24260201620100103

QUARTERLY STATEMENT

As of September 30, 2016

of the Condition and Affairs of the

PROGRESSIVE CASUALTY INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period) NAIC Company Code..... 24260 Employer's ID Number..... 34-6513736

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

Incorporated/Organized..... November 19, 1956 Commenced Business..... December 11, 1956

Statutory Home Office	6300 WILSON MILLS ROAD, W33..... CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	
Main Administrative Office	6300 WILSON MILLS ROAD, W33..... CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-461-5000 (Area Code) (Telephone Number)
Mail Address	P.O. BOX 89490..... CLEVELAND ..... OH ..... US ..... 44101-6490 (Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)	
Primary Location of Books and Records	6300 WILSON MILLS ROAD, W33..... CLEVELAND ..... OH ..... US ..... 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-395-4460 (Area Code) (Telephone Number)
Internet Web Site Address	PROGRESSIVE.COM	
Statutory Statement Contact	MARY BETH ANDREANO (Name)	440-395-4460 (Area Code) (Telephone Number) (Extension)
	FINANCIAL_REPORTING@PROGRESSIVE.COM (E-Mail Address)	440-603-5500 (Fax Number)

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

OFFICERS

Name	Title	Name	Title
GEOFFREY THOMAS SOUSER	PRESIDENT	PETER JAMES ALBERT #	SECRETARY
PATRICK SEAN BRENNAN #	TREASURER		

OTHER

PETER JAMES ALBERT	(VICE PRESIDENT)	MARY BETH ANDREANO	(VICE PRESIDENT)
KAREN BARONE BAILO	(VICE PRESIDENT)	KIARA COX BERGLUND #	(VICE PRESIDENT)
STEVEN ANTHONY BROZ #	(VICE PRESIDENT)	KATHLEEN MARY CERNY	(ASST. SECRETARY)
BRIAN JOSEPH CHYLIK #	(VICE PRESIDENT)	BRIAN DOUGLAS COURTNEY	(VICE PRESIDENT)
CHRISTINA LYNN CREWS	(ASST. SECRETARY)	HEATHER ELIZABETH DAY	(VICE PRESIDENT)
MATTHEW HERRICK DOWNING	(VICE PRESIDENT)	MICHAEL VINCENT ESPOSITO	(VICE PRESIDENT)
SARAH ELIZABETH FRYE	(VICE PRESIDENT)	JAMES EDWARD GLENN JR.	(VICE PRESIDENT)
JAMES LEE KUSMER	(ASST. TREASURER)	NEIL JOSEPH LENANE	(VICE PRESIDENT)
LYNN NAVARRE MAJOR	(VICE PRESIDENT)	RONALD PAUL MAROTTO	(VICE PRESIDENT)
DAVID LLOYD PRATT	(VICE PRESIDENT)	ANDREW JOHN QUIGG	(VICE PRESIDENT)
CARRIE FISHER RADIVOYEVITCH	(VICE PRESIDENT)	KAREN APRIL TOTH	(VICE PRESIDENT)
JAY CHADWICK VANANTWERP	(VICE PRESIDENT)		

DIRECTORS OR TRUSTEES

KAREN BARONE BAILO	RICHARD RUSSELL CRAWLEY	THOMAS HUDSON HOLLYER	KATHRYN MARGARET LEMIEUX
MARK DONALD NIEHAUS	DAVID LLOYD PRATT	GEOFFREY THOMAS SOUSER	

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

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

(Signature)	(Signature)	(Signature)
GEOFFREY THOMAS SOUSER	CHRISTINA LYNN CREWS	JAMES LEE KUSMER
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	ASSISTANT SECRETARY	ASSISTANT TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 9TH day of NOVEMBER, 2016

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	2,130,861,618		2,130,861,618	2,079,524,281
2. Stocks:				
2.1 Preferred stocks	96,264,887		96,264,887	116,273,908
2.2 Common stocks	2,080,289,316		2,080,289,316	1,895,939,926
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)	545,175,456		545,175,456	546,547,370
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)	12,627,275		12,627,275	13,024,860
5. Cash ($.....191,062,723), cash equivalents ($.....729,811,319) and short-term investments ($.....276,088,357)	1,196,962,399		1,196,962,399	547,616,508
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets	157,924,759	100,000	157,824,759	139,780,760
9. Receivables for securities	711,638		711,638	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	6,220,817,348	100,000	6,220,717,348	5,338,707,613
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	11,778,008		11,778,008	13,830,728
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	160,480,833	16,352,540	144,128,293	116,685,904
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	785,688,326		785,688,326	677,962,232
15.3 Accrued retrospective premiums ($..........0) and contracts subject to redetermination ($..........0)			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	49,000,994		49,000,994	10,073,818
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	85,790,954		85,790,954	73,708,598
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software	156,715,362	123,885,520	32,829,842	12,216,278
21. Furniture and equipment, including health care delivery assets ($..........0)	99,217,180	99,217,180	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates			0	
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	109,154,127	106,129,554	3,024,573	2,375,236
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	7,678,643,132	345,684,794	7,332,958,338	6,245,560,407
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	7,678,643,132	345,684,794	7,332,958,338	6,245,560,407

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. STATE UNEARNED SURCHARGE RECOVERABLE	1,652,823		1,652,823	1,423,861
2502. STATE TAX CREDITS	1,371,750		1,371,750	951,375
2503. PREPAID EXPENSES	101,015,471	101,015,471	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	5,114,083	5,114,083	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	109,154,127	106,129,554	3,024,573	2,375,236

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....963,844,331)	1,864,851,934	1,714,633,621
2.	Reinsurance payable on paid losses and loss adjustment expenses	265,553,552	195,238,940
3.	Loss adjustment expenses	392,751,058	360,894,421
4.	Commissions payable, contingent commissions and other similar charges	7,739,153	7,554,404
5.	Other expenses (excluding taxes, licenses and fees)	308,852,391	231,084,053
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	36,417,979	35,066,026
7.1	Current federal and foreign income taxes (including $.....2,781,844 on realized capital gains (losses))	28,889,049	21,086,100
7.2	Net deferred tax liability		
8.	Borrowed money $..........0 and interest thereon $..........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....1,851,902,753 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)	1,778,507,779	1,512,158,427
10.	Advance premium	11,321,840	7,354,588
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	6,257,408	(58,077,636)
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others	4,232,731	4,424,342
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $..........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding	121,636,366	101,414,748
19.	Payable to parent, subsidiaries and affiliates	601,945,702	492,623,962
20.	Derivatives		
21.	Payable for securities	39,555,228	
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $..........0 and interest thereon $..........0		
25.	Aggregate write-ins for liabilities	14,768,361	10,012,761
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	5,483,280,531	4,635,468,757
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	5,483,280,531	4,635,468,757
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,000,000	3,000,000
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	902,687,455	866,994,631
35.	Unassigned funds (surplus)	943,990,352	740,097,019
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $..........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $..........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	1,849,677,807	1,610,091,650
38.	Totals (Page 2, Line 28, Col. 3)	7,332,958,338	6,245,560,407

DETAILS OF WRITE-INS

2501.	OTHER LIABILITIES	9,954,844	6,181,134
2502.	STATE PLAN LIABILITY	4,170,414	3,279,407
2503.	ESCHEATABLE PROPERTY	643,103	552,220
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)	14,768,361	10,012,761
2901.			
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....1,073,999,976)	999,164,962	886,783,798	1,192,937,369
1.2 Assumed (written $.....7,624,412,585)	7,155,635,630	6,621,717,198	8,880,888,663
1.3 Ceded (written $.....4,436,767,723)	4,159,505,105	3,830,181,747	5,138,662,533
1.4 Net (written $.....4,261,644,838)	3,995,295,487	3,678,319,249	4,935,163,499
DEDUCTIONS:			
2. Losses incurred (current accident year $.....2,592,964,129):			
2.1 Direct	620,762,408	547,498,385	742,119,394
2.2 Assumed	4,698,805,566	4,061,673,235	5,433,979,243
2.3 Ceded	2,712,452,288	2,352,592,971	3,152,295,620
2.4 Net	2,607,115,686	2,256,578,649	3,023,803,017
3. Loss adjustment expenses incurred	422,685,225	382,634,481	512,017,464
4. Other underwriting expenses incurred	842,311,783	778,902,641	1,037,521,666
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	3,872,112,694	3,418,115,771	4,573,342,147
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	123,182,793	260,203,478	361,821,352
INVESTMENT INCOME			
9. Net investment income earned	73,406,544	72,756,658	237,091,851
10. Net realized capital gains (losses) less capital gains tax of $.....8,852,588	16,090,005	3,803,498	5,967,702
11. Net investment gain (loss) (Lines 9 + 10)	89,496,549	76,560,156	243,059,553
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....853,508 amount charged off $.....31,330,863)	(30,477,355)	(27,938,833)	(37,000,495)
13. Finance and service charges not included in premiums	14,386,192	13,285,997	17,750,654
14. Aggregate write-ins for miscellaneous income	12,457,229	16,280,133	19,914,874
15. Total other income (Lines 12 through 14)	(3,633,934)	1,627,297	665,033
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	209,045,408	338,390,931	605,545,938
17. Dividends to policyholders			
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	209,045,408	338,390,931	605,545,938
19. Federal and foreign income taxes incurred	83,202,965	125,693,961	154,741,610
20. Net income (Line 18 minus Line 19) (to Line 22)	125,842,443	212,696,970	450,804,328
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	1,610,091,650	1,611,377,780	1,611,377,780
22. Net income (from Line 20)	125,842,443	212,696,970	450,804,328
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....22,402,251	152,951,456	14,423,606	(62,535,595)
25. Change in net unrealized foreign exchange capital gain (loss)	(134,888)		
26. Change in net deferred income tax	32,769,264	19,354,871	18,007,491
27. Change in nonadmitted assets	(29,349,306)	(7,961,114)	(58,459,846)
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	35,692,824	14,622,759	19,552,928
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders	(75,000,000)	(275,000,000)	(369,500,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	(3,185,636)	742,219	844,564
38. Change in surplus as regards policyholders (Lines 22 through 37)	239,586,157	(21,120,688)	(1,286,130)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	1,849,677,807	1,590,257,092	1,610,091,650

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. FINANCE AND SERVICE CHARGE REVENUE ASSUMED	11,109,925	11,924,368	15,752,860
1402. MISCELLANEOUS INCOME	3,429,660	4,402,071	4,533,840
1403. SERVICE BUSINESS REVENUE	46,491	92,741	104,011
1498. Summary of remaining write-ins for Line 14 from overflow page	(2,128,847)	(139,047)	(475,837)
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	12,457,229	16,280,133	19,914,874
3701. CHANGE IN ELIMINATION IN DEFERRED UNREALIZED GAIN PER SSAP 25	(3,185,636)	742,219	844,564
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	(3,185,636)	742,219	844,564

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	4,193,565,048	3,786,788,017	4,975,001,650
2.	Net investment income	88,293,975	84,500,769	253,322,599
3.	Miscellaneous income	(3,049,924)	2,209,611	1,508,599
4.	Total (Lines 1 through 3)	4,278,809,099	3,873,498,397	5,229,832,848
5.	Benefit and loss related payments	2,425,509,937	2,184,353,559	2,969,473,981
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	1,153,835,331	1,097,140,329	1,495,498,611
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....(1,874,281) tax on capital gains (losses)	84,252,604	133,064,614	177,565,349
10.	Total (Lines 5 through 9)	3,663,597,872	3,414,558,502	4,642,537,941
11.	Net cash from operations (Line 4 minus Line 10)	615,211,227	458,939,895	587,294,907
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	947,119,135	763,636,302	1,116,554,187
	12.2 Stocks	61,971,327	64,236,679	126,643,282
	12.3 Mortgage loans			
	12.4 Real estate	347,082	4,197,445	4,697,049
	12.5 Other invested assets	10,497,089	6,638,024	7,609,976
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	45,625	570	570
	12.7 Miscellaneous proceeds	39,555,228	59,675,813	20,041,420
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,059,535,486	898,384,833	1,275,546,484
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	986,424,492	886,850,777	1,036,422,686
	13.2 Stocks	53,894,042	198,754,812	282,646,548
	13.3 Mortgage loans			
	13.4 Real estate	13,383,080	9,527,522	14,793,132
	13.5 Other invested assets	10,769,261	6,855,057	8,119,643
	13.6 Miscellaneous applications	711,638		34,945,332
	13.7 Total investments acquired (Lines 13.1 to 13.6)	1,065,182,513	1,101,988,168	1,376,927,341
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)	(5,647,027)	(203,603,335)	(101,380,857)
	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	35,692,824	14,622,759	19,552,928
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders	75,000,000	275,000,000	369,500,000
	16.6 Other cash provided (applied)	79,088,867	332,062,810	15,379,992
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	39,781,691	71,685,569	(334,567,080)
	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)	649,345,891	327,022,129	151,346,970
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	547,616,508	396,269,538	396,269,538
	19.2 End of period (Line 18 plus Line 19.1)	1,196,962,399	723,291,667	547,616,508

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

20.0001				

NOTES TO FINANCIAL STATEMENTS

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND GOING CONCERN

A. Accounting Practices

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

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

	State of Domicile	Current Period	Prior Year
NET INCOME			
(1) PROGRESSIVE CASUALTY INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	OH	$ 125,842,443	$ 450,804,328
(2) State Prescribed Practices that increase/decrease NAIC SAP			
(3) State Permitted Practices that increase/decrease NAIC SAP			
(4) NAIC SAP (1 – 2 – 3 = 4)	OH	$ 125,842,443	$ 450,804,328
SURPLUS			
(5) PROGRESSIVE CASUALTY INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	OH	$ 1,849,677,807	$ 1,610,091,650
(6) State Prescribed Practices that increase/decrease NAIC SAP			
(7) State Permitted Practices that increase/decrease NAIC SAP			
(8) NAIC SAP (5 – 6 – 7 = 8)	OH	$ 1,849,677,807	$ 1,610,091,650

C. Accounting Policy

6. Loan-backed securities

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

D. Going Concern

Management continuously monitors the Company's financial results and compliance with regulatory requirements and found no reason to expect the Company to not continue as a going concern

NOTE 2 – ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS

No significant changes

NOTE 3- BUSINESS COMBINATIONS AND GOODWILL

No significant changes

NOTE 4 – DISCONTINUED OPERATIONS

No significant changes

NOTE 5 – INVESTMENTS

D. Loan-Backed Securities

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

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

   Not applicable

3. For the reporting period, the Company has not recorded an other-than-temporary impairment for loan-backed and structured debt securities during the current year.

4. For the reporting period, the Company had $6,749,400 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

NOTES TO FINANCIAL STATEMENTS

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

a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	$	1,227,486
		2.	12 Months or Longer	$	5,521,914
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	$	142,941,405
		2.	12 Months or Longer	$	356,144,437

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

E. Repurchase Agreements and/or Securities Lending Transactions

Not applicable

F. Real Estate

2. Sales of Real Estate

For the reporting period, the Company has various property holdings classified as "Property Held for Sale" that are measured at the lower of their book value or fair value. The properties are presently being marketed.

H. Restricted Assets

No significant change

I. Working Capital Finance Investments

Not applicable

J. Offsetting and Netting of Assets and Liabilities

Not applicable

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

See Note 13

NOTE 11 – DEBT

B. FHLB (Federal Home Loan Bank) Agreements
Not Applicable

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

A. Defined Benefit Plan

Not applicable

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

3,4,5,6. Dividends

The Company paid a $75,000,000 ordinary cash dividend to Drive Insurance Holdings, Inc., a holding company incorporated in Delaware on September 26, 2016.

NOTE 14 – LIABILITIES, CONTINGENCIES AND ASSESSMENTS

G. All Other Contingencies

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

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

The following is a discussion of potentially significant pending cases at the reporting date. Unless specifically noted, the Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

There was one putative class action lawsuit challenging the Company's use of certain automated database vendors or software to assist in the adjustment of bodily injury claims. Plaintiffs allege that these databases or software systematically undervalue the claims. An agreement to settle was reached and a loss reserve was established accordingly.

There were two putative statewide class action lawsuits and six cases consolidated into multi-district proceedings alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

There were two putative class action lawsuits challenging the Company's practice in Florida of adjusting personal injury protection and first-party medical payments.

There was a putative class action lawsuit alleging that the Company charged insured's for illusory underinsured and uninsured motorist coverage on multiple vehicle policies.

There was a putative class action lawsuit alleging the Company improperly applies a preferred provider reduction to medical payment claims.

There was a putative class action lawsuit challenging fees charged to insureds.

There was a Qui Tam lawsuit challenging the Company's compliance regarding Medicare/Medicaid reporting.

There was a putative class action lawsuit challenging the Company's compliance regarding Medicare/Medicaid reimbursement.

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

Not applicable

C. Wash Sales

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

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

No significant changes

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

No significant changes

NOTE 20 – FAIR VALUE MEASUREMENTS

A. Inputs Used for Assets and Liabilities Measured at Fair Value

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

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

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

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

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

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

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

Fair Value Measurements at the reporting date:

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Bonds industrial & miscellaneous	$	$ 40,384,847	$	$ 40,384,847
Common stock industrial & miscellaneous	1,022,013,572			1,022,013,572
Preferred stock industrial & miscellaneous		35,654,000		35,654,000

The Company is the sole-majority-limited partner in the Makaira Indica limited partnership. The partnership invests in exchange-traded common stocks.

2. Rollforward of Level 3 Items

Not applicable

3. Policy on Transfers Into and Out of Level 3

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

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

See Note 20.A above.

5. Derivative Fair Values

Not applicable

B. Other Fair Value Disclosures

Not applicable

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

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

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 2,152,453,649	$ 2,130,861,618	$ 97,811,126	$ 2,054,642,523	$	$
Cash equivalents	729,810,203	729,811,319	721,785,693	8,024,510		
Common stock	1,022,013,572	1,022,013,572	1,022,013,572			
Preferred stock	98,448,000	96,264,887		98,448,000		
Short-term investments	276,089,406	276,088,357	260,288,518	15,800,888		

D. Not Practicable to Estimate Fair Value

Not applicable

NOTE 21 – OTHER ITEMS

J. Agents' Balances Certification, Florida Statute 625.012 (5):

For the reporting period, the Company reported net admitted premiums and agents' balances in the course of collection of $144,128,293. Of this amount there were no premiums due from a controlled or controlling person as defined in Florida statute 625.012 (5).

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

The Company does not write health insurance.

NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Incurred losses and LAE attributable to insured events of prior accident years increased by $13,241,004 in 2016, which is less than 1% of the total prior year net unpaid losses and LAE of $2,075,528,042. The unfavorable development is primarily due to private passenger auto liability originally anticipated severity for accident year 2015 increasing by less than 1%. LAE reserves developed unfavorably primarily in defense and cost containment for accident years 2014 and 2015.

NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS

No significant changes

NOTE 27 – STRUCTURED SETTLEMENTS

No significant changes

NOTES TO FINANCIAL STATEMENTS

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:

Not applicable

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

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

2.2 If yes, date of change:

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

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

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

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

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

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

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

Joint Servicing Cost Allocation Agreement between Progressive Casualty Insurance Company and ASI insurance companies was amended 5/31/2016 to remove American Capital Assurance Corp. and amended 6/1/2016 to add Ark Royal Insurance Company.

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

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

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

6.4 By what department or departments?
OHIO

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

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

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

7.2 If yes, give full information:

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

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

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

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

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

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

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

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

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

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

(e) Accountability for adherence to the code.

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

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

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

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

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

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 [ ] No [X]

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

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	0	0
14.23	Common Stock	946,928,471	1,058,275,744
14.24	Short-Term Investments	0	0
14.25	Mortgage Loans on Real Estate	0	0
14.26	All Other	139,580,760	157,624,759
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 1,086,509,231	$ 1,215,900,503
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

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

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

If no, attach a description with this statement.

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

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

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

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

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

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

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

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

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

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

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
30107	STATE STREET GLOBAL MARKETS, LLC	225 FRANKLIN ST BOSTON, MA 02110
153729	MAKAIRA PARTNERS, LLP	4747 EXECUTIVE DRIVE, SAN DIEGO, CA 92121

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.

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

   If yes, attach an explanation.

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

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

5.1 Operating Percentages:

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

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

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

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

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

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

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

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

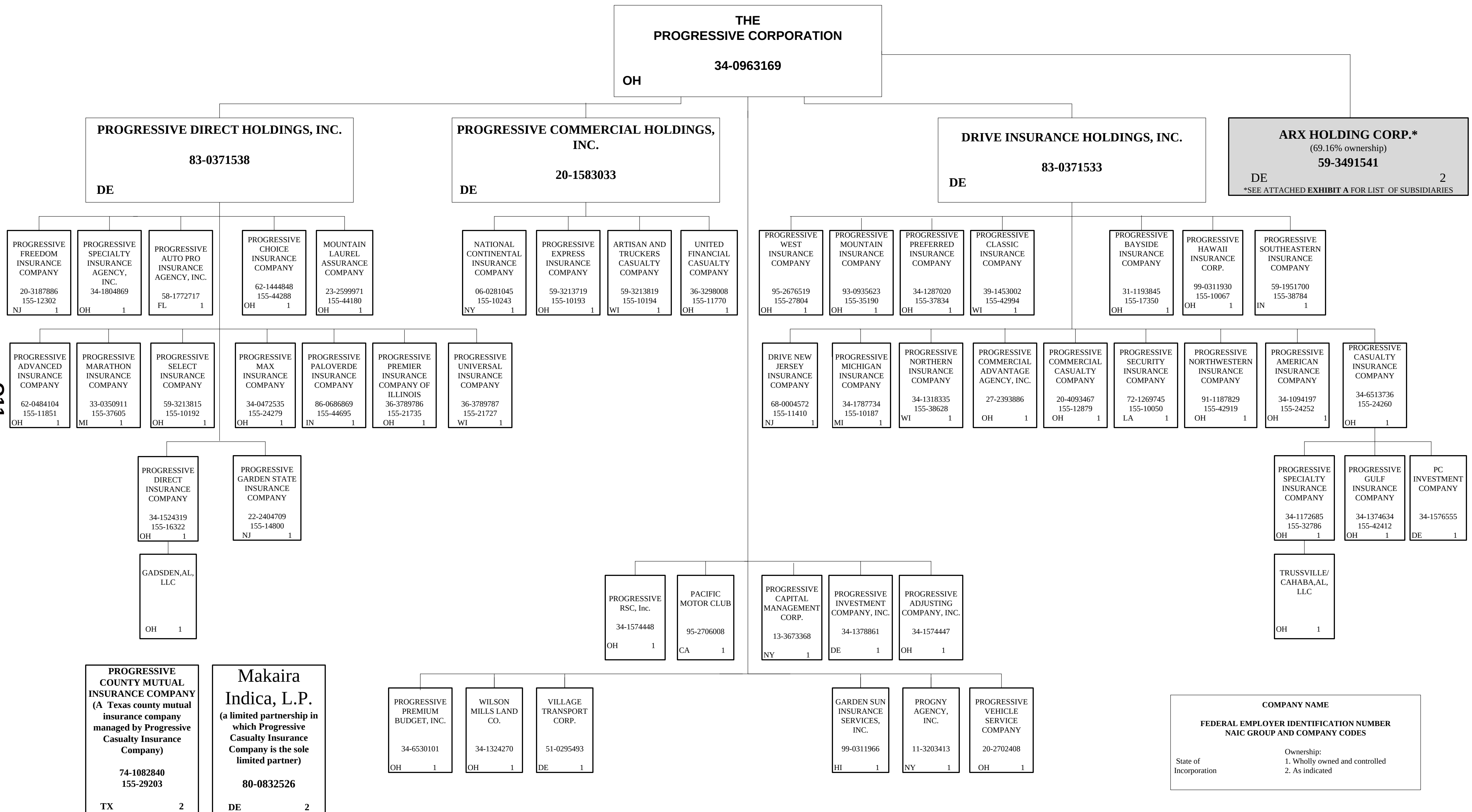
Current Year to Date - Allocated by States and Territories

		1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
	States, Etc.	Active Status	2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1.	Alabama AL	L			3,393	23,042	41,286	53,263
2.	Alaska AK	L	53,050	74,284	(42,657)	16,636	9,187	17,097
3.	Arizona AZ	L	10,632,543	15,936,171	6,540,358	7,439,386	3,864,000	4,679,980
4.	Arkansas AR	L	1,213,845	1,347,262	1,005,238	537,938	675,029	963,889
5.	California CA	L	25,106,138	24,387,491	11,955,466	10,663,579	5,218,760	9,106,359
6.	Colorado CO	L	5,408,780	6,134,643	3,214,765	4,238,052	1,774,406	2,458,241
7.	Connecticut CT	L	119,724,064	90,221,144	54,100,194	49,507,763	72,934,499	63,375,807
8.	Delaware DE	L					6,059	7,031
9.	District of Columbia DC	L	6,433,734	5,790,584	3,700,558	2,817,298	2,572,930	2,749,461
10.	Florida FL	L	3,311	2,955	(3,477)	2,458,494	26,949	36,576
11.	Georgia GA	L	(402)		(6,940)	(254,657)	14,891	19,224
12.	Hawaii HI	L	13,234,200	15,889,969	8,167,446	8,401,807	6,786,661	7,141,705
13.	Idaho ID	L				(1,367)	1,471	27,707
14.	Illinois IL	L	19,835	12,555	15,922	154,109	37,136	589,694
15.	Indiana IN	L			2,400	8,210	43,926	73,861
16.	Iowa IA	L	(3,810)	20,378	17,444	7,068,352	128,755	169,628
17.	Kansas KS	L	115,516	80,719	45,283	135,193	64,393	37,328
18.	Kentucky KY	L	68,732,901	64,730,023	41,962,294	37,965,703	27,242,846	27,553,847
19.	Louisiana LA	L		9,931	(7,323)	(7,619)	12,512	17,141
20.	Maine ME	L	794,133	902,313	245,660	203,063	719,973	440,194
21.	Maryland MD	L	29,744,312	21,796,411	12,147,646	8,815,468	20,172,278	17,000,606
22.	Massachusetts MA	L	26,672,659	14,721,458	11,849,087	4,687,943	9,381,480	5,683,572
23.	Michigan MI	L			(498)	(335)	26,918	31,668
24.	Minnesota MN	L	965,404	1,060,513	632,661	1,408,382	542,150	686,974
25.	Mississippi MS	L			101,611	(1,787)	304,184	513,890
26.	Missouri MO	L	134,263,897	114,241,770	69,394,133	62,692,203	62,052,736	50,674,183
27.	Montana MT	L	201,082	250,171	73,653	280,877	51,731	23,090
28.	Nebraska NE	L		414		21,020	9,269	14,667
29.	Nevada NV	L	847,788	959,929	531,109	11,521,172	741,381	1,660,464
30.	New Hampshire NH	L	41,517	51,396	37,216	39,275	9,994	42,395
31.	New Jersey NJ	L			300,991	649,894	142,749	248,937
32.	New Mexico NM	L	255,707	272,812	129,322	3,372,807	86,113	103,648
33.	New York NY	L	426,214,933	365,622,009	218,846,677	182,412,047	232,258,702	187,810,618
34.	North Carolina NC	L			(2,001)	(1,952)	4,417	5,687
35.	North Dakota ND	L					313	638
36.	Ohio OH	L	14,922,109	16,628,922	8,861,299	12,081,392	10,208,166	9,257,423
37.	Oklahoma OK	L	8		386		5,249	8,366
38.	Oregon OR	L			(3,890)	101,506	24,951	65,845
39.	Pennsylvania PA	L	6,074,523	7,294,979	3,237,103	4,229,778	3,395,293	4,079,552
40.	Rhode Island RI	L	58,048,557	50,193,535	31,279,759	29,326,620	33,994,649	29,715,741
41.	South Carolina SC	L			(3,128)	(108)	4,208	4,787
42.	South Dakota SD	L					483	1,826
43.	Tennessee TN	L	(440)		(5,442)	118,366	64,895	175,115
44.	Texas TX	L	18,746,524	18,987,993	8,237,010	5,796,322	6,108,236	3,638,024
45.	Utah UT	L	212,155	221,635	71,652	135,364	61,188	90,321
46.	Vermont VT	L	271,907	1,112,485	865,817	920,057	289,452	577,680
47.	Virginia VA	L	1,032,710	1,210,878	421,324	2,897,613	6,631,166	6,434,263
48.	Washington WA	L	103,854,436	94,275,059	59,592,387	57,740,881	62,257,648	58,832,315
49.	West Virginia WV	L			(678)	16,080	7,482	18,552
50.	Wisconsin WI	L	162,350	195,454	77,698	138,231	102,983	96,884
51.	Wyoming WY	L		(996)	(2,400)	71,376	2,806	3,822
52.	American Samoa AS	N						
53.	Guam GU	N					230	254
54.	Puerto Rico PR	N						
55.	US Virgin Islands VI	E					651	1,168
56.	Northern Mariana Islands MP	N						
57.	Canada CAN	N				1,927,733		
58.	Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59.	Totals	(a) 51	1,073,999,976	934,637,251	557,586,530	522,773,206	571,119,816	497,021,005

DETAILS OF WRITE-INS

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

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domicilied RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and Other Alien.


THE PROGRESSIVE CORPORATION 34-0963169 OH
PROGRESSIVE DIRECT HOLDINGS, INC. 83-0371538 DE
PROGRESSIVE COMMERCIAL HOLDINGS, INC. 20-1583033 DE
DRIVE INSURANCE HOLDINGS, INC. 83-0371533 DE
ARX HOLDING CORP.* (69.16% ownership) 59-3491541 DE 2
*SEE ATTACHED EXHIBIT A FOR LIST OF SUBSIDIARIES
PROGRESSIVE FREEDOM INSURANCE COMPANY 20-3187886 155-12302 NJ 1
PROGRESSIVE SPECIALTY INSURANCE AGENCY, INC. 34-1804869 OH 1
PROGRESSIVE AUTO PRO INSURANCE AGENCY, INC. 58-1772717 FL 1
PROGRESSIVE CHOICE INSURANCE COMPANY 62-1444848 155-44288 OH 1
MOUNTAIN LAUREL ASSURANCE COMPANY 23-2599971 155-44180 OH 1
NATIONAL CONTINENTAL INSURANCE COMPANY 06-0281045 155-10243 NY 1
PROGRESSIVE EXPRESS INSURANCE COMPANY 59-3213719 155-10193 OH 1
ARTISAN AND TRUCKERS CASUALTY COMPANY 59-3213819 155-10194 WI 1
UNITED FINANCIAL CASUALTY COMPANY 36-3298008 155-11770 OH 1
PROGRESSIVE WEST INSURANCE COMPANY 95-2676519 155-27804 OH 1
PROGRESSIVE MOUNTAIN INSURANCE COMPANY 93-0935623 155-35190 OH 1
PROGRESSIVE PREFERRED INSURANCE COMPANY 34-1287020 155-37834 OH 1
PROGRESSIVE CLASSIC INSURANCE COMPANY 39-1453002 155-42994 WI 1
PROGRESSIVE BAYSIDE INSURANCE COMPANY 31-1193845 155-17350 OH 1
PROGRESSIVE HAWAII INSURANCE CORP. 99-0311930 155-10067 OH 1
PROGRESSIVE SOUTHEASTERN INSURANCE COMPANY 59-1951700 155-38784 IN 1
PROGRESSIVE ADVANCED INSURANCE COMPANY 62-0484104 155-11851 OH 1
PROGRESSIVE MARATHON INSURANCE COMPANY 33-0350911 155-37605 MI 1
PROGRESSIVE SELECT INSURANCE COMPANY 59-3213815 155-10192 OH 1
PROGRESSIVE MAX INSURANCE COMPANY 34-0472535 155-24279 OH 1
PROGRESSIVE PALOVERDE INSURANCE COMPANY 86-0686869 155-44695 IN 1
PROGRESSIVE PREMIER INSURANCE COMPANY OF ILLINOIS 36-3789786 155-21735 OH 1
PROGRESSIVE UNIVERSAL INSURANCE COMPANY 36-3789787 155-21727 WI 1
DRIVE NEW JERSEY INSURANCE COMPANY 68-0004572 155-11410 NJ 1
PROGRESSIVE MICHIGAN INSURANCE COMPANY 34-1787734 155-10187 MI 1
PROGRESSIVE NORTHERN INSURANCE COMPANY 34-1318335 155-38628 WI 1
PROGRESSIVE COMMERCIAL ADVANTAGE AGENCY, INC. 27-2393886 OH 1
PROGRESSIVE COMMERCIAL CASUALTY COMPANY 20-4093467 155-12879 OH 1
PROGRESSIVE SECURITY INSURANCE COMPANY 72-1269745 155-10050 LA 1
PROGRESSIVE NORTHWESTERN INSURANCE COMPANY 91-1187829 155-42919 OH 1
PROGRESSIVE AMERICAN INSURANCE COMPANY 34-1094197 155-24252 OH 1
PROGRESSIVE CASUALTY INSURANCE COMPANY 34-6513736 155-24260 OH 1
PROGRESSIVE DIRECT INSURANCE COMPANY 34-1524319 155-16322 OH 1
PROGRESSIVE GARDEN STATE INSURANCE COMPANY 22-2404709 155-14800 NJ 1
GADSDEN,AL, LLC OH 1
PROGRESSIVE SPECIALTY INSURANCE COMPANY 34-1172685 155-32786 OH 1
PROGRESSIVE GULF INSURANCE COMPANY 34-1374634 155-42412 OH 1
PC INVESTMENT COMPANY 34-1576555 DE 1
TRUSSVILLE/ CAHABA,AL, LLC OH 1
PROGRESSIVE RSC, Inc. 34-1574448 OH 1
PACIFIC MOTOR CLUB 95-2706008 CA 1
PROGRESSIVE CAPITAL MANAGEMENT CORP. 13-3673368 NY 1
PROGRESSIVE INVESTMENT COMPANY, INC. 34-1378861 DE 1
PROGRESSIVE ADJUSTING COMPANY, INC. 34-1574447 OH 1
PROGRESSIVE PREMIUM BUDGET, INC. 34-6530101 OH 1
WILSON MILLS LAND CO. 34-1324270 OH 1
VILLAGE TRANSPORT CORP. 51-0295493 DE 1
GARDEN SUN INSURANCE SERVICES, INC. 99-0311966 HI 1
PROGNY AGENCY, INC. 11-3203413 NY 1
PROGRESSIVE VEHICLE SERVICE COMPANY 20-2702408 OH 1
PROGRESSIVE COUNTY MUTUAL INSURANCE COMPANY (A Texas county mutual insurance company managed by Progressive Casualty Insurance Company) 74-1082840 155-29203 TX 2
Makaira Indica, L.P. (a limited partnership in which Progressive Casualty Insurance Company is the sole limited partner) 80-0832526 DE 2
COMPANY NAME
FEDERAL EMPLOYER IDENTIFICATION NUMBER
NAIC GROUP AND COMPANY CODES
State of Incorporation
Ownership:
1. Wholly owned and controlled
2. As indicated

Q11

09/30/16

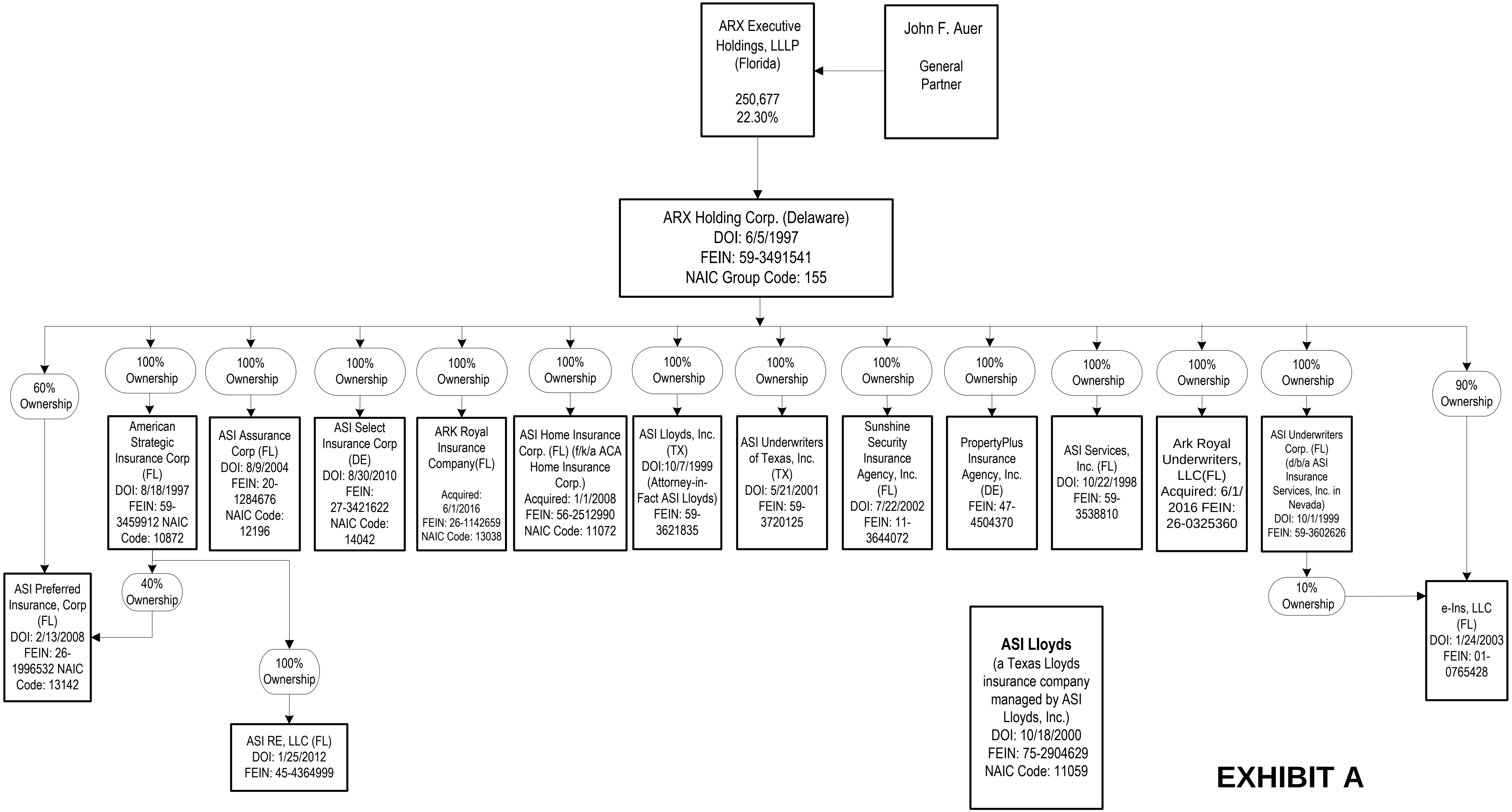

ARX Executive Holdings, LLLP (Florida) 250,677 22.30%
John F. Auer General Partner
ARX Holding Corp. (Delaware) DOI: 6/5/1997 FEIN: 59-3491541 NAIC Group Code: 155
60% Ownership
ASI Preferred Insurance, Corp (FL) DOI: 2/13/2008 FEIN: 26-1996532 NAIC Code: 13142
100% Ownership
American Strategic Insurance Corp (FL) DOI: 8/18/1997 FEIN: 59-3459912 NAIC Code: 10872
40% Ownership
100% Ownership
ASI RE, LLC (FL) DOI: 1/25/2012 FEIN: 45-4364999
100% Ownership
ASI Assurance Corp (FL) DOI: 8/9/2004 FEIN: 20-1284676 NAIC Code: 12196
100% Ownership
ASI Select Insurance Corp (DE) DOI: 8/30/2010 FEIN: 27-3421622 NAIC Code: 14042
100% Ownership
ARK Royal Insurance Company(FL) Acquired: 6/1/2016 FEIN: 26-1142659 NAIC Code: 13038
100% Ownership
ASI Home Insurance Corp. (FL) (f/k/a ACA Home Insurance Corp.) Acquired: 1/1/2008 FEIN: 56-2512990 NAIC Code: 11072
100% Ownership
ASI Lloyds, Inc. (TX) DOI:10/7/1999 (Attorney-in-Fact ASI Lloyds) FEIN: 59-3621835
100% Ownership
ASI Underwriters of Texas, Inc. (TX) DOI: 5/21/2001 FEIN: 59-3720125
100% Ownership
Sunshine Security Insurance Agency, Inc. (FL) DOI: 7/22/2002 FEIN: 11-3644072
100% Ownership
PropertyPlus Insurance Agency, Inc. (DE) FEIN: 47-4504370
100% Ownership
ASI Services, Inc. (FL) DOI: 10/22/1998 FEIN: 59-3538810
100% Ownership
Ark Royal Underwriters, LLC(FL) Acquired: 6/1/2016 FEIN: 26-0325360
100% Ownership
ASI Underwriters Corp. (FL) (d/b/a ASI Insurance Services, Inc. in Nevada) DOI: 10/1/1999 FEIN: 59-3602626
10% Ownership
90% Ownership
e-Ins, LLC (FL) DOI: 1/24/2003 FEIN: 01-0765428
ASI Lloyds (a Texas Lloyds insurance company managed by ASI Lloyds, Inc.) DOI: 10/18/2000 FEIN: 75-2904629 NAIC Code: 11059

EXHIBIT A

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Public Traded (U.S. or International)	Name of Parent, Subsidiaries or Affiliates	Domi-ciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0155	Progressive Insurance Group	14800	22-2404709				Progressive Garden State Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	37605	33-0350911				Progressive Marathon Insurance Company	MI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	24279	34-0472535				Progressive Max Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	44695	86-0686869				Progressive Paloverde Insurance Company	IN	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	21735	36-3789786				Progressive Premier Insurance Company of Illinois	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	10192	59-3213815				Progressive Select Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1804869				Progressive Specialty Insurance Agency, Inc.	OH	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	21727	36-3789787				Progressive Universal Insurance Company	WI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
		00000	99-0311966				Garden Sun Insurance Services, LLC	HI	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	95-2706008				Pacific Motor Club	CA	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	11-3203413				PROGNY Agency, Inc.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1574447				Progressive Adjusting Company, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	13-3673368				Progressive Capital Management Corp.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1378861				Progressive Investment Company, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-6530101				Progressive Premium Budget, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1574448				Progressive RSC, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	20-2702408				Progressive Vehicle Service Company	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	51-0295493				Village Transport Corp.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1324270				Wilson Mills Land Co.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation	1, 3
		00000	80-0832526				Makaira Indica, LP	CA	NIA	Progressive Casualty Insurance Company	Other		The Progressive Corporation	1, 3, 4
		00000	59-3491541				ARX Holding Corp.	DE	NIA	The Progressive Corporation	Ownership	69.160	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	11072	56-2512990				ASI Home Insurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	45-4364999				ASI RE, LLC	FL	NIA	American Strategic Insurance Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	13142	26-1996532				ASI Preferred Insurance Corp.	FL	IA	American Strategic Insurance Corp.	Ownership	40.000	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	13142	26-1996532				ASI Preferred Insurance Corp.	FL	IA	ARX Holding Corp.	Ownership	60.000	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	10872	59-3459912				American Strategic Insurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	11059	75-2904629				ASI Lloyds	TX	IA	ASI Lloyds, Inc.	Management		The Progressive Corporation	1, 3, 5, 6
0155	Progressive Insurance Group	12196	20-1284676				ASI Assurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
0155	Progressive Insurance Group	14042	27-3421622				ASI Select Insurance Corp.	DE	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	59-3538810				ASI Services Inc.	FL	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	59-3621835				ASI Lloyds, Inc.	TX	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	59-3720125				ASI Underwriters of Texas, Inc.	TX	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	11-3644072				Sunshine Security Insurance Agency, Inc.	FL	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	59-3602626				ASI Underwriters Corp.	FL	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation	1, 3, 5
		00000	01-0765428				e-Ins, LLC	FL	NIA	ARX Holding Corp.	Ownership	90.000	The Progressive Corporation	1, 3, 5
		00000	01-0765428				e-Ins, LLC	FL	NIA	ASI Underwriters Corp.	Ownership	10.000	The Progressive Corporation	1, 3, 5

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 Public Traded (U.S. or International)	8 Name of Parent, Subsidiaries or Affiliates	9 Domi-ciliary 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 *
0155...	Progressive Insurance Group.........................	13038......	26-1142659..	....	....	....	ARK Royal Insurance Company..................................	FL..........	IA................	ARX Holding Corp...	Ownership.........	....100.000	The Progressive Corporation..	1, 3, 5....
....	....	00000......	26-0325360..	....	....	....	ARK Royal Underwriters, LLC.....................................	FL..........	NIA.............	ARX Holding Corp...	Ownership.........	....100.000	The Progressive Corporation..	1, 3, 5....
....	....	00000......	47-4504370..	....	....	....	PropertyPlus Insurance Agency, Inc............................	DE.........	NIA.............	ARX Holding Corp...	Ownership.........	....100.000	The Progressive Corporation..	1, 3, 5....

Asteris	Explanation
1	Schedule Y Part 1A is a common schedule for all companies of The Progressive Corporation, however column 10 requires specific relationship information relative to the reporting entity.
2	Progressive County Mutual Insurance Company is a Texas county mutual insurance company that is controlled, but not owned by Progressive Casualty Insurance Company.
3	None of the companies that are part of The Progressive Corporation are Federally chartered or insured institutions and therefore, do not have Federal RSSD numbers.
4	Makaira Indica, LP is a limited partnership in which Progressive Casualty Insurance Company is the sole limited partner.
5	Effective April 1, 2015, The Progressive Corporation purchased a majority ownership share in the ARX Holding Corp., which now consists of ARX Holding Corp. and 16 subsidiaries.
6	ASI Lloyds is a Texas Lloyds insurance company that is managed, but not owned by ASI Lloyds, Inc.

PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date 1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	4 Prior Year to Date Direct Loss Percentage
1. Fire			0.0	
2. Allied lines			0.0	
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril	5,140,954	2,102,929	40.9	53.3
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	28,038,048	14,520,595	51.8	44.6
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made	22,384	(4)	(0.0)	(0.2)
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	9,853,874	5,729,490	58.1	35.7
17.2 Other liability-claims made	238,074	(778,697)	(327.1)	1,814.4
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	544,545,111	345,322,850	63.4	63.0
19.3, 19.4 Commercial auto liability	114,379,455	68,312,705	59.7	58.5
21. Auto physical damage	296,940,262	185,757,806	62.6	61.5
22. Aircraft (all perils)			0.0	
23. Fidelity		(199,038)	0.0	
24. Surety	6,800	(6,226)	(91.6)	(101.0)
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	999,164,962	620,762,408	62.1	61.7
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril	1,912,915	5,475,388	5,101,996
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	10,921,034	33,215,173	31,809,828
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made		30,000	30,000
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence	3,729,176	11,418,911	11,158,968
17.2 Other liability-claims made		250,000	250,000
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	195,271,334	570,344,470	517,127,070
19.3 19.4 Commercial auto liability	42,986,510	137,566,754	89,915,509
21. Auto physical damage	106,647,105	315,695,967	279,230,994
22. Aircraft (all perils)			
23. Fidelity			
24. Surety	1,121	3,311	12,886
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	361,469,195	1,073,999,976	934,637,251
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2016 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2013 + Prior	315,422	66,525	381,947	149,761	6,050	155,811	171,371	7,945	41,489	220,804	5,710	(11,041)	(5,331)
2. 2014	385,181	87,052	472,233	187,595	16,756	204,351	202,434	31,907	42,174	276,515	4,848	3,785	8,633
3. Subtotals 2014 + Prior	700,603	153,577	854,179	337,356	22,807	360,162	373,805	39,851	83,663	497,319	10,558	(7,256)	3,302
4. 2015	958,624	262,725	1,221,349	525,683	84,112	609,795	415,300	93,267	112,926	621,493	(17,640)	27,580	9,939
5. Subtotals 2015 + Prior	1,659,226	416,302	2,075,528	863,039	106,919	969,958	789,105	133,118	196,588	1,118,811	(7,083)	20,324	13,241
6. 2016	XXX	XXX	XXX	XXX	1,877,769	1,877,769	XXX	892,572	246,220	1,138,792	XXX	XXX	XXX
7. Totals	1,659,226	416,302	2,075,528	863,039	1,984,687	2,847,726	789,105	1,025,690	442,808	2,257,603	(7,083)	20,324	13,241
8. Prior Year-End's Surplus As Regards Policyholders	1,610,092												

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. (0.4)%	2. 4.9 %	3. 0.6 %

Col. 13, Line 7 Line 8
4. 0.8 %

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?	YES
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.
3. The data for this supplement is not required to be filed.
4.

Bar Code:

24260201649000003

24260201636500003

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. MISCELLANEOUS OTHER ASSETS	5,114,083	5,114,083	0	
2597. Summary of remaining write-ins for Line 25	5,114,083	5,114,083	0	0

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. INTEREST EXPENSE ON INTERCOMPANY BALANCES	(2,128,847)	(139,047)	(475,837)
1497. Summary of remaining write-ins for Line 14	(2,128,847)	(139,047)	(475,837)

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	559,572,227	569,649,600
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	7,044,249	947,280
2.2 Additional investment made after acquisition	6,338,831	13,845,852
3. Current year change in encumbrances		
4. Total gain (loss) on disposals	(360,503)	(546,462)
5. Deduct amounts received on disposals	347,082	4,697,049
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other-than-temporary impairment recognized		870,389
8. Deduct current year's depreciation	14,444,995	18,756,604
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	557,802,727	559,572,227
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	557,802,727	559,572,227

SCHEDULE B - VERIFICATION

Mortgage Loans

NONE

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

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	139,880,760	144,076,301
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition	10,769,261	8,119,643
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	7,274,738	(12,315,184)
6. Total gain (loss) on disposals	10,497,089	7,609,976
7. Deduct amounts received on disposals	10,497,089	7,609,976
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)	157,924,759	139,880,760
12. Deduct total nonadmitted amounts	100,000	100,000
13. Statement value at end of current period (Line 11 minus Line 12)	157,824,759	139,780,760

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	4,091,738,118	4,075,856,757
2. Cost of bonds and stocks acquired	1,040,318,534	1,319,069,234
3. Accrual of discount	7,881,540	14,016,228
4. Unrealized valuation increase (decrease)	168,078,964	(60,475,736)
5. Total gain (loss) on disposals	21,230,849	15,011,792
6. Deduct consideration for bonds and stocks disposed of	1,009,090,464	1,243,197,469
7. Deduct amortization of premium	6,271,256	12,350,970
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other-than-temporary impairment recognized	6,470,465	16,191,718
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	4,307,415,820	4,091,738,118
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	4,307,415,820	4,091,738,118

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)	2,855,141,516	15,911,102,057	16,268,329,654	42,341,991	2,552,874,405	2,855,141,516	2,540,255,910	1,693,919,192
2. NAIC 2 (a)	429,434,106	181,998,258	35,503,534	(40,930,706)	485,108,629	429,434,106	534,998,124	746,805,410
3. NAIC 3 (a)	25,972,954		25,157,067	(48,859)	27,142,299	25,972,954	767,028	62,827,754
4. NAIC 4 (a)	27,483,550		24,982,305	(1,245)	27,485,770	27,483,550	2,500,000	38,302,400
5. NAIC 5 (a)	59,810			(22,695)	83,375	59,810	37,115	107,062
6. NAIC 6 (a)	61,956,063		4,542,195	789,248	43,357,625	61,956,063	58,203,116	46,428,306
7. Total Bonds	3,400,047,999	16,093,100,315	16,358,514,755	2,127,734	3,136,052,103	3,400,047,999	3,136,761,293	2,588,390,124
PREFERRED STOCK								
8. NAIC 1							0	
9. NAIC 2	50,283,618		4,000,000	1,521,269	73,581,290	50,283,618	47,804,887	70,651,408
10. NAIC 3	47,450,000			1,010,000	48,591,000	47,450,000	48,460,000	45,622,500
11. NAIC 4							0	
12. NAIC 5							0	
13. NAIC 6							0	
14. Total Preferred Stock	97,733,618	0	4,000,000	2,531,269	122,172,290	97,733,618	96,264,887	116,273,908
15. Total Bonds and Preferred Stock	3,497,781,617	16,093,100,315	16,362,514,755	4,659,003	3,258,224,393	3,497,781,617	3,233,026,180	2,704,664,032

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

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	276,088,357	XXX	276,032,197	18,510	68,907

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	22,153,197	89,076,323
2. Cost of short-term investments acquired	3,362,355,555	2,810,797,227
3. Accrual of discount	149,373	
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	43,248	
6. Deduct consideration received on disposals	3,108,601,745	2,877,718,338
7. Deduct amortization of premium	11,271	2,015
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)	276,088,357	22,153,197
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	276,088,357	22,153,197

Sch. DB - Pt. A - Verification
NONE

Sch. DB - Pt. B - Verification
NONE

Sch. DB - Pt. C - Sn. 1
NONE

Sch. DB - Pt. C - Sn. 2
NONE

Sch. DB - Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	486,712,646	228,994,854
2. Cost of cash equivalents acquired	43,202,786,677	70,799,822,452
3. Accrual of discount	3,744,880	856,415
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	2,377	570
6. Deduct consideration received on disposals	42,962,856,213	70,542,960,393
7. Deduct amortization of premium	579,048	1,252
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)	729,811,319	486,712,646
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	729,811,319	486,712,646

SCHEDULE A - PART 2

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

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
Acquired by Purchase								
Campus II Home Office Complex - 300 North Commons Blvd	Mayfield Village	OH	03/27/1998					498,082
Tampa Call Center Bldgs A, B, & C - 4030 Crescent Park Dr	Riverview	FL	12/02/1997					(272)
Phoenix Office Training Complex - 600 E. Curry Rd	Tempe	AZ	08/28/1997					(386)
SOM Data Center - 300 North Commons Blvd	Mayfield Village	OH	03/27/1998					198,717
Plymouth Meeting Office Building - 5165 Campus Dr	Plymouth Meeting	PA	08/27/1998					13,803
Detroit 2 Service Center - 40770 Mound Rd	Sterling Heights	MI	12/01/2005					546,845
Harrisburg 1 Service Center & Claims Office - 3950 Hartzdale Dr	Camp Hill	PA	02/21/2006					39,892
Las Vegas 1 Service Center - 4080 Boulder Hwy	Las Vegas	NV	09/27/2005					57,664
Providence 2 Service Center & Claims Office - 2200 Hartford Ave	Johnston	RI	05/23/2006					23,421
Dallas Ft. Worth 1 Service Center - 2890 Lake Ridge Rd	Lewisville	TX	08/26/2005					6,456
Milwaukee 1 Service Center - 3442 S 103rd St	Milwaukee	WI	10/13/2005					16,671
Atlanta 2 Service Center - 800 Progressive Way NW	Marietta	GA	02/17/2006					(1,040)
Cleveland 1 Service Center - 651 Beta Dr	Mayfield Village	OH	11/16/2005					(786)
New Jersey North Service Center Land - 290 Veterans Blvd	Rutherford	NJ	11/21/2007					496,581
Washington DC in VA Service Center & Claims Office - 6791 Commercial Dr	Springfield	VA	03/29/2007					192
Columbus Service Center & Claims Office - 3208 Morse Rd	Columbus	OH	08/21/2007					16,366
Boston South Service Center Land - 62 Everett St	Westwood	MA	09/13/2012					(1,635)
Dallas Service Center & Claims Office - 1409 Wet N Wild Way	Arlington	TX	02/05/2014					20,333
Miami Service Center - SW 145th Ave	Miramar	FL	03/03/2016					131,312
0199999. Totals					0	0	0	2,062,216
0399999. Totals					0	0	0	2,062,216

SCHEDULE A - PART 3

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

1	Location		4	5	6	7	8	Change in Book/Adjusted Carrying Value Less Encumbrances					14	15	16	17	18	19	20
	2	3						9	10	11	12	13							
Description of Property	City	State	Disposal Date	Name of Purchaser	Actual Cost	Expended for Additions, Permanent Improvements and Changes in Encumbrances	Book/Adjusted Carrying Value Less Encumbrances Prior Year	Current Year's Depreciation	Current Year's Other-Than-Temporary Impairment Recognized	Current Year's Change in Encumbrances	Total Change in B./A.C.V. (11 - 9 - 10)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Amounts Received During Year	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Gross Income Earned Less Interest Incurred on Encumbrances	Taxes, Repairs, and Expenses Incurred

NONE

SCHEDULE B - PART 2

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

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

NONE

SCHEDULE B - PART 3

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

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

NONE

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
		3	4									
CUSIP Identification	Name or Description	City	State	Name of Vendor or General Partner	NAIC Desig-nation	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
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated												
000000 00 0	MAKAIRA INDICA, LP	SAN DIEGO	CA	MAKAIRA PARTNERS, LLC		08/31/2012	1		5,420,673			100.000
299999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliate								0	5,420,673	0	0	XXX
4599999. Subtotal - Affiliated								0	5,420,673	0	0	XXX
4699999. Totals								0	5,420,673	0	0	XXX

SCHEDULE BA - PART 3

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

1	2	Location		5	6	7	8	Changes in Book/Adjusted Carrying Value						15	16	17	18	19	20
		3	4					9	10	11	12	13	14						
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B./A.C.V. (9+10-11+12)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated																			
000000 00 0	MAKAIRA INDICA, LP	SAN DIEGO	CA	MAKAIRA PARTNERS, LLC	08/31/2012	09/30/2016						0			5,497,827		5,497,827	5,497,827	
2299999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated							0	0	0	0	0	0	0	0	5,497,827	0	5,497,827	5,497,827	0
4599999. Subtotal - Affiliated							0	0	0	0	0	0	0	0	5,497,827	0	5,497,827	5,497,827	0
4699999. Totals							0	0	0	0	0	0	0	0	5,497,827	0	5,497,827	5,497,827	0

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)
Bonds - U.S. Government									
912828 VS 6	US TREASURY NOTE 2.500% 08/15/23		07/15/2016	CSFBdirect		4,294,531	4,000,000	42,308	1
0599999. Total Bonds - U.S Government						4,294,531	4,000,000	42,308	XXX
Bonds - U.S. States, Territories and Possessions									
882721 RM 7	TEXAS ST 0.850% 04/01/36		08/15/2016	Goldman Sachs		104,710,000	104,710,000	27,007	1FE
882723 J6 7	TEXAS ST 0.840% 12/01/46		09/08/2016	BNY Capital Mrkts		50,000,000	50,000,000	9,686	1FE
1799999. Total Bonds - U.S. States, Territories and Possessions						154,710,000	154,710,000	36,693	XXX
Bonds - U.S. Special Revenue and Special Assessment									
3137G0 LG 2	STACR 2016-DNA4 M1 1.324% 03/25/29		09/26/2016	JP Morgan Securities		13,000,000	13,000,000		2FE
3137G0 LH 0	STACR 2016-DNA4 M2 1.824% 03/25/29		09/26/2016	JP Morgan Securities		10,000,000	10,000,000		2FE
594653 7N 1	MICHIGAN ST HSG DEV 3.500% 06/01/47		09/23/2016	Barclays Capital		8,505,360	8,000,000		1FE
64971M 2B 7	NEW YORK N Y CITY TRANSITIONAL 0.950% 05/01/34		08/25/2016	Barclays Capital		54,920,000	54,920,000	17,211	1FE
64971W CT 5	NEW YORK CITY NY TRANSITIONAL 0.900% 11/01/42		08/25/2016	Barclays Capital		47,700,000	47,700,000	13,385	1FE
708692 BD 9	PENNSYLVANIA ST ECON DEV FING 0.750% 04/01/19		09/30/2016	Bank of America Corp		9,500,000	9,500,000		2FE
708692 BE 7	PENNSYLVANIA ST ECON DEV FING 0.000% 12/01/30		09/30/2016	Bank of America Corp		4,715,000	4,715,000		2FE
74265L SJ 8	PRIVATE COLL & UNIV GA 0.670% 09/01/35		09/29/2016	Mountain Laurel Assurance Company		16,400,000	16,400,000	7,967	1FE
83712T BZ 3	SOUTH CAROLINA ST HSG FIN 5.000% 07/01/27		09/01/2016	Progressive Choice Insurance Company		150,787	140,000	1,167	1FE
882750 LZ 3	TEXAS ST HSG & CMNTY 5.000% 07/01/29		09/01/2016	Progressive Choice Insurance Company		903,711	845,000	7,042	1FE
97689Q EL 6	WISCONSIN HSG & ECONOMIC DEV 3.500% 09/01/46		09/21/2016	JP Morgan Securities		4,255,760	4,000,000		1FE
98322Q LL 9	WYOMING ST CMNTY DEV AUTH HSGR 3.500% 12/01/38		09/09/2016	Bank of America Corp		6,389,154	5,970,000		1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						176,439,772	175,190,000	46,772	XXX
Bonds - Industrial and Miscellaneous									
00507V AG 4	ACTIVISION BLIZZARD INC 2.300% 09/15/21		09/14/2016	Bank of America Corp		6,991,460	7,000,000		2FE
029912 BD 3	AMERICAN TOWER CORP 4.500% 01/15/18		09/15/2016	Bank of America Corp		7,539,783	7,250,000	58,906	2FE
053332 AN 2	AUTOZONE INC 2.875% 01/15/23		09/16/2016	Cantor Fitzgerald		2,122,270	2,087,000	11,000	2FE
07274E AB 9	BAYER US FINANCE LLC 1.500% 10/06/17		09/15/2016	Bank of America Corp		9,996,900	10,000,000	68,333	1FE
12635Y AB 9	CNH 2016-C A2 1.260% 02/18/20		09/13/2016	Wells Fargo Bank		29,997,270	30,000,000		1FE
12649G AA 4	CSMC 2014-OAK1 1A1 3.000% 11/25/29		09/27/2016	Key Bank NA, Cleveland		11,814,217	11,540,138	27,889	1FM
17305E FN 0	CCCIT 2014-A2 A2 1.020% 02/22/19		09/14/2016	Barclays Capital		8,238,538	8,235,000	6,300	1FE
17325C AC 9	CGCMT 2016-SMPL B 2.576% 09/10/31		09/23/2016	Citicorp Securities Inc		5,999,803	6,000,000	5,152	1FE
23305M AJ 4	DBCCR 2014-ARCP D 4.935% 01/10/34		08/19/2016	Deutsche Bank		9,540,625	10,000,000	32,577	1FM
31620M AN 6	FIDELITY NATIONAL INFORM 2.850% 10/15/18		09/16/2016	Suntrust Robinson Humphrey		7,707,675	7,500,000	92,625	2FE
36190S AL 6	GPPT 2014-GPP D 3.275% 02/15/27		09/16/2016	JP Morgan Securities		4,466,250	4,500,000	2,443	1FM
36251M AB 7	GMALT 2016-3 A2A 1.350% 02/20/19		09/13/2016	Credit Agricole Securities		19,999,694	20,000,000		1FE
438124 AB 5	HAROT 2016-3 A2 1.010% 10/18/18		08/15/2016	Citicorp Securities Inc		20,998,954	21,000,000		1FE
44891E AB 5	HART 2016-B A2 1.120% 10/15/19		09/14/2016	JP Morgan Securities		33,999,096	34,000,000		1FE
46636A AN 2	JPMCC 2010-CNTR D 6.184% 08/05/32		09/07/2016	Bank of America Corp		2,801,953	2,500,000	4,881	1FM
46646G AE 7	JPMCC 2016-NINE B 2.854% 10/06/38		08/25/2016	JP Morgan Securities		25,233,441	25,026,000	49,602	1FE
61691B AG 6	MSCBB 2016-MART B 2.480% 09/13/31		09/15/2016	Morgan Stanley		21,999,912	22,000,000	39,401	1FE

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)
61691B AL 5	MSCBB 2016-MART D 3.309% 09/13/31		09/14/2016	Morgan Stanley		16,957,449	17,000,000	40,626	2AM
655844 AZ 1	NORFOLK SOUTHERN CORP 5.750% 04/01/18		09/19/2016	Bank of America Corp		4,162,431	3,900,000	106,519	2FE
714294 AF 2	PERRIGO CO LTD 2.300% 11/08/18	E	08/16/2016	Wells Fargo Bank		9,404,368	9,348,000	60,321	2FE
80283W AE 9	SDART 2014-2 B 1.620% 02/15/19		09/15/2016	Barclays Capital		887,918	887,260	200	1FE
80283Y AE 5	SDART 2014-4 B 1.820% 05/15/19		09/15/2016	Barclays Capital		2,900,584	2,895,156	732	1FE
913903 AT 7	UNIVERSAL HEALTH SERVICES INC 5.000% 06/01/26		09/19/2016	JP Morgan Securities		6,702,711	6,461,000	97,812	2FE
929160 AS 8	VULCAN MATERIALS CO 4.500% 04/01/25		09/19/2016	Barclays Capital		8,451,375	7,800,000	165,150	2FE
82481L AA 7	SHIRE ACQ INV IRELAND DA 1.900% 09/23/19	F	09/19/2016	Barclays Capital		5,995,140	6,000,000		2FE
82481L AB 5	SHIRE ACQ INV IRELAND DA 2.400% 09/23/21	F	09/19/2016	Barclays Capital		29,967,600	30,000,000		2FE
82481L AC 3	SHIRE ACQ INV IRELAND DA 2.875% 09/23/23	F	09/19/2016	Barclays Capital		34,995,450	35,000,000		2FE
3899999. Total Bonds - Industrial and Miscellaneous						349,872,867	347,929,554	870,469	XXX
8399997. Total Bonds - Part 3						685,317,170	681,829,554	996,242	XXX
8399999. Total Bonds						685,317,170	681,829,554	996,242	XXX
Common Stocks - Industrial and Miscellaneous									
00287Y 10 9	ABBVIE INC		09/26/2016	State Street Bank	6,300.000	404,881	XXX		L
02043Q 10 7	ALNYLAM PHARMACEUTICALS INC		09/26/2016	State Street Bank	4,000.000	304,678	XXX		L
165167 10 7	CHESAPEAKE ENERGY CORP		09/26/2016	State Street Bank	20,300.000	135,756	XXX		L
20084V 10 8	COMMERCEHUB INC A		07/25/2016	Spin Off	936.700	2,693	XXX		L
20084V 30 6	COMMERCEHUB INC C		07/25/2016	Spin Off	1,873.400	5,469	XXX		L
20341J 10 4	COMMUNICATIONS SALES & LE		09/26/2016	State Street Bank	15,600.000	507,044	XXX		L
24703L 10 3	DELL TECHNOLOGIES INC		09/07/2016	State Street Bank	4,525.280	205,674	XXX		L
34959J 10 8	FORTIVE CORPORATION		07/05/2016	Spin Off	6,200.000	50,564	XXX		L
42806J 10 6	HERTZ GLOBAL HOLDINGS INC		07/01/2016	Spin Off	3,180.000	11,856	XXX		L
49456B 10 1	KINDER MORGAN INC		09/26/2016	State Street Bank	40,600.000	888,624	XXX		L
525327 10 2	LEIDOS HOLDINGS INC		08/16/2016	Tax Free Exchange	3,868.610	93,926	XXX		L
571903 20 2	MARRIOTT INTERNATIONAL INC CLASS A		09/23/2016	State Street Bank	14,960.000	294,204	XXX		L
651639 10 6	NEWMONT MINING CORP HLDG CO		09/26/2016	State Street Bank	9,500.000	375,769	XXX		L
756109 10 4	REALTY INCOME CORP		09/26/2016	State Street Bank	17,600.000	1,209,071	XXX		L
79466L 30 2	SALESFORCE.COM INC		09/26/2016	State Street Bank	11,800.000	828,331	XXX		L
81721M 10 9	SENIOR HOUSING PROP TRUST		09/26/2016	State Street Bank	30,100.000	708,121	XXX		L
912909 10 8	UNITED STATES STEEL CORP		09/26/2016	State Street Bank	7,100.000	138,648	XXX		L
92343V 10 4	VERIZON COMMUNICATIONS INC		09/26/2016	State Street Bank	40,700.000	2,124,772	XXX		L
00BY7Q L6 4	JOHNSON CONTROLS INTL PLC	F	09/06/2016	Tax Free Exchange	1,623.500	34,764	XXX		L
G16234 10 9	BROOKFIELD BUSINESS PT - UNIT	F	07/01/2016	State Street Bank		9,016	XXX		L
G47567 10 5	IHS MARKIT LTD	F	07/13/2016	Tax Free Exchange	30,586.760	993,221	XXX		L
G98294 10 4	XL GROUP LTD	F	07/25/2016	Tax Free Exchange	24,500.000	396,719	XXX		L
9099999. Total Common Stocks - Industrial and Miscellaneous						9,723,801	XXX	0	XXX
9799997. Total Common Stocks - Part 3						9,723,801	XXX	0	XXX

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)
9799999. Total Common Stocks						9,723,801	XXX	0	XXX
9899999. Total Preferred and Common Stocks						9,723,801	XXX	0	XXX
9999999. Total Bonds, Preferred and Common Stocks						695,040,971	XXX	996,242	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
Bonds - U.S. Government																					
912828 VW 7	US TREASURY NOTE 0.875% 09/15/16		09/15/2016.	Maturity		3,300,000	3,300,000	3,320,462	3,308,539		(8,539)		(8,539)		3,300,000			0	28,875	09/15/2016.	1
0599999. Total Bonds - U.S Government						3,300,000	3,300,000	3,320,462	3,308,539	0	(8,539)	0	(8,539)	0	3,300,000	0	0	0	28,875	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
20775B V5 2	CONN ST HSG FIN AUTH HSG MTG 4.000% 11/15/44		09/08/2016.	Call 100.0000		200,000	200,000	215,814	211,347		(11,347)		(11,347)		200,000			0	6,511	11/15/2023.	1FE
30711X BA 1	CAS 2015-C03 1M1 2.025% 07/25/25		09/25/2016.	Paydown		5,151,382	5,151,382	5,151,382	5,151,251		131		131		5,151,382			0	66,964	07/25/2025.	1FE
30711X BZ 6	CAS 2016-C02 1M1 2.675% 09/25/28		09/25/2016.	Paydown		417,058	417,058	417,058					0		417,058			0	4,484	09/25/2028.	2FE
313921 6B 9	FNGT GT 2001-T10 A2 PT 7.500% 12/25/41		09/01/2016.	Paydown		128,698	128,698	140,482	147,650		(18,952)		(18,952)		128,698			0	6,318	12/25/2041.	1FE
313921 6F 0	FNGT 2001-W3 A 6.627% 09/01/41		09/01/2016.	Paydown		4,542	4,542	4,670	4,589		(48)		(48)		4,542			0	202	09/01/2041.	1FE
31392C MS 0	FNW 2002-W1 2A 6.191% 02/25/42		09/01/2016.	Paydown		15,077	15,077	16,246	15,808		(731)		(731)		15,077			0	641	02/25/2042.	1FE
34074M CH 2	FLORIDA HSG FIN CORP REV 5.000% 07/01/28		07/01/2016.	Call 100.0000		430,000	430,000	457,413	438,398		(8,398)		(8,398)		430,000			0	21,500	01/01/2019.	1FE
34074M GZ 8	FLORIDA HSG FIN CORP REV 4.500% 01/01/29		07/01/2016.	Call 100.0000		415,000	415,000	448,275	429,241		(14,241)		(14,241)		415,000			0	18,675	01/01/2021.	1FE
462467 MP 3	IOWA FIN AUTH SF MTG 4.500% 01/01/29		07/21/2016.	Call 100.0000		75,000	75,000	80,897	77,647		(2,647)		(2,647)		75,000			0	3,563	07/01/2021.	1FE
49130T QS 8	KENTUCKY HSG CORP HSG REV 3.500% 01/01/33		08/15/2016.	Call 100.0000		760,000	760,000	810,365	798,910		(38,910)		(38,910)		760,000			0	29,851	07/01/2025.	1FE
60416Q AZ 7	MINNESOTA ST HSG FIN AGY 4.250% 07/01/28		09/01/2016.	Call 100.0000		130,000	130,000	138,899	133,403		(3,403)		(3,403)		130,000			0	5,791	01/01/2020.	1FE
60416Q CD 4	MINNESOTA ST HSG FIN AGY 4.500% 01/01/31		09/01/2016.	Call 100.0000		130,000	130,000	137,619	134,176		(4,176)		(4,176)		130,000			0	6,244	07/01/2021.	1FE
60416Q DL 5	MINNESOTA ST HSG FIN AGY 4.500% 07/01/34		09/01/2016.	Call 100.0000		105,000	105,000	113,353	109,107		(4,107)		(4,107)		105,000			0	5,119	07/01/2021.	1FE
60416S BE 9	MINNESOTA ST HSG FIN AGY 4.000% 07/01/40		09/01/2016.	Call 100.0000		410,000	410,000	436,252	425,310		(15,310)		(15,310)		410,000			0	17,750	07/01/2021.	1FE
60636X 5N 9	MISSOURI ST HSG SF 4.800% 03/01/40		09/01/2016.	Call 100.0000		140,000	140,000	145,740	141,851		(1,851)		(1,851)		140,000			0	6,300	03/01/2019.	1FE
63968M HM 4	NEBRASKA ST INVESTMENT FIN AUT 3.000% 03/01/43		09/01/2016.	Call 100.0000		365,000	365,000	378,746	372,243		(7,243)		(7,243)		365,000			0	10,050	09/01/2018.	1FE
63968M HN 2	NEBRASKA ST INVESTMENT FIN AUT 3.000% 09/01/43		09/01/2016.	Call 100.0000		230,000	230,000	237,827	235,104		(5,104)		(5,104)		230,000			0	6,338	03/01/2022.	1FE
647200 2F 0	NEW MEXICO MTG FIN AGY 4.000% 03/01/44		09/01/2016.	Call 100.0000		60,000	60,000	64,435	63,306		(3,306)		(3,306)		60,000			0	2,400	06/01/2024.	1FE
647200 4R 2	NEW MEXICO MTG FIN AGY 3.500% 03/01/46		09/01/2016.	Call 100.0000		240,000	240,000	254,683			(14,683)		(14,683)		240,000			0	2,893	06/01/2027.	1FE
647200 M9 2	NEW MEXICO MTG FIN AGY 4.500% 09/01/28		09/01/2016.	Call 100.0000		150,000	150,000	161,481	154,254		(4,254)		(4,254)		150,000			0	6,300	03/01/2020.	1FE
647200 P9 9	NEW MEXICO MTG FIN AGY 4.375% 09/01/28		09/01/2016.	Call 100.0000		170,000	170,000	184,525	176,989		(6,989)		(6,989)		170,000			0	7,438	09/01/2021.	1FE
65888M 6T 3	NORTH DAKOTA ST HSG 5.750% 01/01/38		07/01/2016.	Call 100.0000		10,000	10,000	10,020	10,010		(10)		(10)		10,000			0	575	07/01/2017.	1FE
658909 DC 7	NORTH DAKOTA ST HSG FIN AGY 3.750% 07/01/42		07/01/2016.	Call 100.0000		410,000	410,000	440,135	429,064		(19,064)		(19,064)		410,000			0	15,375	01/01/2023.	1FE
67886M CL 1	OKLAHOMA HSG FIN SF 5.800% 09/01/37		09/01/2016.	Call 100.7037		271,900	270,000	294,516	278,431		(6,531)		(6,531)		271,900			0	15,660	09/01/2018.	1FE
67886M HH 5	OKLAHOMA HSG FIN SF 6.800% 09/01/38		09/01/2016.	Call 100.0000		325,000	325,000	341,478	326,892		(1,892)		(1,892)		325,000			0	22,100	12/01/2016.	1FE
679110 DY 9	OKLAHOMA STUDENT LOAN AUTHORIT 1.390% 09/03/24		09/01/2016.	Call 100.0000		185,000	185,000	185,000	185,028		(28)		(28)		185,000			0	1,872	09/01/2016.	1FE
83712D QV 1	SOUTH CAROLINA HSG 6.000% 07/01/38		07/01/2016.	Call 100.0000		10,000	10,000	10,386	10,160		(160)		(160)		10,000			0	600	01/01/2017.	1FE
83712T AX 9	SOUTH CAROLINA ST HSG FIN 5.000% 01/01/28		09/01/2016.	Call 100.0000		75,000	75,000	80,408	76,750		(1,750)		(1,750)		75,000			0	4,083	07/01/2019.	1FE
83712T BZ 3	SOUTH CAROLINA ST HSG FIN 5.000% 07/01/27		09/01/2016.	Call 100.0000		45,000	45,000	48,931	47,158		(2,158)		(2,158)		45,000			0	2,438	01/01/2022.	1FE
88045R WH 1	TENNESSEE HSG DEV 4.500% 07/01/31		09/01/2016.	Call 100.0000		130,000	130,000	139,512	137,475		(7,475)		(7,475)		130,000			0	6,413	07/01/2022.	1FE
882750 NA 6	TEXAS ST HSG & CMNTY 4.250% 01/01/34		09/01/2016.	Call 100.0000		70,000	70,000	75,558	73,514		(3,514)		(3,514)		70,000			0	3,205	06/01/2022.	1FE
93978T QX 0	WASHINGTON ST HSG 3.000% 06/01/37		09/01/2016.	Call 100.0000		110,000	110,000	113,946	112,982		(2,982)		(2,982)		110,000			0	2,475	06/01/2022.	1FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						11,368,657	11,366,757	11,736,052	10,908,048	0	(211,133)	0	(211,133)	0	11,368,657	0	0	0	310,128	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00432C AR 2	ACCSS 2002-A A2 2.053% 09/25/37	.	09/25/2016.	Paydown		650,000	650,000	518,375	617,391		32,609		32,609		650,000			0	9,782	09/25/2037	1FE
03072S L8 6	AMSI 2005-R8 M1 0.995% 10/25/35	.	09/25/2016.	Paydown		804,350	804,350	778,611	795,194		9,156		9,156		804,350			0	5,594	10/25/2035	1FM
045424 DU 9	ASC 1997-D4 PS1 IO 1.723% 04/11/29	.	09/11/2016.	Paydown				6,067	1,547		(1,547)		(1,547)					0	994	04/11/2029	5FE
045424 FJ 2	ASC 1997-D5 PS1 IO 1.516% 02/11/43	.	09/11/2016.	Paydown				3,657	1,923	114	(2,036)		(1,922)					0	2,181	02/11/2043	5FE
05490C AC 3	BCAP 2013-RR12 1A3 1.024% 05/26/35	.	09/25/2016.	Paydown		591,967	591,967	558,669	558,782	5,849	27,337		33,186		591,967			0	3,804	05/26/2035	6*
05532E AJ 4	BCAP 2009-RR10 5A1 2.962% 01/26/36	.	09/01/2016.	Paydown		346,222	346,222	331,508	339,769		6,453		6,453		346,222			0	6,600	01/26/2036	1FM
05532F AE 2	BCAP 2009-RR11 2A1 2.890% 10/26/35	.	09/01/2016.	Paydown		237,037	237,037	232,000	235,479		1,558		1,558		237,037			0	4,257	10/26/2035	1FM
05543A AE 0	BCAP 2014-RR1 2A1 2.531% 01/26/36	.	09/01/2016.	Paydown		386,913	386,913	391,749	398,349		(11,436)		(11,436)		386,913			0	6,499	01/26/2036	1FM
05543D AW 4	BCAP LLC TRUST 2014-RR2 6A1 0.764% 10/26/36	.	09/25/2016.	Paydown		2,038,433	2,038,433	1,908,483	1,959,875		78,558		78,558		2,038,433			0	9,615	10/26/2036	1FM
05544G AC 0	BCAP LLC TRUST 2014-RR5 1A3 0.749% 01/26/36	.	09/25/2016.	Paydown		2,458,767	2,458,767	2,348,122	2,391,408		67,359		67,359		2,458,767			0	10,482	01/26/2036	2FE
05545J AG 4	BCAP LLC TRUST 2015-RR3 3A1 0.804% 08/27/35	.	09/25/2016.	Paydown		627,841	627,841	594,094	599,713	4,369	23,758		28,127		627,841			0	3,075	08/27/2035	6*
05949C FY 7	BOAMS 2005-H 2A3 3.226% 09/25/35	.	09/01/2016.	Paydown		18,239	18,507	18,346	18,037		202		202		18,239			0	356	09/25/2035	2FM
05949C HS 8	BOAMS 2005-I 2A3 3.039% 03/25/54	.	09/01/2016.	Paydown		9,116	10,360	10,355	9,736		(619)		(619)		9,116			0	208	03/25/2054	1FM
05955R AC 8	BALL 2009-FDG B 7.031% 01/25/42	.	08/01/2016.	Paydown		21,000,000	21,000,000	23,106,113	21,682,797		(682,797)		(682,797)		21,000,000			0	984,340	01/25/2042	1FM
073879 R4 2	BSABS 2005-HE9 M1 1.035% 10/25/35	.	09/25/2016.	Paydown		479,465	479,465	342,314	468,717		10,748		10,748		479,465			0	3,780	10/25/2035	1FM
07387A GH 2	BSARM 2005-12 25A1 2.317% 05/25/53	.	09/01/2016.	Paydown		47,408	51,471	31,254	31,254		16,154		16,154		47,408			0	696	05/25/2053	1FM
12558D AC 6	CITEC 2013-VT1 A3 1.130% 07/20/20	.	09/20/2016.	Paydown		2,956,677	2,956,677	2,956,588	2,957,018		(341)		(341)		2,956,677			0	22,204	07/20/2020	1FE
12592Y AB 0	CNH 2015-B A2A 0.840% 08/15/18	.	09/15/2016.	Paydown		1,919,698	1,919,698	1,919,578	1,919,639		59		59		1,919,698			0	10,739	08/15/2018	1FE
12648G AA 5	CSMC 2014-3R 1A1 0.974% 03/27/36	.	09/25/2016.	Paydown		1,314,341	1,314,341	1,260,124	1,278,459		35,882		35,882		1,314,341			0	7,804	03/27/2036	1FM
12650E AS 6	CSMC 2015-6R 3A1 3.313% 02/27/36	.	09/01/2016.	Paydown		2,189,018	2,189,018	2,180,810	2,181,052		7,966		7,966		2,189,018			0	47,674	02/27/2036	2FE
126670 NE 4	CWL 2005-BC5 M1 0.985% 01/25/36	.	09/25/2016.	Paydown		2,885,044	2,885,044	2,027,917	2,721,455		163,589		163,589		2,885,044			0	17,064	01/25/2036	1FM
14987B AD 5	CC HOLDINGS GS V LLC/CRO 2.381% 12/15/17	.	09/21/2016.	Call 100.0000		4,585,000	4,585,000	4,568,861	4,577,745		7,255		7,255		4,585,000			0	161,378	12/15/2017	2FE
161505 GN 6	CCMSC 2000-3 X IO 0.872% 10/15/32	.	09/01/2016.	Paydown				19					0					0	57	10/15/2032	6*
17309Q AD 6	CMLTI 2006-WFH3 A4 0.765% 10/25/36	.	09/25/2016.	Paydown		2,055,145	2,055,145	1,889,128	2,000,095		55,049		55,049		2,055,145			0	9,259	10/25/2036	1FM
17321T AA 0	CMLTI 2013-9 1A1 2.870% 10/25/35	.	09/01/2016.	Paydown		840,254	840,254	857,060	870,649		(30,395)		(30,395)		840,254			0	15,021	10/25/2035	1FM
17322B AL 4	CMLTI 2013-11 3A1 3.070% 09/25/34	.	09/01/2016.	Paydown		2,319,189	2,319,189	2,348,034	2,384,724		(65,535)		(65,535)		2,319,189			0	41,843	09/25/2034	1FM
17323J AG 7	CMLTI 2014-11 3A1 0.684% 09/25/36	.	09/25/2016.	Paydown		2,707,187	2,707,187	2,639,508	2,671,926		35,261		35,261		2,707,187			0	11,049	09/25/2036	2FE
17323L AP 2	CMLTI 2015-3 3A1 0.654% 06/25/36	.	09/25/2016.	Paydown		431,635	431,635	401,690	401,433	6,452	23,750		30,202		431,635			0	1,574	06/25/2036	6*
20046F AS 9	COMM 2001-J2A X IO 0.346% 07/01/34	.	07/01/2016.	Paydown				655,659	23,231		(23,231)		(23,231)					0	19,020	07/01/2034	3FE
20046P AG 3	COMM 2000-C1 X IO 0.277% 08/15/33	.	09/01/2016.	Paydown				38		4	(4)		0					0	44	08/15/2033	6*
201736 AE 5	CMLBC 2001-CMLB X IO 0.423% 06/01/31	.	09/01/2016.	Paydown				62,435	24,081		(24,081)		(24,081)					0	4,578	06/01/2031	3FE
22540V G6 3	CSFB 2002-9 1A1 7.000% 03/25/40	.	09/01/2016.	Paydown		100	100	91	91		9		9		100			0	5	03/25/2040	1FM
233050 AN 3	DBUBS 2011-LC1A A1 3.742% 11/10/46	.	09/01/2016.	Paydown		113,750	113,750	115,254	113,824		(73)		(73)		113,750			0	2,826	11/10/2046	1FM

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
32027N SJ 1	FFML 2005-FF6 M1 1.155% 05/25/36		09/25/2016	Paydown		627,183	627,183	602,879	622,769		4,414		4,414		627,183			0	4,578	05/25/2036	1FM
33736X BN 8	FUNBC 2000-C2 IO 1.844% 10/15/32		09/01/2016	Paydown				5					0					0	49	10/15/2032	6*
33736X CR 8	FUNBC 2001-C2 IO 2.188% 01/12/43		07/01/2016	Paydown				40,926					0					0	9,614	01/12/2043	6*
37045V AE 0	GENERAL MOTORS CO 4.875% 10/02/23		08/05/2016	Suntrust Robinson Humphrey		3,247,590	3,000,000	3,165,000	3,145,411		(9,796)		(9,796)		3,135,615		111,975	111,975	125,125	10/02/2023	2FE
393505 ZE 5	GT 1998-1 A6 6.330% 11/01/29		09/01/2016	Paydown		62,517	62,517	62,507	62,514		3		3		62,517			0	2,645	11/01/2029	1FE
466247 QC 0	JPMMT 2005-A3 4A1 2.959% 02/25/40		09/01/2016	Paydown		70,175	70,175	68,144	72,492		(2,318)		(2,318)		70,175			0	1,450	02/25/2040	1FM
46629T AD 2	JPMAC 2006-CH1 A4 0.665% 07/25/36		09/25/2016	Paydown		2,037,114	2,037,114	1,998,918	2,027,624		9,489		9,489		2,037,114			0	8,100	07/25/2036	1FM
46643U DJ 5	JPMMT 2015-1 AM1 2.661% 12/25/44		09/01/2016	Paydown		1,410,528	1,410,528	1,403,917			6,612		6,612		1,410,528			0	12,847	12/25/2044	1FE
52108H BZ 6	LBUBS 2000-C4 X IO 1.315% 07/11/32		09/11/2016	Paydown				816					0					0	294	07/11/2032	5FE
55315G AB 4	MMAF 2015-AA A2 0.960% 09/18/17		09/16/2016	Paydown		3,645,510	3,645,510	3,645,198	3,645,365		145		145		3,645,510			0	24,321	09/18/2017	1FE
576433 UF 1	MARM 2004-13 3A1 3.028% 02/21/54		09/01/2016	Paydown		30,991	30,991	30,007	32,826		(1,835)		(1,835)		30,991			0	589	02/21/2054	1FM
59549P AA 6	MDST 4 A PT 8.330% 04/01/30		07/01/2016	Paydown		15,069	15,069	15,888	15,069				0		15,069			0	941	04/01/2030	1FE
61760R BA 9	MSC 2011-C3 A3 4.054% 07/15/49		09/01/2016	Paydown		684,033	684,033	697,064	690,446		(6,413)		(6,413)		684,033			0	20,798	07/15/2049	1FM
61762B AE 5	MSRR 2013-R3 1B1 3.070% 02/26/36		09/01/2016	Paydown		102,364	102,364	99,421	99,805	598	1,961		2,559		102,364			0	2,031	02/26/2036	6*
61762B CH 6	MSRR 2013-R3 8A 2.703% 01/26/36		09/01/2016	Paydown		445,398	445,398	449,017	455,125		(9,726)		(9,726)		445,398			0	7,695	01/26/2036	1FM
61762L BG 7	MSRR 2013-R6 5A 0.804% 04/26/53		09/25/2016	Paydown		1,269,098	1,269,098	1,207,626	1,256,759		12,338		12,338		1,269,098			0	6,186	04/26/2053	1FM
61763W AB 4	MSRR 2014-R5 B1 0.692% 11/26/33		09/25/2016	Paydown		2,788,388	2,788,388	2,704,737			83,651		83,651		2,788,388			0	3,796	11/26/2033	6*
655356 JJ 3	NASC 1998-D6 PS1 IO 1.819% 03/11/30		09/11/2016	Paydown				1,924	2,234		(2,234)		(2,234)					0	1,875	03/11/2030	5FE
65535V BZ 0	NAA 2003-A3 A1 5.500% 08/25/33		09/01/2016	Paydown		23,705	23,705	23,741	23,918		(213)		(213)		23,705			0	881	08/25/2033	1FM
69348H CR 7	PNCMA 2000-C2 X IO 2.060% 10/01/33		09/01/2016	Paydown				155					0					0	137	10/01/2033	5FE
743873 AX 9	PFMLT 2005-1 2A1 2.842% 05/25/35		09/01/2016	Paydown		19,968	19,968	19,494	20,775		(807)		(807)		19,968			0	370	05/25/2035	1FM
743873 BL 4	PFMLT 2005-2 2A1A 3.033% 12/25/47		09/01/2016	Paydown		126,630	126,630	117,116	117,116		9,514		9,514		126,630			0	2,290	12/25/2047	1FM
74436J GM 3	PSSF KEY 2000-C1 X IO 0.000% 05/17/32		09/01/2016	Paydown				171		2	(2)		0					0	67	05/17/2032	5FE
74928U BU 0	RBSSP 2009-12 16A1 2.766% 10/25/35		09/25/2016	Paydown		2,974,908	2,974,908	2,992,107			(17,199)		(17,199)		2,974,908			0	39,164	10/25/2035	1FM
74931W AA 6	RBSSP 2012-10 1A1 3.154% 06/26/35		09/01/2016	Paydown		1,662,833	1,662,833	1,705,963	1,708,394		(45,561)		(45,561)		1,662,833			0	32,221	06/26/2035	1FM
784419 AE 3	SLCLT 2006-A A5 0.798% 07/15/36		07/15/2016	Paydown		4,135,744	4,135,744	4,111,188	4,119,866		15,877		15,877		4,135,744			0	21,810	07/15/2036	1FE
78573A AB 6	SABMILLER HOLDINGS INC 2.450% 01/15/17		09/01/2016	Toronto Dominion		3,013,920	3,000,000	3,038,140	3,008,613		(5,715)		(5,715)		3,002,898		11,022	11,022	84,117	01/15/2017	1FE
83611M LY 2	SVHE 2006-OPT1 2A3 0.705% 03/25/36		09/25/2016	Paydown		852,183	852,183	778,682	820,704		31,479		31,479		852,183			0	3,420	03/25/2036	1FM
92887G AB 5	VFET 2015-1A A2 0.950% 11/15/17		09/15/2016	Paydown		6,799,787	6,799,787	6,799,213	6,799,579		207		207		6,799,787			0	42,513	11/15/2017	1FE
929227 4D 5	WAMU 2003-AR6 A1 2.902% 06/25/33		09/01/2016	Paydown		22,754	22,754	22,358	23,717		(963)		(963)		22,754			0	416	06/25/2033	1FM
949802 AA 0	WFMBS 2003-I A1 2.853% 09/25/33		09/01/2016	Paydown		62,066	62,066	61,879	64,220		(2,154)		(2,154)		62,066			0	994	09/25/2033	1FM
94980Q AA 7	WFMBS 2004-W A1 2.778% 11/25/34		09/01/2016	Paydown		87,232	87,232	85,170	85,170		2,062		2,062		87,232			0	1,546	11/25/2034	1FM
95081Q AK 0	WESCO DISTRIBUTION INC 5.375% 12/15/21		07/25/2016	Various		16,063,775	15,440,000	15,511,038	14,822,400	667,298	(7,393)		659,905		15,482,305		581,470	581,470	506,089	12/15/2021	4FE
68245X AA 7	1011778 BC / NEW RED FIN 6.000% 04/01/22	A	07/12/2016	Bank of America Corp.		10,057,500	9,500,000	9,500,000	9,500,000				0		9,500,000		557,500	557,500	448,417	04/01/2022	4FE
00772B AM 3	AERCAP IRELAND CAP LTD/A 5.000% 10/01/21	F	07/19/2016	Various		27,046,250	25,000,000	25,187,500	25,090,000	82,175	(15,109)		67,066		25,157,067		1,889,183	1,889,183	992,917	10/01/2021	3FE
822582 BG 6	SHELL INTERNATIONAL FIN 2.125% 05/11/20	F	07/20/2016	Societe Generale		10,218,400	10,000,000	9,978,800	9,981,268		2,297		2,297		9,983,565		234,835	234,835	149,931	05/11/2020	1FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
82481L AB 5	SHIRE ACQ INV IRELAND DA 2.400% 09/23/21	F	09/20/2016.	US Bank		5,000,700	5,000,000	4,994,600					0		4,994,600		6,100	6,100		09/23/2021	2FE
82481L AC 3	SHIRE ACQ INV IRELAND DA 2.875% 09/23/23	F	09/20/2016.	Various		15,028,050	15,000,000	14,998,050					0		14,998,050		30,000	30,000		09/23/2023	2FE
3899999. Total Bonds - Industrial and Miscellaneous						173,645,159	169,914,549	171,181,870	142,549,572	766,861	(186,772)	0	580,089	0	170,223,074	0	3,422,085	3,422,085	3,984,636	XXX	XXX
8399997. Total Bonds - Part 4						188,313,816	184,581,306	186,238,384	156,766,159	766,861	(406,444)	0	360,417	0	184,891,731	0	3,422,085	3,422,085	4,323,639	XXX	XXX
8399999. Total Bonds						188,313,816	184,581,306	186,238,384	156,766,159	766,861	(406,444)	0	360,417	0	184,891,731	0	3,422,085	3,422,085	4,323,639	XXX	XXX
Preferred Stocks - Industrial and Miscellaneous																					
404280 AT 6	HSBC HOLDINGS PLC	F	08/22/2016.	HSBC Securities	4,000,000.000	4,000,000		4,000,000	4,000,000				0		4,000,000			0	230,208	XXX	P2VFE
8499999. Total Preferred Stocks - Industrial and Miscellaneous						4,000,000	XXX	4,000,000	4,000,000	0	0	0	0	0	4,000,000	0	0	0	230,208	XXX	XXX
8999997. Total Preferred Stocks - Part 4						4,000,000	XXX	4,000,000	4,000,000	0	0	0	0	0	4,000,000	0	0	0	230,208	XXX	XXX
8999999. Total Preferred Stocks						4,000,000	XXX	4,000,000	4,000,000	0	0	0	0	0	4,000,000	0	0	0	230,208	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
00BQRQ XQ 2	TYCO INTERNATIONAL PLC	.	09/06/2016.	Tax Free Exchange	1,700.000	34,764	XXX	34,764	54,213	(19,449)			(19,449)		34,764			0	1,437	XXX	L
16119P 10 8	CHARTER COMMUNICATIONS INC A	.	07/01/2016.	State Street Bank	1.000		XXX	80		175			175		80		(80)	(80)		XXX	L
20084V 10 8	COMMERCEHUB INC A	.	08/26/2016.	State Street Bank	0.700	9	XXX	2					0		2		7	7		XXX	L
20084V 30 6	COMMERCEHUB INC C	.	08/26/2016.	State Street Bank	0.400	5	XXX	1					0		1		4	4		XXX	L
235851 10 2	DANAHER CORP	.	07/05/2016.	Spin Off		50,564	XXX	50,564	278,811	(228,247)			(228,247)		50,564			0		XXX	L
268648 10 2	EMC CORP-MASS	.	09/07/2016.	State Street Bank	40,600.000	1,182,104	XXX	666,818	1,042,608	(375,790)			(375,790)		666,818		515,285	515,285	14,007	XXX	L
42704L 10 4	HERC HOLDINGS INC	.	07/01/2016.	Spin Off		11,856	XXX	11,856	46,506	(34,649)			(34,649)		11,856			0		XXX	L
451734 10 7	IHS INC A	.	07/13/2016.	Tax Free Exchange	8,600.000	993,221	XXX	993,221	1,018,498	(25,277)			(25,277)		993,221			0		XXX	L
525327 10 2	LEIDOS HOLDINGS INC	.	09/29/2016.	State Street Bank	0.610	26	XXX	15					0		15		11	11		XXX	L
53071M 88 0	LIBERTY MEDIA CORP	.	07/25/2016.	Spin Off		8,162	XXX	8,162	40,630	(32,467)			(32,467)		8,162			0		XXX	L
539830 10 9	LOCKHEED MARTIN CORPORATION	.	08/16/2016.	Tax Free Exchange	471.000	93,926	XXX	93,926	102,278	(8,352)			(8,352)		93,926			0	1,554	XXX	L
58501N 10 1	MEDIVATION INC	.	09/28/2016.	State Street Bank	8,600.000	700,900	XXX	371,864	415,724	(43,860)			(43,860)		371,864		329,036	329,036		XXX	L
717081 10 3	PFIZER INC	.	07/01/2016.	Class Action Litigation		33,237	XXX						0				33,237	33,237		XXX	L
73172K 10 4	POLYCOM INC	.	09/28/2016.	State Street Bank	21,800.000	272,500	XXX	146,311	274,462	(128,151)			(128,151)		146,311		126,189	126,189		XXX	L
748356 10 2	QUESTAR CORP	.	09/19/2016.	State Street Bank	10,400.000	260,000	XXX	135,015	202,592	(67,577)			(67,577)		135,015		124,985	124,985	7,594	XXX	L
779287 10 1	ROUSE PROPERTIES INC	.	07/06/2016.	State Street Bank	2,520.000	45,990	XXX	24,695	36,691	(11,996)			(11,996)		24,695		21,295	21,295	454	XXX	L
85590A 40 1	STARWOOD HOTELS & RESORTS	.	09/23/2016.	State Street Bank	18,700.000	686,904	XXX	294,204	1,199,116	(904,912)			(904,912)		294,204		392,700	392,700	14,025	XXX	L
872375 10 0	TECO ENERGY INC	.	07/01/2016.	State Street Bank	28,700.000	790,685	XXX	299,746	764,855	(465,109)			(465,109)		299,746		490,939	490,939	16,465	XXX	L
904311 20 6	UNDER ARMOUR INC A	.	07/20/2016.	State Street Bank	0.620	22	XXX	26					0		26		(4)	(4)		XXX	L
98420V 10 7	XURA INC	.	08/22/2016.	State Street Bank	888.000	22,200	XXX		21,827	(21,827)			(21,827)				22,200	22,200		XXX	L
112585 10 4	BROOKFIELD ASSET MGMT A	A	08/01/2016.	Spin Off		(67,978)	XXX	(67,978)	(6,262,200)	6,194,222			6,194,222		(67,978)			0		XXX	L
00B5LR LL 6	XL GROUP PLC	F	07/25/2016.	Tax Free Exchange	24,500.000	396,719	XXX	396,719	959,910	(563,191)			(563,191)		396,719			0	9,800	XXX	L
00BTC0 M7 3	LIBERTY LILAC GROUP A	F	07/21/2016.	State Street Bank	0.410	14	XXX	4					0		4		10	10		XXX	L
00BTC0 MD 0	LIBERTY LILAC GROUP C	F	07/21/2016.	State Street Bank	0.660	23	XXX	4					0		4		19	19		XXX	L

Statement for September 30, 2016 of the **PROGRESSIVE CASUALTY 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 11	12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
00BY7Q L6 4	JOHNSON CONTROLS INTL PLC	F	09/29/2016.	State Street Bank	0.500	22	XXX	11					0		11		11	11		XXX	L
G16234 10 9	BROOKFIELD BUSINESS PT - UNIT	F	08/23/2016.	State Street Bank	3,600.000	76,847	XXX	76,847					0		76,994		(147)	(147)		XXX	L
G47567 10 5	IHS MARKIT LTD	F	08/22/2016.	State Street Bank	0.760	27	XXX	25					0		25		2	2		XXX	L
9099999. Total Common Stocks - Industrial and Miscellaneous						5,592,749	XXX	3,536,902	196,521	3,263,543	0	0	3,263,543	0	3,537,049	0	2,055,699	2,055,699	65,336	XXX	XXX
9799997 Total Common Stocks - Part 4						5,592,749	XXX	3,536,902	196,521	3,263,543	0	0	3,263,543	0	3,537,049	0	2,055,699	2,055,699	65,336	XXX	XXX
9799999. Total Common Stocks						5,592,749	XXX	3,536,902	196,521	3,263,543	0	0	3,263,543	0	3,537,049	0	2,055,699	2,055,699	65,336	XXX	XXX
9899999. Total Preferred and Common Stocks						9,592,749	XXX	7,536,902	4,196,521	3,263,543	0	0	3,263,543	0	7,537,049	0	2,055,699	2,055,699	295,544	XXX	XXX
9999999. Total Bonds, Preferred and Common Stocks						197,906,565	XXX	193,775,286	160,962,680	4,030,404	(406,444)	0	3,623,960	0	192,428,780	0	5,477,784	5,477,784	4,619,183	XXX	XXX

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

Sch. DB - Pt. A - Sn. 1
NONE

Sch. DB - Pt. B - Sn. 1
NONE

Sch. DB - Pt. D - Sn. 1
NONE

Sch. DB - Pt. D - Sn. 2
NONE

Sch. DL - Pt. 1
NONE

Sch. DL - Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1		2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
						6	7	8	
Depository		Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories									
CITIBANK	NEW YORK, NY					7,288,350	6,751,714	7,188,116	XXX
JP MORGAN CHASE	CLEVELAND, OH					3,491,616	3,156,695	4,905,379	XXX
PNC BANK	CLEVELAND, OH					50,000,000	50,000,000	50,000,000	XXX
PNC BANK	CLEVELAND, OH					(20,713,225)	(21,341,013)	(21,771,841)	XXX
STATE STREET BANK	KANSAS CITY, MO								XXX
WELLS FARGO BANK	TAMPA, FL					663,697	593,824	646,091	XXX
CANADIAN IMPERIAL BANK NY	NEW YORK, NY		1.200		123,333		100,000,000	100,000,000	XXX
UBS AG STAMFORD	STAMFORD, CT		1.200		38,333			50,000,000	XXX
0199998. Deposits in.....3 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories		XXX	XXX	11		94,966	94,966	94,977	XXX
0199999. Total Open Depositories		XXX	XXX	11	161,666	40,825,404	139,256,186	191,062,722	XXX
0399999. Total Cash on Deposit		XXX	XXX	11	161,666	40,825,404	139,256,186	191,062,722	XXX
0599999. Total Cash		XXX	XXX	11	161,666	40,825,404	139,256,186	191,062,722	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
U.S. Government Bonds - Issuer Obligations							
TREASURY BILL		09/29/2016	0.305	11/25/2016	184,914,036		13,036
0199999. U.S. Government Bonds - Issuer Obligations					184,914,036	0	13,036
0599999. Total - U.S. Government Bonds					184,914,036	0	13,036
Bonds - U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations							
GEORGIA ST		08/22/2016	5.000	11/01/2016	5,019,136	104,167	(102,131)
1199999. U.S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations					5,019,136	104,167	(102,131)
1799999. Total - U.S. States, Territories and Possessions (Direct and Guaranteed)					5,019,136	104,167	(102,131)
Bonds - U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivision - Issuer Obligations							
NEW YORK CITY NY TRANSITIONAL		08/22/2016	3.000	11/01/2016	3,006,491	37,500	(36,289)
2599999. U.S. Special Revenue & Special Assessment Obligations - Issuer Obligations					3,006,491	37,500	(36,289)
3199999. Total - U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations					3,006,491	37,500	(36,289)
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
APPLE INC		08/19/2016	0.330	10/21/2016	74,986,245		29,557
JOHNSON&JOHNSON		09/30/2016	0.200	10/11/2016	46,997,389		261
JOHNSON&JOHNSON		09/30/2016	0.200	10/11/2016	49,997,222		278
MICROSOFT CORP		09/22/2016	0.430	11/29/2016	99,929,520		10,742
MITSUB UFJ T&B		08/24/2016	0.400	10/03/2016	39,999,111		16,889
SUMITOMO TRUST		08/25/2016	0.400	10/12/2016	24,996,943		10,277
SUMITOMO TRUST		08/25/2016	0.400	10/12/2016	49,993,886		20,553
CPPIB CAPITAL INC		08/17/2016	0.340	10/11/2016	74,992,914		31,872
BANK TOKYO-MIT UFJ		08/25/2016	0.450	10/24/2016	74,978,428		34,678
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					536,871,656	0	155,107
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					536,871,656	0	155,107
Total Bonds							
7799999. Subtotals - Issuer Obligations					729,811,319	141,667	29,723
8399999. Subtotals - Bonds					729,811,319	141,667	29,723
8699999. Total - Cash Equivalents					729,811,319	141,667	29,723

Supp. A to Sch. T - PH
NONE

Supp. A to Sch. T - HS
NONE

Supp. A to Sch. T - OP
NONE

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

Designate the type of health care providers reported on this page.

SUPPLEMENT "A" TO SCHEDULE T

EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN ALLOCATED BY STATES AND TERRITORIES

Other Health Care Facilities

	1	2	Direct Losses Paid		5	Direct Losses Unpaid		8
			3	4		6	7	
States, Etc.	Direct Premiums Written	Direct Premiums Earned	Amount	Number of Claims	Direct Losses Incurred	Amount Reported	Number of Claims	Direct Losses Incurred But Not Reported
1. Alabama AL								
2. Alaska AK								
3. Arizona AZ								
4. Arkansas AR								
5. California CA								
6. Colorado CO								
7. Connecticut CT								
8. Delaware DE								
9. District of Columbia DC								
10. Florida FL								
11. Georgia GA								
12. Hawaii HI								
13. Idaho ID								
14. Illinois IL								
15. Indiana IN								
16. Iowa IA								
17. Kansas KS								
18. Kentucky KY								
19. Louisiana LA								
20. Maine ME								
21. Maryland MD								
22. Massachusetts MA								
23. Michigan MI								
24. Minnesota MN								
25. Mississippi MS								
26. Missouri MO								
27. Montana MT								
28. Nebraska NE								
29. Nevada NV								
30. New Hampshire NH								
31. New Jersey NJ								
32. New Mexico NM								
33. New York NY								
34. North Carolina NC								
35. North Dakota ND								
36. Ohio OH	30,000	22,384			(4)			1,492
37. Oklahoma OK								
38. Oregon OR								
39. Pennsylvania PA								
40. Rhode Island RI								
41. South Carolina SC								
42. South Dakota SD								
43. Tennessee TN								
44. Texas TX								
45. Utah UT								
46. Vermont VT								
47. Virginia VA								
48. Washington WA								
49. West Virginia WV								
50. Wisconsin WI								
51. Wyoming WY								
52. American Samoa AS								
53. Guam GU								
54. Puerto Rico PR								
55. US Virgin Islands VI								
56. Northern Mariana Islands MP								
57. Canada CAN								
58. Aggregate Other Alien OT	0	0	0	0	0	0	0	0
59. Totals	30,000	22,384	0	0	(4)	0	0	1,492

DETAILS OF WRITE-INS

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

Overflow Page for Write-Ins

NONE

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

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For the Period Ended September 30, 2016

NAIC Group Code.....155 NAIC Company Code.....24260

Company Name: PROGRESSIVE CASUALTY 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
....	49,173	................(1,011,340)

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: ....

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 coverages provided in CMP packaged policies: ....