,094	184,962,287
1.2 Assumed (written \$20,541,377)	19,114,272	17,677,962	23,804,439
1.3 Ceded (written \$164,966,586)	151,314,021	136,489,094	184,956,465
1.4 Net (written \$20,541,376)	19,103,210	17,677,962	23,810,260
DEDUCTIONS:			
2. Losses incurred (current accident year \$12,445,262):			
2.1 Direct	81,685,128	60,727,947	85,928,521
2.2 Assumed	10,590,650	9,733,697	12,711,505
2.3 Ceded	81,788,461	60,774,503	86,025,833
2.4 Net	10,487,317	9,687,141	12,614,193
3. Loss adjustment expenses incurred	2,616,140	2,469,656	2,975,434
4. Other underwriting expenses incurred	6,752,062	6,209,837	8,457,050
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	19,855,520	18,366,634	24,046,677
7. Net income of protected cells			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7)	(752,310)	(688,672)	(236,417)
INVESTMENT INCOME			
9. Net investment income earned	2,144,047	2,062,764	2,768,544
10. Net realized capital gains (losses) less capital gains tax of \$	(97,949)	(174,174)	(129,733)
11. Net investment gain (loss) (Lines 9 + 10)	2,046,098	1,888,590	2,638,811
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$1,919 amount charged off \$43,236)	(41,316)	(36,253)	(39,205)
13. Finance and service charges not included in premiums	170,726	162,645	217,600
14. Aggregate write-ins for miscellaneous income	(64,455)	(25,825)	(34,962)
15. Total other income (Lines 12 through 14)	64,955	100,567	143,434
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	1,358,744	1,300,485	2,545,828
17. Dividends to policyholders	271,154	292,459	300,198
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	1,087,590	1,008,026	2,245,631
19. Federal and foreign income taxes incurred	403,035	(134,696)	49,702
20. Net income (Line 18 minus Line 19)(to Line 22)	684,555	1,142,722	2,195,928
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	50,445,635	49,035,801	49,035,801
22. Net income (from Line 20)	684,555	1,142,722	2,195,928
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$190,033	361,533	(203,346)	(157,038)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	158,757	25,658	(142,191)
27. Change in nonadmitted assets	(370,138)	(229,524)	(345,544)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	187,404	(51,367)	(141,322)
38. Change in surplus as regards policyholders (Lines 22 through 37)	1,022,110	684,143	1,409,834
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	51,467,745	49,719,944	50,445,635
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			
1401. Gain/Loss on Sale of Assets	1,552	365	518
1402. Miscellaneous Income	(66,006)	(26,191)	(35,479)
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	(64,455)	(25,825)	(34,962)
3701. Contingent Balance in Safety Groups	(8,919)	(15,090)	(3,381)
3702. Pension Expense	115,144		
3703. Pension Benefit Obligation	81,179	(36,277)	(137,941)
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)	187,404	(51,367)	(141,322)

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	20,172,066	18,095,312	23,199,198
2. Net investment income	2,385,059	2,232,829	3,033,014
3. Miscellaneous income	64,955	100,567	143,434
4. Total (Lines 1 to 3)	22,622,080	20,428,708	26,375,646
5. Benefit and loss related payments	9,150,999	9,489,268	12,838,658
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	9,120,616	8,788,271	11,458,536
8. Dividends paid to policyholders	238,670	143,218	199,572
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)		801,581	1,709,532
10. Total (Lines 5 through 9)	18,510,285	19,222,338	26,206,297
11. Net cash from operations (Line 4 minus Line 10)	4,111,795	1,206,369	169,348
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	9,621,953	9,902,997	13,276,447
12.2 Stocks		3,311,582	3,311,582
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds	(21,658)	21,658	46,681
12.8 Total investment proceeds (Lines 12.1 to 12.7)	9,600,295	13,236,238	16,634,710
13. Cost of investments acquired (long-term only):			
13.1 Bonds	11,225,053	13,443,190	16,732,342
13.2 Stocks	65,747	64,261	89,283
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications	0		
13.7 Total investments acquired (Lines 13.1 to 13.6)	11,290,801	13,507,452	16,821,625
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(1,690,506)	(271,214)	(186,915)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(2,531,952)	(1,002,985)	275,903
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(2,531,952)	(1,002,985)	275,903
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	(110,663)	(67,830)	258,336
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	617,732	359,396	359,396
19.2 End of period (Line 18 plus Line 19.1)	507,069	291,566	617,732

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

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STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies

A. Accounting Practices

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

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

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

<u>Net Income</u>	<u>State of Domicile</u>	<u>2016</u>	<u>2015</u>
(1) Net Income, state basis (Page 4, Line 20, Columns 1 & 3)	Ohio	684,555	2,195,928
(2) State Prescribed Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(3) State Permitted Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(4) Net Income, NAIC SAP (1 - 2 - 3 = 4)	Ohio	684,555	2,195,928
<u>Surplus</u>			
(1) Statutory surplus, state basis (Page 3, Line 37, Columns 1 & 2)	Ohio	51,467,745	50,445,635
(2) State Prescribed Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(3) State Permitted Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(4) Statutory Surplus, NAIC SAP (1 - 2 - 3 = 4)	Ohio	51,467,745	50,445,635

B. No change.

C. No change.

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

Note 2 – Accounting Changes and Corrections of Errors

No change.

Note 3 – Business Combinations and Goodwill

No change.

Note 4 – Discontinued Operations

No change.

Note 5 - Investments

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

D. Loan-Backed Securities

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

a. The aggregate amount of unrealized losses:

Less than 12 months	Greater than 12 months	Total
9,407	145,121	154,528

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

Less than 12 months	Greater than 12 months	Total
4,001,664	3,109,925	7,111,589

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

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

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

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

No change.

Note 7 – Investment Income

No change.

Note 8 – Derivative Instruments

No change.

Note 9 – Income Taxes

No change.

Note 10 – Information Concerning Parent, Subsidiaries, and Affiliates

- A. UNI-Service Risk Management Corporation, a non-insurance affiliated company, was dissolved effective August 1, 2016. Special Risk Solutions, a non-insurance affiliated company, was dissolved effective August 19, 2016.

Note 11 - Debt

No change.

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

No change.

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

No change.

Note 14 - Contingencies

No change.

Note 15 – Leases

No change.

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

No change.

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

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

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

No change.

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

No change.

Note 20 – Fair Value Measurement

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

(1) Fair Value Measurements at Reporting Date

(a) Assets at Fair Value

	Level 1	Level 2	Level 3	Total
Bonds	0	1,014,975	0	1,014,975
Common Stock	4,641,393	0	0	4,641,393
Total Assets at Fair Value	4,641,393	1,014,975	0	5,656,368

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

(b) Liabilities at Fair Value: Not applicable.

(2) Not applicable.

(3) Not applicable.

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

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

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

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

(5) Not applicable.

B. Not applicable.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	91,053,342	86,828,826	100,000	90,953,342	0	0
Common Stock	4,641,393	4,641,393	4,641,393	0	0	0

D. Not applicable.

Note 21 – Other Items

No change.

Note 22 – Events Subsequent

No change.

Property & Casualty Specific Notes

Note 23 – Reinsurance

No change.

Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination

No change.

Note 25 – Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2015 were \$35.8 million. As of September 30, 2016, \$7.9 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$28.6 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$700 thousand unfavorable prior-year development since December 31, 2015 to September 30, 2016.

Note 26 – Intercompany Pooling Arrangements

No change.

Note 27 – Structured Settlements

No change.

Note 28 – Health Care Receivables

No change.

Note 29 –Participating Policies

No change.

Note 30 –Premium Deficiency Reserves

No change.

Note 31 – High Deductibles

No change.

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

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

No change.

Note 33 – Asbestos / Environmental Reserves

No change.

Note 34 – Subscriber Savings Accounts

No change

Note 35 –Multiple Peril Crop Insurance

No change.

Note 36 –Financial Guaranty Insurance

No change.

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 [X] No []

3.3

If the response to 3.2 is yes, provide a brief description of those changes.
Effective August 1, 2016 UNI-Service Risk Management Corporation was dissolved. Also, effective August 19, 2016 Special Risk Solutions was dissolved.

4.1

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

Yes [] No [X]

4.2

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

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

5.

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

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

6.1

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

12/31/2014

6.2

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

12/31/2014

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).

06/30/2016

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:

8.1

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

Yes [] No [X]

8.2

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

8.3

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

Yes [] No [X]

8.4

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

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

GENERAL INTERROGATORIES

- 9.1

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

Yes ☒ No ☐
- 9.11

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

Has the code of ethics for senior managers been amended?

Yes ☐ No ☒
- 9.21

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

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

Yes ☐ No ☒
- 9.31

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

FINANCIAL

- 10.1

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

Yes ☒ No ☐
- 10.2

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

\$1,182,071

INVESTMENT

- 11.1

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

Yes ☐ No ☒
- 11.2

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

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

\$
13.

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

\$
- 14.1

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

Yes ☐ No ☒
- 14.2

If yes, please complete the following:

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

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

Yes ☐ No ☒
- 15.2

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

Yes ☐ No ☐

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

GENERAL INTERROGATORIES

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

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

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

\$

\$

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

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

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

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

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

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

- 17.4 If yes, give full information relating thereto:

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

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

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

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

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1.

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

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

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

Yes [] No [X]
- 3.1

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

Yes [] No [X]
- 3.2

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

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

Yes [] No [X]

4.2 If yes, complete the following schedule:

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

5.

Operating Percentages:

5.1 A&H loss percent %

5.2 A&H cost containment percent %

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

Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 6.2

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

Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 6.4

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

[illegible]

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories							
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama.....AL	N						
2. Alaska.....AK	N						
3. Arizona.....AZ	N						
4. Arkansas.....AR	N						
5. California.....CA	N						
6. Colorado.....CO	N						
7. Connecticut.....CT	L	18,234,096	16,474,161	9,406,119	11,406,633	24,266,175	20,988,295
8. Delaware.....DE	L	930,753	1,002,100	694,403	870,762	3,206,949	3,362,272
9. District of Columbia.....DC	L	113,223	112,733	1,862	19,580	43,373	33,653
10. Florida.....FL	N						
11. Georgia.....GA	L	7,418,238	6,003,200	2,529,290	2,893,128	7,833,670	6,497,885
12. Hawaii.....HI	N						
13. Idaho.....ID	N						
14. Illinois.....IL	L	3,765,184	2,756,252	2,477,734	815,157	3,863,706	4,500,818
15. Indiana.....IN	L	578,317	451,506	45,366	73,883	195,374	229,914
16. Iowa.....IA	N						
17. Kansas.....KS	L	128,206	142,400	23,750	2,288		21,149
18. Kentucky.....KY	N						
19. Louisiana.....LA	N						
20. Maine.....ME	N						
21. Maryland.....MD	L	2,647,794	2,317,331	1,110,195	1,079,435	4,962,416	6,096,332
22. Massachusetts.....MA	L	12,664,283	11,638,943	4,505,053	6,494,563	10,872,544	12,000,680
23. Michigan.....MI	L	2,473,976	2,005,621	251,858	461,143	1,532,998	1,281,862
24. Minnesota.....MN	N						
25. Mississippi.....MS	N						
26. Missouri.....MO	N						
27. Montana.....MT	N						
28. Nebraska.....NE	N						
29. Nevada.....NV	N						
30. New Hampshire.....NH	L	386,677	176,021	98,957	195,759	209,630	180,923
31. New Jersey.....NJ	L	31,767,429	27,539,408	10,387,339	10,892,039	44,377,765	26,712,867
32. New Mexico.....NM	N						
33. New York.....NY	L	51,097,901	47,231,096	16,433,363	30,795,017	71,223,084	72,724,031
34. North Carolina.....NC	L	7,802,025	8,413,697	3,081,859	4,167,600	5,227,296	4,583,775
35. North Dakota.....ND	N						
36. Ohio.....OH	L	5,152,209	4,925,677	2,238,335	1,549,717	3,302,677	3,071,624
37. Oklahoma.....OK	N						
38. Oregon.....OR	N						
39. Pennsylvania.....PA	L	7,388,640	5,973,759	2,156,545	1,621,850	6,548,669	6,980,302
40. Rhode Island.....RI	L	545,180	447,181	367,513	188,499	332,817	219,658
41. South Carolina.....SC	N						
42. South Dakota.....SD	N						
43. Tennessee.....TN	L	1,127,469	1,188,122	361,145	537,147	1,676,518	1,505,091
44. Texas.....TX	L	5,188,045	4,144,568	2,205,637	1,125,052	5,548,411	4,418,791
45. Utah.....UT	N						
46. Vermont.....VT	N						
47. Virginia.....VA	L	3,517,186	3,069,462	1,719,525	1,730,012	2,436,114	1,913,771
48. Washington.....WA	N						
49. West Virginia.....WV	N						
50. Wisconsin.....WI	L	2,039,754	2,291,164	1,330,831	640,423	4,466,080	2,975,240
51. Wyoming.....WY	N						
52. American Samoa.....AS	N						
53. Guam.....GU	N						
54. Puerto Rico.....PR	N						
55. U.S. Virgin Islands.....VI	N						
56. Northern Mariana Islands.....MP	N						
57. Canada.....CAN	N						
58. Aggregate Other Alien OT	XXX						
59. Totals	(a) 21	164,966,586	148,304,402	61,426,679	77,559,686	202,126,267	180,298,934
DETAILS OF WRITE-INS							
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX						

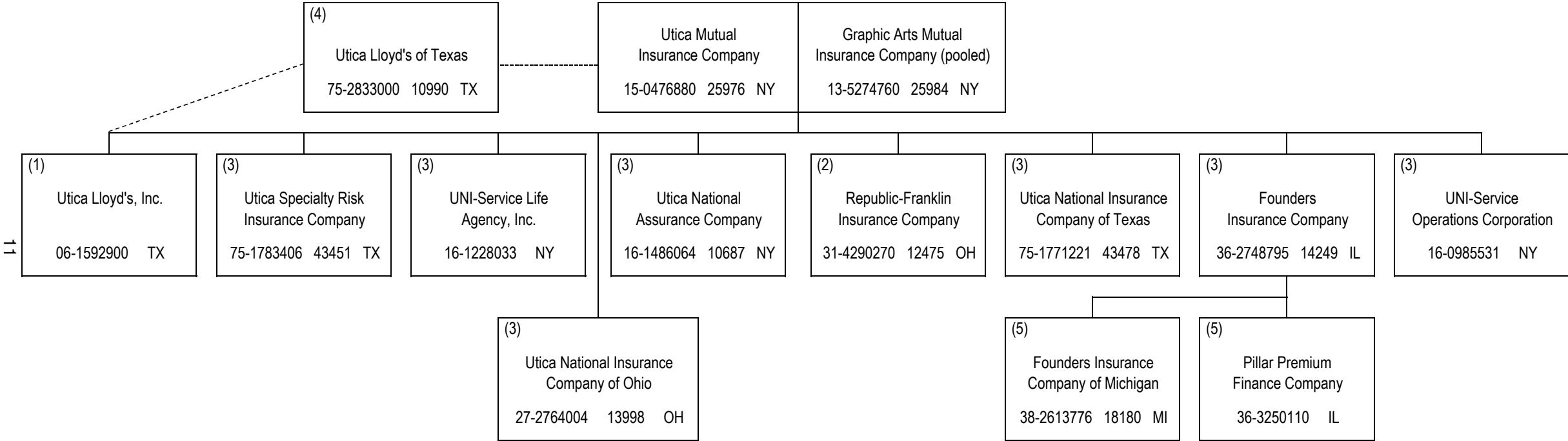
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

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

PART 1 - ORGANIZATIONAL CHART

UTICA NATIONAL INSURANCE GROUP ORGANIZATION STRUCTURE SEPTEMBER 30, 2016



1. Owned 100% by Utica Mutual Insurance Company; operates as attorney-in-fact for Utica Lloyd's of Texas.
2. Owned 94% by Utica Mutual Insurance Company and 6% by Graphic Arts Mutual Insurance Company.
3. Owned 100% by Utica Mutual Insurance Company.

4. A Texas Lloyd's association of twelve underwriters under sponsorship of the Utica Mutual Insurance Company.
5. Owned 100% by Founders Insurance Company.
6. Shares common management with the group.

(6)
Utica National Group Foundation, Inc.
16-1313450 NY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

PART 1 - LOSS EXPERIENCE

Line of Business		Current Year to Date			4 Prior Year to Date Direct Loss Percentage
		1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1.	Fire	36,883	(52)	(0.1)	1.1
2.	Allied Lines	39,931	(1,555)	(3.9)	2.7
3.	Farmowners multiple peril				
4.	Homeowners multiple peril	12,699,215	5,450,497	42.9	72.5
5.	Commercial multiple peril	50,175,969	23,599,730	47.0	52.4
6.	Mortgage guaranty				
8.	Ocean marine				
9.	Inland marine	257,442	100,126	38.9	30.4
10.	Financial guaranty				
11.1	Medical professional liability - occurrence				
11.2	Medical professional liability - claims-made				
12.	Earthquake	9,386			
13.	Group accident and health				
14.	Credit accident and health				
15.	Other accident and health				
16.	Workers' compensation	27,467,117	11,298,981	41.1	(15.4)
17.1	Other liability - occurrence	2,896,259	(946,570)	(32.7)	(72.1)
17.2	Other liability - claims-made	13,866,856	7,868,868	56.7	56.6
17.3	Excess workers' compensation				
18.1	Products liability - occurrence	32,204	1,216	3.8	33.1
18.2	Products liability - claims-made				
19.1,19.2	Private passenger auto liability	4,197,473	2,788,885	66.4	62.6
19.3,19.4	Commercial auto liability	29,661,723	25,565,645	86.2	70.7
21.	Auto physical damage	9,956,508	5,959,944	59.9	56.2
22.	Aircraft (all perils)				
23.	Fidelity				
24.	Surety	3,525	(585)	(16.6)	43.4
26.	Burglary and theft	2,469	(3)	(0.1)	1.1
27.	Boiler and machinery				
28.	Credit				
29.	International				
30.	Warranty				
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business				
35.	Totals	151,302,959	81,685,128	54.0	44.5
DETAILS OF WRITE-INS					
3401.	.....			
3402.	.....			
3403.	.....			
3498.	Summary of remaining write-ins for Line 34 from overflow page				
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1	2	3
		Current Quarter	Current Year to Date	Prior Year Year to Date
1.	Fire	9,569	29,100	21,897
2.	Allied Lines	16,223	42,220	28,122
3.	Farmowners multiple peril			
4.	Homeowners multiple peril	4,471,746	12,456,988	12,922,571
5.	Commercial multiple peril	30,657,201	56,264,993	51,836,326
6.	Mortgage guaranty			
8.	Ocean marine			
9.	Inland marine	87,062	257,032	262,626
10.	Financial guaranty			
11.1	Medical professional liability - occurrence			
11.2	Medical professional liability - claims-made			
12.	Earthquake	3,648	9,812	9,544
13.	Group accident and health			
14.	Credit accident and health			
15.	Other accident and health			
16.	Workers' compensation	8,753,322	29,812,507	23,463,130
17.1	Other liability - occurrence	3,092,950	4,573,003	2,627,363
17.2	Other liability - claims-made	4,928,207	14,854,916	12,682,250
17.3	Excess workers' compensation			
18.1	Products liability - occurrence	2,432	46,444	30,218
18.2	Products liability - claims-made			
19.1,19.2	Private passenger auto liability	1,374,087	4,114,742	4,513,993
19.3,19.4	Commercial auto liability	13,059,276	32,114,970	29,561,428
21.	Auto physical damage	4,228,080	10,382,686	10,338,713
22.	Aircraft (all perils)			
23.	Fidelity			
24.	Surety	4,556	4,556	4,556
26.	Burglary and theft	949	2,618	1,665
27.	Boiler and machinery			
28.	Credit			
29.	International			
30.	Warranty			
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business			
35.	Totals	70,689,308	164,966,586	148,304,402
DETAILS OF WRITE-INS				
3401.	.....		
3402.	.....		
3403.	.....		
3498.	Summary of remaining write-ins for Line 34 from overflow page			
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13	
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2016 Loss and LAE Payments (Cols. 4+5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7+8+9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols.4+7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)	
1. 2013 + Prior	10,878	7,657	18,535	3,620	73	3,694	8,827	220	6,311	15,359	1,569	(1,052)	517	
2. 2014	3,261	3,622	6,882	1,498	82	1,581	2,326	248	2,661	5,235	563	(630)	(67)	
3. Subtotals 2014 + Prior	14,139	11,278	25,418	5,119	156	5,275	11,153	469	8,972	20,593	2,132	(1,682)	450	
4. 2015	4,164	6,264	10,428	2,276	389	2,665	2,999	552	4,419	7,971	1,111	(903)	208	
5. Subtotals 2015 + Prior	18,303	17,542	35,845	7,395	545	7,939	14,152	1,021	13,392	28,564	3,243	(2,585)	658	
6. 2016	XXX	XXX	XXX	XXX	3,713	3,713	XXX	3,578	5,155	8,733	XXX	XXX	XXX	
7. Totals	18,303	17,542	35,845	7,395	4,257	11,652	14,152	4,599	18,546	37,297	3,243	(2,585)	658	
8. Prior Year-End Surplus As Regards Policyholders	50,446											Col. 11, Line 7 As % of Col. 1 Line 7	Col. 12, Line 7 As % of Col. 2 Line 7	Col. 13, Line 7 As % of Col. 3 Line 7
		1. 17.7	2. (14.7)	3. 1.8										
		Col. 13, Line 7 As a % of Col. 1 Line 8 4. 1.3												

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

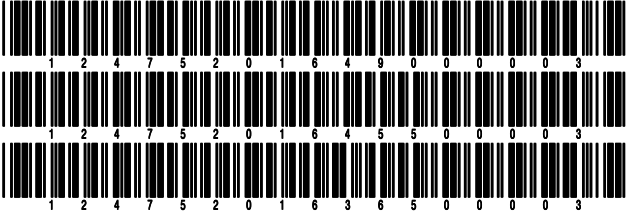
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state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

Explanations:

1.
2.
3.

Bar Codes:

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



STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

		Current Statement Date			4 December 31 Prior Year Net Admitted Assets
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504.	Miscellaneous Office Equipment	995,526	995,526		
2505.	Clearing Accounts	61,063	61,063		
2506.	Deposits	400	400		
2597.	Summary of remaining write-ins for Line 25 from overflow page	1,056,988	1,056,988		

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	89,517,074	89,998,475
2. Cost of bonds and stocks acquired	11,290,800	16,821,631
3. Accrual of discount	23,801	25,821
4. Unrealized valuation increase (decrease)	551,566	(236,978)
5. Total gain (loss) on disposals	(97,950)	(129,733)
6. Deduct consideration for bonds and stocks disposed of	9,621,953	16,588,033
7. Deduct amortization of premium	293,118	374,109
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	91,370,220	89,517,074
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	91,370,220	89,517,074

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	71,171,706	3,684,726	2,747,009	(534,245)	70,384,861	71,171,706	71,575,178	70,142,383
2. NAIC 2 (a)	13,273,287	523,405		441,980	13,480,312	13,273,287	14,238,672	13,965,891
3. NAIC 3 (a)	638,137			36,838	949,600	638,137	674,975	1,203,503
4. NAIC 4 (a)	645,500		379,580	74,080	712,375	645,500	340,000	
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	85,728,630	4,208,131	3,126,589	18,653	85,527,148	85,728,630	86,828,825	85,311,777
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	85,728,630	4,208,131	3,126,589	18,653	85,527,148	85,728,630	86,828,825	85,311,777

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$100,000 ; NAIC 2 \$; NAIC 3 \$;
NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1

Short-Term Investments

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

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	99,998	99,998
2. Cost of short-term investments acquired	900,000	1,200,000
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	900,000	1,200,000
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	99,998	99,998
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	99,998	99,998

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

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

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

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

SCHEDULE DB - PART C - SECTION 1

[illegible]

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE DB - PART C - SECTION 2

Replication (Synthetic Asset) Transactions Open

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

SCHEDULE DB - VERIFICATION

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

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

NONE

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of cash equivalents acquired		
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

NONE

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE A - PART 2

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

1	Location		4	5	6	7	8	9
Description of Property	2 City	3 State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
<div style="font-size: 100px; font-weight: bold;">NONE</div>								
0399999 - Totals								

SCHEDULE A - PART 3

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

[illegible]

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE B - PART 2

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

[illegible]

SCHEDULE B - PART 3

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

[illegible]

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE BA - PART 2

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

1	2	Location		5	6	7	8	9	10	11	12	13
CUSIP Identification	Name or Description	3 City	4 State	Name of Vendor or General Partner	NAIC Designation	Date Originally Acquired	Type and Strategy	Actual Cost at Time of Acquisition	Additional Investment Made After Acquisition	Amount of Encumbrances	Commitment for Additional Investment	Percentage of Ownership
NONE												
4699999 - Totals												XXX

SCHEDULE BA - PART 3

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

[illegible]

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
797355-4M-3	SAN DIEGO CA UNIF SCH DIST		08/04/2016	JEFFERIES & CO		438,349	375,000	1,583	1FE
2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						438,349	375,000	1,583	XXX
3128MJ-YM-6	FG G08715		07/29/2016	BNP PARIBUS SECURITIES		259,395	249,344	208	1
3128MJ-YT-1	FG G08721		08/24/2016	RBC CAPITAL MARKETS SECURITIES - US		207,688	200,000	467	1
3128P8-C4-1	FG C91891		09/21/2016	WELLS FARGO SECURITIES LLC		210,031	200,000	417	1
3132J4-GX-1	FG G30913		09/13/2016	BANK AMERICA		212,021	198,935	251	1
3132WD-Y0-1	FG Q40718		07/13/2016	WELLS FARGO SECURITIES LLC		282,436	267,277	442	1
3138WE-KB-4	FN AS4789		09/23/2016	NOMURA SECURITIES DOMESTIC		261,381	251,290	565	1
977100-DR-4	WISCONSIN ST GEN FUND ANNUAL A		08/03/2016	STIFEL NICOLAUS & CO		250,000	250,000		1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						1,682,952	1,616,846	2,350	XXX
03065D-AB-3	AMCAR 2016-3 A2A		08/02/2016	CITIGROUP GLOBAL MARKETS		189,988	190,000		1FE
06406F-AD-5	BANK OF NY MELLON CORP		08/09/2016	GOLDMAN SACHS		124,783	125,000		1FE
594918-BQ-6	MICROSOFT CORP		08/01/2016	BANK AMERICA		448,655	450,000		1FE
74368C-AD-6	PROTECTIVE LIFE GLOBAL		09/07/2016	BARCLAYS AMERICAN		500,000	500,000		1FE
92343V-DD-3	VERIZON COMMUNICATIONS		07/27/2016	BANK AMERICA		199,490	200,000		2FE
88167A-AD-3	TEVA PHARMACEUTICALS NE	F	07/18/2016	BARCLAYS AMERICAN		323,915	325,000		2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						1,786,831	1,790,000		XXX
8399997. Total - Bonds - Part 3						3,908,132	3,781,846	3,933	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						3,908,132	3,781,846	3,933	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
922908-71-0	VANGUARD 500 INDEX-ADM		09/12/2016	DIVIDEND REINVESTMENT	103.134	20,540			L
9299999. Subtotal - Common Stocks - Mutual Funds						20,540	XXX		XXX
9799997. Total - Common Stocks - Part 3						20,540	XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						20,540	XXX		XXX
9899999. Total - Preferred and Common Stocks						20,540	XXX		XXX
9999999 - Totals						3,928,672	XXX	3,933	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
.36178W-GL-7	GN AB9203		09/01/2016	MBS PAYMENT		70,000	70,000	74,785	70,267		(267)		(267)		70,000				1,439	11/15/2042	1
.36202E-RS-0	G2 4097		09/01/2016	MBS PAYMENT		6,191	6,191	6,072	6,170		21		21		6,191				210	03/20/2038	1
.36205B-4L-3	GN 386127		09/01/2016	MBS PAYMENT		585	585	585	585						585				31	01/15/2030	1
.36209D-B2-9	GN 468157		09/01/2016	MBS PAYMENT		188	188	188	188						188				8	08/15/2028	1
.36209M-4A-9	GN 476117		09/01/2016	MBS PAYMENT		42	42	42	42						42				2	07/15/2028	1
.36209U-PA-8	GN 482017		09/01/2016	MBS PAYMENT		91	91	91	91						91				4	08/15/2028	1
.36209W-AJ-8	GN 484225		09/01/2016	MBS PAYMENT		23	23	26	23						23				1	08/15/2028	1
.36210Y-D9-3	GN 506028		08/01/2016	MBS PAYMENT		1,605	1,605	1,603	1,603		1		1		1,605				80	10/15/2029	1
.36211C-QY-1	GN 509071		09/01/2016	MBS PAYMENT		347	347	330	347		1		1		347				15	05/15/2029	1
.36213E-L3-8	GN 552146		09/01/2016	MBS PAYMENT		324	324	326	324						324				13	11/15/2016	1
.36220U-Z2-0	GN 288861		09/01/2016	MBS PAYMENT		176	176	175	176						176				9	12/15/2022	1
.36224J-HS-4	GN 329741		09/01/2016	MBS PAYMENT		69	69	70	69						69				3	01/15/2023	1
.36225A-KU-3	GN 780307		09/01/2016	MBS PAYMENT		246	246	263	248		(1)		(1)		246				15	12/15/2021	1
.36225A-NY-2	GN 780407		09/01/2016	MBS PAYMENT		963	963	969	964		(1)		(1)		963				44	08/15/2024	1
.36290S-ZC-8	GN 616439		09/01/2016	MBS PAYMENT		1,965	1,965	1,957	1,964						1,965				66	06/15/2024	1
.36378B-7C-7	GNR 2013-33 A		09/01/2016	MBS PAYMENT		6,031	6,031	6,003	6,030		2		2		6,031				40	07/16/2038	1
0599999. Subtotal - Bonds - U.S. Governments						88,846	88,846	93,486	89,091		(244)		(244)		88,846				1,980	XXX	XXX
.57582P-KZ-2	MASSACHUSETTS ST		08/01/2016	MATURITY		500,000	500,000	555,295	504,604		(4,604)		(4,604)		500,000				25,000	08/01/2016	1FE
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions						500,000	500,000	555,295	504,604		(4,604)		(4,604)		500,000				25,000	XXX	XXX
.31283G-K8-9	FG 600319		09/01/2016	MBS PAYMENT		48	48	50	48						48				3	04/01/2025	1
.31283H-HN-8	FG 601137		09/01/2016	MBS PAYMENT		70	70	69	70						70				4	09/01/2030	1
.31287Q-ND-9	FG C64888		09/01/2016	MBS PAYMENT		61	61	62	61						61				3	03/01/2032	1
.31288E-B5-5	FG C75460		09/01/2016	MBS PAYMENT		223	223	226	224		(1)		(1)		223				8	01/01/2033	1
.31289W-ZZ-0	FG E92592		09/01/2016	MBS PAYMENT		1,448	1,448	1,493	1,455		(7)		(7)		1,448				54	11/01/2017	1
.3128M9-2M-3	FG G07680		09/01/2016	MBS PAYMENT		8,218	8,218	8,679	8,256		(39)		(39)		8,218				221	04/01/2044	1
.3128M9-XG-2	FG G07579		09/01/2016	MBS PAYMENT		7,726	7,726	8,004	7,746		(20)		(20)		7,726				196	08/01/2043	1
.3128MC-UH-3	FG G13997		09/01/2016	MBS PAYMENT		4,465	4,465	4,576	4,489		(24)		(24)		4,465				116	12/01/2025	1
.3128MJ-UH-1	FG G08583		09/01/2016	MBS PAYMENT		15,548	15,548	16,704	15,757		(209)		(209)		15,548				467	04/01/2044	1
.3128MJ-YM-6	FG G08715		09/01/2016	MBS PAYMENT		1,193	1,193	1,241	1,193						1,193				3	08/01/2046	1
.3128MJ-YT-1	FG G08721		09/01/2016	MBS PAYMENT		573	573	595							573				1	09/01/2046	1
.31292H-D6-8	FG C01025		09/01/2016	MBS PAYMENT		37	37	38	37						37				2	07/01/2030	1
.31292K-7G-6	FG C03595		09/01/2016	MBS PAYMENT		13,415	13,415	13,978	13,474		(59)		(59)		13,415				349	10/01/2040	1
.31293R-ME-8	FG C27557		09/01/2016	MBS PAYMENT		58	58	55	58						58				3	06/01/2029	1
.312942-NF-8	FG A93990		09/01/2016	MBS PAYMENT		8,117	8,117	8,398	8,156		(39)		(39)		8,117				218	09/01/2040	1
.31298U-CF-4	FG C57270		09/01/2016	MBS PAYMENT		140	140	138	140						140				6	09/01/2031	1
.31298W-CR-4	FG C59080		09/01/2016	MBS PAYMENT		325	325	323	325						325				13	10/01/2031	1
.31307A-EK-4	FG J21938		09/01/2016	MBS PAYMENT		35,569	35,569	37,119	35,735		(167)		(167)		35,569				601	01/01/2028	1
.3132GQ-H5-4	FG 000252		09/01/2016	MBS PAYMENT		42,823	42,823	43,920	42,921		(98)		(98)		42,823				1,332	04/01/2041	1
.3132GK-5A-0	FG 004741		09/01/2016	MBS PAYMENT		22,504	22,504	24,051	22,642		(139)		(139)		22,504				708	11/01/2041	1
.3132GK-V9-4	FG 004540		09/01/2016	MBS PAYMENT		40,800	40,800	41,583	40,846		(46)		(46)		40,800				939	11/01/2041	1
.3132GK-ZN-9	FG 004649		09/01/2016	MBS PAYMENT		50,686	50,686	51,510	50,759		(73)		(73)		50,686				1,198	11/01/2041	1
.3132GL-FM-1	FG 004972		09/01/2016	MBS PAYMENT		23,708	23,708	24,224	23,745		(37)		(37)		23,708				564	12/01/2041	1
.3132J6-US-1	FG Q15592		09/01/2016	MBS PAYMENT		11,882	11,882	12,158	11,897		(15)		(15)		11,882				221	02/01/2043	1
.3132M8-3G-9	FG 028299		09/01/2016	MBS PAYMENT		2,440	2,440	2,569	2,448		(8)		(8)		2,440				62	09/01/2044	1
.3132M9-2R-4	FG 029184		09/01/2016	MBS PAYMENT		24,205	24,205	25,856	24,404		(199)		(199)		24,205				658	10/01/2044	1
.3132OW-MS-5	FG G39368		09/01/2016	MBS PAYMENT		7,988	7,988	8,454			(4)		(4)		7,988				51	03/01/2046	1
.3132WD-YQ-1	FG 040718		09/01/2016	MBS PAYMENT		4,246	4,246	4,487			(1)		(1)		4,246				19	05/01/2046	1
.31335A-QK-7	FG G60458		09/01/2016	MBS PAYMENT		13,547	13,547	14,252			(37)		(37)		13,547				159	01/01/2044	1
.31335A-S7-4	FG G60542		09/01/2016	MBS PAYMENT		12,929	12,929	13,826			(24)		(24)		12,929				99	09/01/2045	1
.313615-LF-1	FN 50726		09/01/2016	MBS PAYMENT		163	163	163	163						163				8	05/01/2023	1
.31365D-UL-7	FN 124887		09/01/2016	MBS PAYMENT		373	373	376	374						373				18	06/01/2023	1
.31369T-N7-7	FN 220114		09/01/2016	MBS PAYMENT		74	74	74	74						74				3	06/01/2023	1
.31371K-HH-4	FN 254145		09/01/2016	MBS PAYMENT		1,732	1,732	1,746	1,734		(2)		(2)		1,732				67	01/01/2032	1
.31380S-5J-8	FN 449149		09/01/2016	MBS PAYMENT		22	22	22	22						22				1	12/01/2028	1
.31386T-FU-4	FN 572679		09/01/2016	MBS PAYMENT		60	60	61	60						60				3	04/01/2031	1
.3138AW-RQ-8	FN AJ4994		09/01/2016	MBS PAYMENT		15,490	15,490	16,673	15,649		(160)		(160)		15,490				470	11/01/2041	1
.3138EJ-3Y-2	FN AL2614		09/01/2016	MBS PAYMENT		15,886	15,886	16,427	15,925		(39)		(39)		15,886				375	11/01/2042	1

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident-ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
3138EK-QD-0	FN AL3151		09/01/2016	MBS PAYMENT		1,987	1,987	2,132	1,992			(5)	(5)		1,987				.61	06/01/2042	1	
3138EN-4H-9	FN AL6223		09/01/2016	MBS PAYMENT		24,432	24,432	26,585	24,781			(350)	(350)		24,432				.740	08/01/2044	1	
3138EQ-7K-2	FN AL8097		09/01/2016	MBS PAYMENT		11,870	11,870	12,742				(19)	(19)		11,870				.115	01/01/2046	1	
3138M5-EA-3	FN AP1928		09/01/2016	MBS PAYMENT		12,245	12,245	13,045	12,361			(116)	(116)		12,245				.307	08/01/2042	1	
3138M5-LP-2	FN AP2133		09/01/2016	MBS PAYMENT		17,712	17,712	18,376	17,765			(54)	(54)		17,712				.423	08/01/2042	1	
3138MP-YV-1	FN A07923		09/01/2016	MBS PAYMENT		31,689	31,689	33,085	31,790			(101)	(101)		31,689				.622	12/01/2042	1	
3138W9-HL-7	FN AS0234		09/01/2016	MBS PAYMENT		29,952	29,952	31,407	30,154			(202)	(202)		29,952				.795	08/01/2043	1	
3138WB-AR-6	FN AS1815		09/01/2016	MBS PAYMENT		11,022	11,022	11,478	11,055			(34)	(34)		11,022				.313	02/01/2044	1	
3138WB-GU-3	FN AS2010		09/01/2016	MBS PAYMENT		16,142	16,142	16,848	16,211			(69)	(69)		16,142				.426	03/01/2044	1	
3138WB-LK-9	FN AS2385		09/01/2016	MBS PAYMENT		18,734	18,734	19,779	18,801			(67)	(67)		18,734				.529	05/01/2044	1	
3138WE-6G-9	FN AS5370		09/01/2016	MBS PAYMENT		9,869	9,869	10,276	9,906			(37)	(37)		9,869				.231	07/01/2045	1	
3138WE-ZJ-1	FN AS5244		09/01/2016	MBS PAYMENT		9,385	9,385	9,759	9,410			(26)	(26)		9,385				.217	06/01/2045	1	
3138WF-B6-2	FN AS5460		09/01/2016	MBS PAYMENT		12,179	12,179	12,759	12,232			(53)	(53)		12,179				.296	07/01/2045	1	
3138WF-GE-0	FN AS5596		09/01/2016	MBS PAYMENT		18,517	18,517	19,359				(17)	(17)		18,517				.120	08/01/2045	1	
3138X4-V9-8	FN AU5139		09/01/2016	MBS PAYMENT		15,143	15,143	15,782				(59)	(59)		15,143				.314	08/01/2043	1	
3138Y6-3S-1	FN AX5308		09/01/2016	MBS PAYMENT		19,969	19,969	20,948	20,072			(103)	(103)		19,969				.478	01/01/2042	1	
31390E-SX-1	FN 644134		09/01/2016	MBS PAYMENT		60	60	60	60						60				.3	05/01/2032	1	
31403A-XD-2	FN 743276		09/01/2016	MBS PAYMENT		174	174	179	175						174				.7	10/01/2033	1	
31403C-6L-0	FN 745275		09/01/2016	MBS PAYMENT		2,261	2,261	2,202	2,251			9	9		2,261				.76	02/01/2036	1	
31403C-6U-0	FN 745283		09/01/2016	MBS PAYMENT		4,712	4,712	4,551	4,686			26	26		4,712				.168	01/01/2036	1	
31404F-J4-6	FN 767183		09/01/2016	MBS PAYMENT		3,631	3,631	3,616	3,626			4	4		3,631				.119	02/01/2019	1	
31408J-DS-7	FN 852513		09/01/2016	MBS PAYMENT		1,326	1,326	1,313	1,326						1,326				.43	01/01/2036	1	
31409W-U9-9	FN 880428		09/01/2016	MBS PAYMENT		123	123	123	123						123				.5	04/01/2036	1	
31410X-ZR-0	FN 900852		09/01/2016	MBS PAYMENT		3,804	3,804	3,824	3,807			(2)	(2)		3,804				.160	01/01/2037	1	
31416X-QU-7	FN AB2266		09/01/2016	MBS PAYMENT		11,035	11,035	11,490	11,076			(41)	(41)		11,035				.292	02/01/2041	1	
31417D-TR-4	FN AB6859		09/01/2016	MBS PAYMENT		13,284	13,284	13,807				(36)	(36)		13,284				.274	11/01/2042	1	
31417E-CG-4	FN AB7270		09/01/2016	MBS PAYMENT		10,343	10,343	10,812	10,370			(27)	(27)		10,343				.209	12/01/2042	1	
31417E-H2-0	FN AB7448		09/01/2016	MBS PAYMENT		54,965	54,965	56,996	55,177			(213)	(213)		54,965				.912	01/01/2028	1	
31417E-ZK-0	FN AB7945		09/01/2016	MBS PAYMENT		24,675	24,675	25,477	24,725			(50)	(50)		24,675				.501	02/01/2043	1	
31417G-5A-0	FN AB9840		09/01/2016	MBS PAYMENT		13,380	13,380	14,045				(45)	(45)		13,380				.237	07/01/2043	1	
31419F-FW-1	FN AE4680		09/01/2016	MBS PAYMENT		8,621	8,621	8,941	8,643			(22)	(22)		8,621				.238	11/01/2040	1	
914638-FJ-5	UNIV OF NEBRASKA NE FACS CORP		07/15/2016	MATURITY		500,000	500,000	545,410	502,954			(2,954)	(2,954)		500,000				25,000	07/15/2016	1FE	
3199999. Subtotal - Bonds - U.S. Special Revenues						1,302,033	1,302,033	1,381,386	1,195,223			(6,110)	(6,110)		1,302,033				43,454	XXX	XXX	
12591F-AC-0	QNH 2013-A A3		07/15/2016	MBS PAYMENT		2,451	2,451	2,451	2,506						2,506		(55)	(55)	.10	06/15/2018	1FE	
36252A-AA-4	GSMS 2015-GS1 A1		09/01/2016	MBS PAYMENT		8,388	8,388	8,388	8,388						8,388				.121	11/13/2048	1FE	
43814J-AC-8	HAROT 2014-A A3		09/15/2016	MBS PAYMENT		54,866	54,866	54,856	54,843			22	22		54,866				.362	09/17/2018	1FE	
44890W-AC-4	HART 2015-A A3		09/15/2016	MBS PAYMENT		17,995	17,995	17,992	17,987			8	8		17,995				.137	04/15/2019	1FE	
46643G-AA-8	JPMBB 2014-C24 A1		09/01/2016	MBS PAYMENT		5,185	5,185	5,185							5,185				.53	11/18/2047	1FM	
74005P-BC-7	PRAXAIR INC		09/14/2016	US BANCORP INVESTMENTS		199,630	200,000	199,922	199,971			11	11		199,982		(352)	(352)	1,791	11/07/2017	1FE	
740189-AK-1	PRECISION CASTPARTS CORP		09/07/2016	SUSQUEHANNA FINANCIAL		250,710	250,000	250,258	250,106			(36)	(36)		250,070		.640	.640	3,620	01/15/2018	1FE	
842400-GF-4	SOUTHERN CAL EDISON		08/01/2016	SINK		17,143	17,143	17,143	17,143						17,143				.316	02/01/2022	1FE	
878742-AY-1	TECK RESOURCES LIMITED	A	09/19/2016	GOLDMAN SACHS		349,080	400,000	372,208	181,000	196,609	1,970		198,579		379,580		(30,500)	(30,500)	17,125	02/01/2023	4FE	
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						905,448	956,028	928,403	737,129	196,609	1,975		198,584		935,715		(30,267)	(30,267)	23,535	XXX	XXX	
8399997. Total - Bonds - Part 4						2,796,327	2,846,907	2,958,570	2,526,047	196,609	(8,983)		187,626		2,826,594		(30,267)	(30,267)	93,969	XXX	XXX	
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						2,796,327	2,846,907	2,958,570	2,526,047	196,609	(8,983)		187,626		2,826,594		(30,267)	(30,267)	93,969	XXX	XXX	
8999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX	
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX													XXX	XXX	
9799997. Total - Common Stocks - Part 4							XXX													XXX	XXX	
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX													XXX	XXX	XXX

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
9899999. Total - Preferred and Common Stocks							XXX													XXX	XXX
9999999 - Totals						2,796,327	XXX	2,958,570	2,526,047	196,609	(8,983)		187,626		2,826,594		(30,267)	(30,267)	93,969	XXX	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE DB - PART A - SECTION 1

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

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

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

SCHEDULE DB - PART B - SECTION 1

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

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

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE DB - PART D - SECTION 1

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

[illegible]

Collateral for Derivative Instruments Open as of Current Statement Date

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

[illegible]

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

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

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

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

NONE

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

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	7	8	
					First Month	Second Month	Third Month	
BANK OF NEW YORK NEW YORK, NY		0.010	15		633,657	227,280	407,069	XXX
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX	15		633,657	227,280	407,069	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX						XXX
0399999. Total Cash on Deposit	XXX	XXX	15		633,657	227,280	407,069	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
0599999. Total - Cash	XXX	XXX	15		633,657	227,280	407,069	XXX

STATEMENT AS OF SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended SEPTEMBER 30, 2016

NAIC Group Code 0201 NAIC Company Code 12475

Company Name REPUBLIC-FRANKLIN INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$100	\$75	\$

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

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

2.31 Amount quantified:

\$59,626

2.32 Amount estimated using reasonable assumptions:

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

\$