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QUARTERLY STATEMENT

As of September 30, 2016

of the Condition and Affairs of the

PROGRESSIVE NORTHWESTERN INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period) NAIC Company Code..... 42919 Employer's ID Number..... 91-1187829

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

Incorporated/Organized..... September 24, 1982 Commenced Business..... September 26, 1983

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
MARK DONALD NIEHAUS	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)	KATHLEEN MARY CERNY	(ASST. SECRETARY)
CHRISTINA LYNN CREWS	(ASST. SECRETARY)	JAMES LEE KUSMER	(ASST. TREASURER)

DIRECTORS OR TRUSTEES

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)
MARK DONALD NIEHAUS	PETER JAMES ALBERT	PATRICK SEAN BRENNAN #
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	SECRETARY	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	896,239,810		896,239,810	1,020,372,283
2. Stocks:				
2.1 Preferred stocks			0	
2.2 Common stocks	189,156,870		189,156,870	177,804,008
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)			0	
4.2 Properties held for the production of income (less $.........0 encumbrances)			0	
4.3 Properties held for sale (less $.........0 encumbrances)			0	
5. Cash ($.....184), cash equivalents ($.....145,477,414) and short-term investments ($.....245,121,669)	390,599,267		390,599,267	94,222,090
6. Contract loans (including $.........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities	411,375		411,375	
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)	1,476,407,322	0	1,476,407,322	1,292,398,381
13. Title plants less $.........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	4,437,743		4,437,743	4,827,363
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	17,117,765	2,062,040	15,055,725	(9,565,632)
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $.........0 earned but unbilled premiums)	60,927,696		60,927,696	57,408,642
15.3 Accrued retrospective premiums ($.........0) and contracts subject to redetermination ($.........0)			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	46,805		46,805	1,824,971
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	6,415,572		6,415,572	4,570,550
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets ($.........0)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	15,763,193		15,763,193	20,250,625
24. Health care ($.........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	433,475	433,475	0	295,856
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	1,581,549,571	2,495,515	1,579,054,056	1,372,010,756
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	1,581,549,571	2,495,515	1,579,054,056	1,372,010,756

DETAILS OF WRITE-INS

	1	2	3	4
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. PREPAID EXPENSES	422,411	422,411	0	
2502. MISCELLANEOUS OTHER ASSETS	11,064	11,064	0	
2503. STATE TAX CREDITS			0	282,940
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	12,916
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	433,475	433,475	0	295,856

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....236,043,510)	456,698,433	419,910,275
2.	Reinsurance payable on paid losses and loss adjustment expenses	11,479,360	2,163,295
3.	Loss adjustment expenses	96,183,932	88,382,307
4.	Commissions payable, contingent commissions and other similar charges	1,895,303	1,850,058
5.	Other expenses (excluding taxes, licenses and fees)	73,912,428	54,722,966
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	7,953,343	7,619,597
7.1	Current federal and foreign income taxes (including $.....398,554 on realized capital gains (losses))	7,940,919	9,088,133
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 $.....145,765,728 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)	435,552,925	370,324,513
10.	Advance premium	4,221,198	2,846,183
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	26,474	21,055
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others		
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	20,459,493	16,627,792
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities	17,806,057	
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	2,894,497	2,274,554
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	1,137,024,362	975,830,728
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	1,137,024,362	975,830,728
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,000,025	3,000,025
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	146,299,975	146,299,975
35.	Unassigned funds (surplus)	292,729,694	246,880,028
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)	442,029,694	396,180,028
38.	Totals (Page 2, Line 28, Col. 3)	1,579,054,056	1,372,010,756

DETAILS OF WRITE-INS

2501.	STATE PLAN LIABILITY	2,133,137	2,126,125
2502.	ESCHEATABLE PROPERTY	649,896	106,743
2503.	OTHER LIABILITIES	111,464	41,686
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)	2,894,497	2,274,554
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 $.....344,299,052)	335,539,096	357,221,540	473,136,947
1.2 Assumed......... (written $.....1,043,668,123)	978,439,711	900,812,877	1,208,611,469
1.3 Ceded............ (written $.....344,299,052)	335,539,096	357,221,540	473,136,947
1.4 Net................... (written $.....1,043,668,123)	978,439,711	900,812,877	1,208,611,469
DEDUCTIONS:			
2. Losses incurred (current accident year $.....635,011,624):			
2.1 Direct	214,919,299	207,471,124	271,447,327
2.2 Assumed	638,477,311	552,631,506	740,523,188
2.3 Ceded	214,919,299	207,471,124	271,447,327
2.4 Net	638,477,311	552,631,506	740,523,188
3. Loss adjustment expenses incurred	103,514,749	93,706,403	125,392,032
4. Other underwriting expenses incurred	206,280,437	190,751,667	254,086,939
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	948,272,497	837,089,576	1,120,002,159
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	30,167,214	63,723,301	88,609,310
INVESTMENT INCOME			
9. Net investment income earned	20,112,814	20,079,283	26,956,627
10. Net realized capital gains (losses) less capital gains tax of $.....1,560,575	5,013,541	2,227,684	4,072,654
11. Net investment gain (loss) (Lines 9 + 10)	25,126,355	22,306,967	31,029,281
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....221,357 amount charged off $.....3,133,218)	(2,911,861)	(3,011,879)	(4,018,310)
13. Finance and service charges not included in premiums	6,740,243	6,763,440	8,857,266
14. Aggregate write-ins for miscellaneous income	907,389	1,105,571	1,149,501
15. Total other income (Lines 12 through 14)	4,735,771	4,857,132	5,988,457
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	60,029,340	90,887,400	125,627,048
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)	60,029,340	90,887,400	125,627,048
19. Federal and foreign income taxes incurred	22,927,500	32,913,504	41,136,969
20. Net income (Line 18 minus Line 19) (to Line 22)	37,101,840	57,973,896	84,490,079
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	396,180,028	387,592,923	387,592,923
22. Net income (from Line 20)	37,101,840	57,973,896	84,490,079
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....2,455,194	4,559,646	(14,530,132)	(9,667,237)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	4,300,216	2,816,292	(68,178)
27. Change in nonadmitted assets	(112,036)	290,913	332,441
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(66,500,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	45,849,666	46,550,969	8,587,105
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	442,029,694	434,143,892	396,180,028

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. MISCELLANEOUS INCOME	839,918	1,078,059	1,110,329
1402. INTEREST INCOME ON INTERCOMPANY BALANCES	56,085	4,800	13,700
1403. SERVICE BUSINESS REVENUE	11,386	22,712	25,472
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	907,389	1,105,571	1,149,501
3701.			
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)	0	0	0

CASH FLOW

		1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
	CASH FROM OPERATIONS			
1.	Premiums collected net of reinsurance	1,017,043,082	926,860,254	1,254,737,312
2.	Net investment income	23,397,544	23,417,703	32,087,753
3.	Miscellaneous income	4,754,611	4,745,914	5,881,250
4.	Total (Lines 1 through 3)	1,045,195,237	955,023,871	1,292,706,315
5.	Benefit and loss related payments	590,594,922	533,404,723	724,541,094
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7.	Commissions, expenses paid and aggregate write-ins for deductions	282,425,108	268,073,020	366,244,558
8.	Dividends paid to policyholders			
9.	Federal and foreign income taxes paid (recovered) net of $.....2,026,689 tax on capital gains (losses)	25,635,289	35,049,581	46,322,736
10.	Total (Lines 5 through 9)	898,655,319	836,527,324	1,137,108,388
11.	Net cash from operations (Line 4 minus Line 10)	146,539,918	118,496,547	155,597,927
	CASH FROM INVESTMENTS			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	598,542,344	384,581,186	606,446,151
	12.2 Stocks	4,582,176	4,006,579	8,832,865
	12.3 Mortgage loans			
	12.4 Real estate			
	12.5 Other invested assets			
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	4,187		
	12.7 Miscellaneous proceeds	17,806,057	3,170,586	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	620,934,764	391,758,351	615,279,016
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	472,006,200	425,121,276	619,349,334
	13.2 Stocks	7,649,049	7,132,254	12,920,445
	13.3 Mortgage loans			
	13.4 Real estate			
	13.5 Other invested assets			
	13.6 Miscellaneous applications	411,375	4,822	
	13.7 Total investments acquired (Lines 13.1 to 13.6)	480,066,624	432,258,352	632,269,779
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)	140,868,140	(40,500,001)	(16,990,763)
	CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes			
	16.2 Capital and paid in surplus, less treasury stock			
	16.3 Borrowed funds			
	16.4 Net deposits on deposit-type contracts and other insurance liabilities			
	16.5 Dividends to stockholders			66,500,000
	16.6 Other cash provided (applied)	8,969,119	(7,728,558)	(3,600,024)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	8,969,119	(7,728,558)	(70,100,024)
	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)	296,377,177	70,267,988	68,507,140
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	94,222,090	25,714,950	25,714,950
	19.2 End of period (Line 18 plus Line 19.1)	390,599,267	95,982,938	94,222,090

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 Northwestern 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 NORTHWESTERN INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	OH	$ 37,101,840	$ 84,490,079
(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	$ 37,101,840	$ 84,490,079
SURPLUS			
(5) PROGRESSIVE NORTHWESTERN INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	OH	$ 442,029,694	$ 396,180,028
(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	$ 442,029,694	$ 396,180,028

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 repoting 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 $1,390,956 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.

   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	$	221,435
		2.	12 Months or Longer	$	1,169,521
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	$	99,688,064
		2.	12 Months or Longer	$	82,420,747

NOTES TO FINANCIAL STATEMENTS

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

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

No significant changes

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

No significant changes

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

NOTES TO FINANCIAL STATEMENTS

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	$	$	$	$
Common stock industrial & miscellaneous	189,156,870			189,156,870
Preferred stock industrial & miscellaneous				

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

NOTES TO FINANCIAL STATEMENTS

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	$ 905,914,834	$ 896,239,810	$ 8,221,426	$ 897,693,408	$	$
Cash equivalents	145,477,415	145,477,414	145,477,415			
Common stock	189,156,870	189,156,870	189,156,870			
Preferred stock						
Short-term investments	245,106,778	245,121,669	198,497,632	46,609,146		

D. Not Practicable to Estimate Fair Value

Not applicable

NOTE 21 – OTHER ITEMS

No significant changes

NOTE 22 – EVENTS SUBSEQUENT

No significant changes

NOTE 23 – REINSURANCE

No significant changes

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

F. Risk Sharing Provisions of the Affordable Care Act

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 $3,242,695 in 2016, which is less than 1% of the total prior year net unpaid losses and LAE of $508,292,582. 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

NOTE 28 – HEALTH CARE RECEIVABLES

No significant changes

NOTE 29 – PARTICIPATING POLICIES

No significant changes

NOTE 30 – PREMIUM DEFICIENCY RESERVES

No significant changes

NOTE 31 – HIGH DEDUCTIBLES

No significant changes

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

No significant changes

NOTE 33 – ASBESTOS/ENVIRONMENTAL RESERVES

No significant changes

NOTES TO FINANCIAL STATEMENTS

NOTE 34 – SUBSCRIBER SAVINGS ACCOUNTS

No significant changes

NOTE 35 – MULTIPLE PERIL CROP INSURANCE

No significant changes

NOTE 36 – FINANCIAL GUARANTY INSURANCE

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

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 [ ] No [X] N/A [ ]

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

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).

FINANCIAL

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $ 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 [ ] No [X]

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	0	0
14.24	Short-Term Investments	0	0
14.25	Mortgage Loans on Real Estate	0	0
14.26	All Other	0	0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 0	$ 0
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

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			
			4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Disc. Rate	Unpaid Losses	Unpaid LAE	IBNR	Total	Unpaid Losses	Unpaid LAE	IBNR	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	
		2	3	4	5	6	7
States, Etc.	Active Status	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama AL	N						
2. Alaska AK	L	2,954,246	3,176,093	1,225,224	1,034,916	942,771	878,674
3. Arizona AZ	L	(6,322)	1,497,549	417,972	861,861	287,877	328,129
4. Arkansas AR	L	55,602,558	52,574,582	32,593,751	28,566,944	16,196,092	14,477,383
5. California CA	L						
6. Colorado CO	L						
7. Connecticut CT	L	(306,793)	23,486,150	7,300,514	13,442,954	16,411,876	19,652,813
8. Delaware DE	L			(825)	(913)		
9. District of Columbia DC	L						
10. Florida FL	N						
11. Georgia GA	L			(5,957)	(1,696)		
12. Hawaii HI	L	220,633	256,254	89,147	158,920	79,170	58,488
13. Idaho ID	L	34,367,571	33,262,544	18,497,570	20,533,704	13,689,953	14,201,415
14. Illinois IL	N						
15. Indiana IN	L	1,079,193	2,217,015	1,248,129	1,517,938	808,803	688,349
16. Iowa IA	L						
17. Kansas KS	L	80,293,094	76,763,493	51,669,430	47,055,043	23,875,948	20,462,524
18. Kentucky KY	L						
19. Louisiana LA	L						
20. Maine ME	L	45,621,334	43,713,577	24,167,255	25,086,594	19,236,835	20,252,948
21. Maryland MD	L						
22. Massachusetts MA	N						
23. Michigan MI	Q						
24. Minnesota MN	L			(9,573)	31,654		
25. Mississippi MS	L						
26. Missouri MO	L	18,135,911	18,398,563	9,843,915	8,002,896	5,470,127	6,410,514
27. Montana MT	L	35,054,905	35,003,693	25,338,926	20,850,891	13,940,381	12,786,966
28. Nebraska NE	L						
29. Nevada NV	L	475,895	546,247	400,590	313,545	84,137	241,950
30. New Hampshire NH	N						
31. New Jersey NJ	L						
32. New Mexico NM	L			59,270	(4,037)	8,377	145,310
33. New York NY	L	31,121,221	30,733,428	11,491,225	13,041,389	11,544,718	11,609,539
34. North Carolina NC	L						
35. North Dakota ND	L	34,407,340	34,931,644	22,978,611	18,130,433	9,682,297	10,712,463
36. Ohio OH	L						
37. Oklahoma OK	L						
38. Oregon OR	L			(1,950)	(750)		
39. Pennsylvania PA	N						
40. Rhode Island RI	L	114,606	335,377	173,630	273,516	209,788	260,213
41. South Carolina SC	L						
42. South Dakota SD	L						
43. Tennessee TN	L			(2,019)	(2,067)		
44. Texas TX	L						
45. Utah UT	L				(966)		
46. Vermont VT	N						
47. Virginia VA	L	2,429,333	2,850,020	1,070,178	1,430,594	1,120,296	1,421,011
48. Washington WA	L	2,734,329	13,048,398	7,124,416	9,585,239	7,351,336	10,855,659
49. West Virginia WV	L						
50. Wisconsin WI	L						
51. Wyoming WY	N						
52. American Samoa AS	N						
53. Guam GU	N						
54. Puerto Rico PR	N						
55. US Virgin Islands VI	N						
56. Northern Mariana Islands MP	N						
57. Canada CAN	N						
58. Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59. Totals	(a) 42	344,299,052	372,794,628	215,669,429	209,908,602	140,940,785	145,444,346

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

Q11

- **THE PROGRESSIVE CORPORATION** — 34-0963169 — OH
  - **PROGRESSIVE DIRECT HOLDINGS, INC.** — 83-0371538 — DE
    - 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
    - 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
    - PROGRESSIVE DIRECT INSURANCE COMPANY — 34-1524319 — 155-16322 — OH 1
      - GADSDEN,AL, LLC — OH 1
    - PROGRESSIVE GARDEN STATE INSURANCE COMPANY — 22-2404709 — 155-14800 — NJ 1
  - **PROGRESSIVE COMMERCIAL HOLDINGS, INC.** — 20-1583033 — DE
    - 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
  - **DRIVE INSURANCE HOLDINGS, INC.** — 83-0371533 — DE
    - 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
    - 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 SPECIALTY INSURANCE COMPANY — 34-1172685 — 155-32786 — OH 1
        - TRUSSVILLE/ CAHABA,AL, LLC — OH 1
      - PROGRESSIVE GULF INSURANCE COMPANY — 34-1374634 — 155-42412 — OH 1
      - PC INVESTMENT COMPANY — 34-1576555 — DE 1
  - **ARX HOLDING CORP.*** (69.16% ownership) — 59-3491541 — DE 2
    - *SEE ATTACHED **EXHIBIT A** FOR LIST OF SUBSIDIARIES
  - 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

Key:

COMPANY NAME

FEDERAL EMPLOYER IDENTIFICATION NUMBER
NAIC GROUP AND COMPANY CODES

State of Incorporation

Ownership:
1. Wholly owned and controlled
2. As indicated

09/30/16

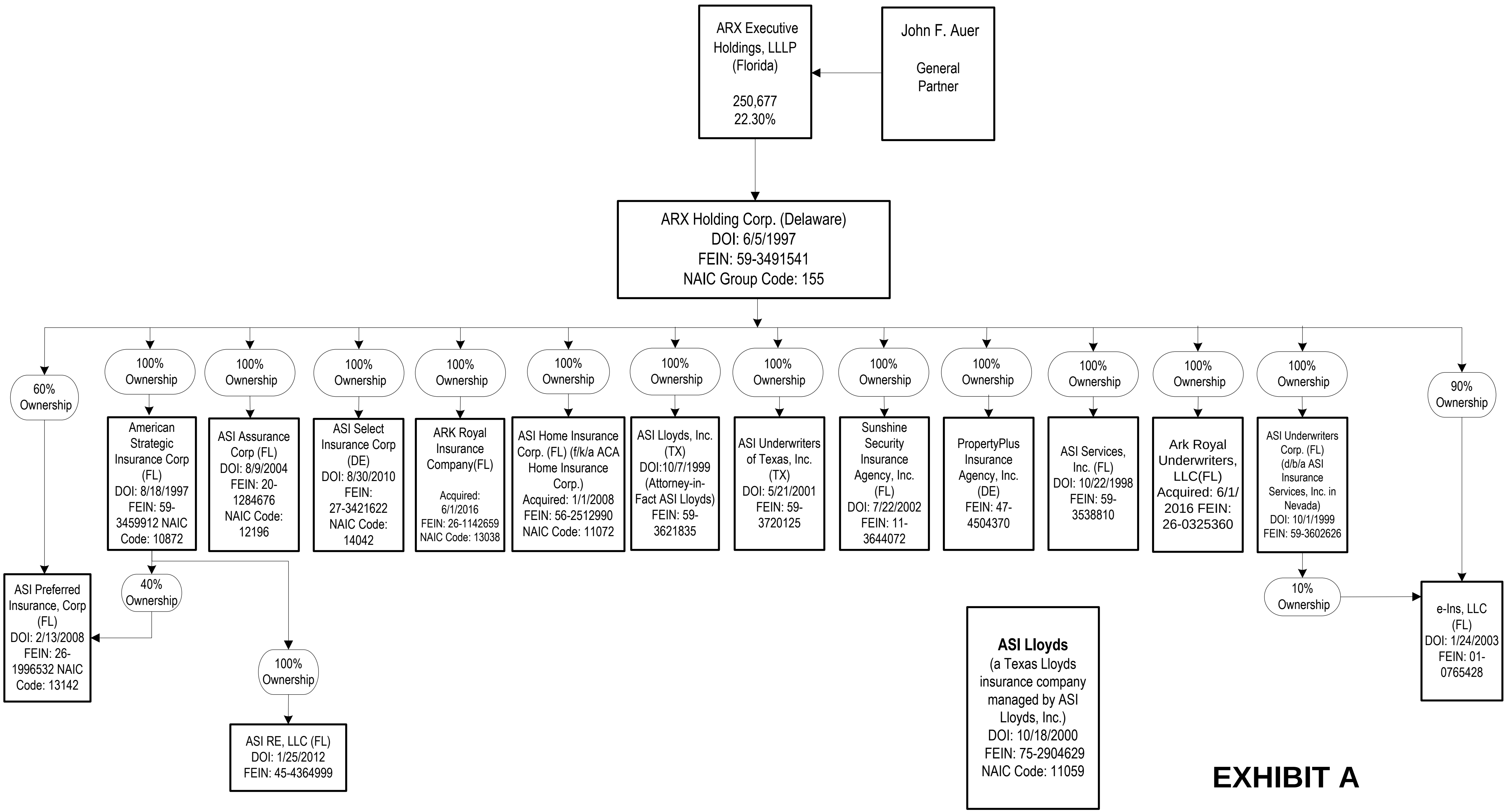
ARX Executive Holdings, LLLP (Florida)
250,677
22.30%
John F. Auer
General Partner
ARX Holding Corp. (Delaware)
DOI: 6/5/1997
FEIN: 59-3491541
NAIC Group Code: 155
60% Ownership
ASI Preferred Insurance, Corp (FL) DOI: 2/13/2008 FEIN: 26-1996532 NAIC Code: 13142
100% Ownership
American Strategic Insurance 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	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation	1, 3
		00000	34-1576555				PC Investment Company	DE	NIA	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	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation	1, 3
0155	Progressive Insurance Group	32786	34-1172685				Progressive Specialty Insurance Company	OH	IA	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	RE	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	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	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	2,558	150	5.9	
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	10,413,244	5,686,776	54.6	49.4
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
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	5,307,032	1,909,806	36.0	9.5
17.2 Other liability-claims made			0.0	
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	178,482,932	109,196,089	61.2	59.2
19.3, 19.4 Commercial auto liability	5,945,875	4,851,059	81.6	44.7
21. Auto physical damage	135,387,455	93,275,418	68.9	61.2
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
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	335,539,096	214,919,299	64.1	58.1

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	28,163	28,163	
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	3,806,725	12,190,952	11,756,583
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made			
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	1,609,530	5,747,506	5,800,128
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	60,050,528	184,016,398	189,739,335
19.3 19.4 Commercial auto liability	239,401	726,523	20,093,111
21. Auto physical damage	46,744,473	141,589,510	145,405,471
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
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	112,478,819	344,299,052	372,794,628

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	77,246	16,292	93,538	36,676	1,482	38,158	41,968	1,946	10,160	54,075	1,398	(2,704)	(1,306)
2. 2014	94,330	21,319	115,649	45,942	4,104	50,045	49,576	7,814	10,328	67,718	1,187	927	2,114
3. Subtotals 2014 + Prior	171,576	37,611	209,187	82,618	5,585	88,203	91,544	9,760	20,489	121,792	2,586	(1,777)	809
4. 2015	234,765	64,341	299,106	128,739	20,599	149,338	101,706	22,841	27,655	152,202	(4,320)	6,754	2,434
5. Subtotals 2015 + Prior	406,341	101,951	508,293	211,356	26,184	237,541	193,250	32,600	48,144	273,995	(1,735)	4,977	3,243
6. 2016	XXX	XXX	XXX	XXX	459,862	459,862	XXX	218,589	60,299	278,888	XXX	XXX	XXX
7. Totals	406,341	101,951	508,293	211,356	486,046	697,402	193,250	251,189	108,443	552,882	(1,735)	4,977	3,243
8. Prior Year-End's Surplus As Regards Policyholders	396,180										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?	NO
3.	Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4.	Will the Director and Officer Insurance Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO

Explanation:

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

Bar Code:

* 4 2 9 1 9 2 0 1 6 4 9 0 0 0 0 0 3 *

* 4 2 9 1 9 2 0 1 6 4 5 5 0 0 0 0 3 *

* 4 2 9 1 9 2 0 1 6 3 6 5 0 0 0 0 3 *

* 4 2 9 1 9 2 0 1 6 5 0 5 0 0 0 0 3 *

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. NEW YORK STATE ASSESSMENT RECOVERABLE			0	12,916
2597. Summary of remaining write-ins for Line 25	0	0	0	12,916

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	
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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

NONE

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	1,198,176,290	1,194,730,770
2. Cost of bonds and stocks acquired	479,655,246	632,269,779
3. Accrual of discount	1,637,124	2,400,798
4. Unrealized valuation increase (decrease)	7,014,841	(14,872,673)
5. Total gain (loss) on disposals	6,607,210	6,499,535
6. Deduct consideration for bonds and stocks disposed of	603,124,517	615,279,016
7. Deduct amortization of premium	4,532,234	7,362,527
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other-than-temporary impairment recognized	37,280	210,376
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,085,396,680	1,198,176,290
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,085,396,680	1,198,176,290

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)	952,447,242	559,832,400	495,708,336	(122,296)	951,829,474	952,447,242	1,016,449,010	876,188,803
2. NAIC 2 (a)	230,010,288	68,282,043	46,415,880	(581,472)	187,845,457	230,010,288	251,294,979	209,138,387
3. NAIC 3 (a)	4,956,191	11,994,476	4,956,336	150,155	4,957,730	4,956,191	12,144,486	28,638,940
4. NAIC 4 (a)	10,068,159		2,978,276	(139,465)	401,465	10,068,159	6,950,418	607,913
5. NAIC 5 (a)							0	
6. NAIC 6 (a)					1,036		0	
7. Total Bonds	1,197,481,880	640,108,919	550,058,828	(693,078)	1,145,035,162	1,197,481,880	1,286,838,893	1,114,574,043
PREFERRED STOCK								
8. NAIC 1							0	
9. NAIC 2							0	
10. NAIC 3							0	
11. NAIC 4							0	
12. NAIC 5							0	
13. NAIC 6							0	
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	1,197,481,880	640,108,919	550,058,828	(693,078)	1,145,035,162	1,197,481,880	1,286,838,893	1,114,574,043

(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	245,121,669	XXX	245,028,622	1,034	86,960

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	5,110,348	195,049
2. Cost of short-term investments acquired	294,048,994	11,566,631
3. Accrual of discount	130,989	
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	4,187	
6. Deduct consideration received on disposals	54,155,206	6,648,050
7. Deduct amortization of premium	17,643	3,282
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)	245,121,669	5,110,348
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	245,121,669	5,110,348

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	89,091,413	25,499,572
2. Cost of cash equivalents acquired	700,684,477	190,974,784
3. Accrual of discount	401,524	17,057
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	644,700,000	127,400,000
7. Deduct amortization of premium		
8. Total foreign exchange change in book/ adjusted carrying value		
9. Deduct current year's other-than-temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	145,477,414	89,091,413
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	145,477,414	89,091,413

Sch. A - Pt. 2
NONE

Sch. A - Pt. 3
NONE

Sch. B - Pt. 2
NONE

Sch. B - Pt. 3
NONE

Sch. BA - Pt. 2
NONE

Sch. BA - Pt. 3
NONE

Statement for September 30, 2016 of the **PROGRESSIVE NORTHWESTERN INSURANCE COMPANY**

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
912828 2B 5	US TREASURY NOTE 0.750% 08/15/19		08/19/2016	Goldman Sachs		4,983,789	5,000,000	713	1
912828 S7 6	US TREASURY NOTE 1.125% 07/31/21		07/29/2016	Barclays Capital		20,075,781	20,000,000	1,223	1
912828 VS 6	US TREASURY NOTE 2.500% 08/15/23		07/15/2016	CSFBdirect		3,972,441	3,700,000	39,135	1
0599999. Total Bonds - U.S Government						29,032,011	28,700,000	41,071	XXX
Bonds - U.S. Special Revenue and Special Assessment									
708692 BG 2	PENNSYLVANIA ST ECON DEV FING 0.700% 08/01/45		07/28/2016	Merrill Lynch		10,000,000	10,000,000		1FE
915137 T6 0	UNIVERSITY TEX REVS 0.840% 08/01/34		09/09/2016	Goldman Sachs		32,000,000	32,000,000	8,122	1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						42,000,000	42,000,000	8,122	XXX
Bonds - Industrial and Miscellaneous									
035242 AA 4	ANHEUSER-BUSCH INBEV FIN 2.625% 01/17/23		08/15/2016	Various		11,219,060	11,000,000	13,781	1FE
053332 AN 2	AUTOZONE INC 2.875% 01/15/23		09/09/2016	Various		5,459,493	5,340,000	16,213	2FE
053332 AP 7	AUTOZONE INC 3.125% 07/15/23		09/29/2016	Mitsubishi Bank of Japan		5,755,561	5,540,000	37,991	2FE
05529S AL 3	BBCMS 2013-TYSN C 3.821% 09/05/32		08/10/2016	Bank of America Corp		2,109,844	2,000,000	2,972	1FM
07274E AB 9	BAYER US FINANCE LLC 1.500% 10/06/17		09/14/2016	Bank of America Corp		8,418,187	8,424,000	57,213	1FE
17305E DY 8	CCCIT 2007-A8 A8 5.650% 09/20/19		09/22/2016	Citicorp Securities Inc		3,003,926	2,875,000	3,159	1FE
17305E FN 0	CCCIT 2014-A2 A2 1.020% 02/22/19		09/14/2016	Barclays Capital		8,128,491	8,125,000	6,216	1FE
17325C AJ 4	CGCMT 2016-SMPL E 4.509% 09/10/31		09/23/2016	Citicorp Securities Inc		11,994,476	11,995,000	18,028	3AM
44421L AG 7	HY 2016-10HY C 2.977% 08/10/38		08/08/2016	Deutsche Bank		11,055,169	11,000,000	20,671	1FE
485170 AU 8	KANSAS CITY SOUTHERN INDS 2.350% 05/15/20		08/08/2016	Barclays Capital		5,373,120	5,330,000	29,922	2FE
577081 AX 0	MATTEL INC 1.700% 03/15/18		09/14/2016	Bank of America Corp		4,090,322	4,075,000	770	2FE
63861L AB 5	NHLT 2016-3A M1 3.147% 08/25/26		08/11/2016	Nomura Securities Intern'l Inc		6,999,993	7,000,000		1FE
78448P AA 8	SMB 2015-A A1 1.124% 07/17/23		09/21/2016	Morgan Stanley		24,241,919	24,204,100	8,315	1FE
92347X AB 2	VZOT 2016-1A B 1.460% 01/20/21		07/14/2016	Bank of America Corp		9,947,770	10,000,000		1FE
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
88167A AB 7	TEVA PHARMACEUTICALS NE 1.700% 07/19/19	F	07/18/2016	Barclays Capital		9,999,100	10,000,000		2FE
3899999. Total Bonds - Industrial and Miscellaneous						133,791,571	132,908,100	215,251	XXX
8399997. Total Bonds - Part 3						204,823,582	203,608,100	264,444	XXX
8399999. Total Bonds						204,823,582	203,608,100	264,444	XXX
Common Stocks - Industrial and Miscellaneous									
023135 10 6	AMAZON.COM INC		09/26/2016	State Street Bank	700.000	559,975	XXX		L
222070 20 3	COTY INC A		09/30/2016	Tax Free Exchange	1,053.890	21,209	XXX		L
767754 10 4	RITE AID CORP		09/26/2016	State Street Bank	52,900.000	425,808	XXX		L
931142 10 3	WAL-MART STORES INC		09/26/2016	State Street Bank	2,900.000	208,188	XXX		L
00BY7Q L6 4	JOHNSON CONTROLS INTL PLC	F	09/06/2016	State Street Bank	16,630.430	793,907	XXX		L
9099999. Total Common Stocks - Industrial and Miscellaneous						2,009,087	XXX	0	XXX
9799997. Total Common Stocks - Part 3						2,009,087	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						2,009,087	XXX	0	XXX
9899999. Total Preferred and Common Stocks						2,009,087	XXX	0	XXX
9999999. Total Bonds, Preferred and Common Stocks						206,832,669	XXX	264,444	XXX

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

Statement for September 30, 2016 of the **PROGRESSIVE NORTHWESTERN 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 Designation or Market Indicator (a)
Bonds - U.S. Government																					
912828 2B 5	US TREASURY NOTE 0.750% 08/15/19		09/14/2016.	Barclays Capital		4,979,297	5,000,000	4,983,789			346		346		4,984,135		(4,838)	(4,838)	3,159	08/15/2019	1
912828 P7 9	US TREASURY NOTE 1.500% 02/28/23		07/07/2016.	CSFBdirect		10,182,031	10,000,000	9,887,500			5,191		5,191		9,892,691		289,340	289,340	52,989	02/28/2023	1
912828 Q3 7	US TREASURY NOTE 1.250% 03/31/21		09/19/2016.	Goldman Sachs		10,021,875	10,000,000	10,017,969			(1,490)		(1,490)		10,016,479		5,396	5,396	59,085	03/31/2021	1
912828 RF 9	US TREASURY NOTE 1.000% 08/31/16		08/31/2016.	Maturity		7,000,000	7,000,000	7,002,044	7,000,257		(257)		(257)		7,000,000			0	70,000	08/31/2016	1
912828 S7 6	US TREASURY NOTE 1.125% 07/31/21		08/12/2016.	CSFBdirect		20,050,781	20,000,000	20,075,781			(541)		(541)		20,075,240		(24,459)	(24,459)	9,171	07/31/2021	1
912828 VR 8	US TREASURY NOTE 0.625% 08/15/16		08/15/2016.	Maturity		7,000,000	7,000,000	6,980,313	6,995,848		4,152		4,152		7,000,000			0	43,750	08/15/2016	1
0599999. Total Bonds - U.S Government						59,233,984	59,000,000	58,947,396	13,996,105	0	7,401	0	7,401	0	58,968,545	0	265,439	265,439	238,154	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
30711X BE 3	CAS 2015-C04 1M1 2.124% 04/25/28		09/25/2016.	Paydown		471,856	471,856	471,856	472,262		(406)		(406)		471,856			0	6,473	04/25/2028	1FE
3137AH 6D 5	FHMS 2011-K015 X1 IO 1.617% 07/25/21		09/01/2016.	Paydown				90,243	56,949		(56,949)		(56,949)					0	9,132	07/25/2021	1FE
31392C MS 0	FNW 2002-W1 2A 6.191% 02/25/42		09/01/2016.	Paydown		12,018	12,018	12,630	12,225		(208)		(208)		12,018			0	511	02/25/2042	1FE
34073N 5Z 9	FLORIDA HSG FIN CORP 6.450% 01/01/39		07/01/2016.	Call 100.0000		570,000	570,000	612,317	607,869		(37,869)		(37,869)		570,000			0	36,765	07/01/2037	1FE
34074M BP 5	FLORIDA HSG FIN CORP REV 5.500% 01/01/41		07/01/2016.	Call 100.0000		365,000	365,000	391,937	371,055		(6,055)		(6,055)		365,000			0	20,075	01/01/2018	1FE
462467 NS 6	IOWA FIN AUTH SF MTG 4.500% 07/01/28		08/25/2016.	Call 100.0000		90,000	90,000	96,849	93,259		(3,259)		(3,259)		90,000			0	4,296	01/01/2021	1FE
60416S KD 1	MINNESOTA ST HSG FIN AGY 4.000% 01/01/41		09/01/2016.	Call 100.0000		215,000	215,000	232,026	230,951		(15,951)		(15,951)		215,000			0	8,394	07/01/2024	1FE
647200 TH 7	NEW MEXICO MTG FIN AGY 5.600% 01/01/38		07/01/2016.	Call 100.0000		275,000	275,000	296,313	287,097		(12,097)		(12,097)		275,000			0	15,400	07/01/2022	1FE
67886M NN 5	OKLAHOMA HSG FIN SF 4.500% 09/01/27		09/01/2016.	Call 100.0000		95,000	95,000	102,290	98,538		(3,538)		(3,538)		95,000			0	3,900	09/01/2021	1FE
83712D QV 1	SOUTH CAROLINA HSG 6.000% 07/01/38		07/01/2016.	Call 100.0000		65,000	65,000	70,476	66,069		(1,069)		(1,069)		65,000			0	3,900	01/01/2017	1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						2,158,874	2,158,874	2,376,937	2,296,274	0	(137,401)	0	(137,401)	0	2,158,874	0	0	0	108,846	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00764M FB 8	AABST 2005-2 M1 0.945% 06/25/35		09/25/2016.	Paydown		960,275	960,275	890,898	950,112		10,162		10,162		960,275			0	5,589	06/25/2035	1FM
02007X AB 2	ALLYA 2016-2 A2 1.170% 10/15/18		09/15/2016.	Paydown		263,455	263,455	263,447			8		8		263,455			0	1,653	10/15/2018	1FE
035242 AJ 5	ANHEUSER-BUSCH INBEV FIN 2.650% 02/01/21		07/14/2016.	Various		15,649,150	15,000,000	14,953,050			4,193		4,193		14,957,243		691,907	691,907	191,757	02/01/2021	1FE
12648G AU 1	CSMC 2014-3R 3A1 2.250% 09/27/35		09/01/2016.	Paydown		526,425	526,425	509,316	512,986		13,439		13,439		526,425			0	8,012	09/27/2035	1FM
126670 AW 8	CWL 2005-10 MV2 1.005% 02/25/36		09/25/2016.	Paydown		1,475,586	1,475,586	1,344,628	1,446,703		28,884		28,884		1,475,586			0	9,705	02/25/2036	1FM
14987B AD 5	CC HOLDINGS GS V LLC/CRO 2.381% 12/15/17		09/21/2016.	Call 100.0000		26,300,000	26,300,000	26,432,929	26,362,369		(62,369)		(62,369)		26,300,000			0	925,681	12/15/2017	2FE
17305E FE 0	CCCIT 2013-A6 A6 1.320% 09/07/18		09/07/2016.	Paydown		8,000,000	8,000,000	8,037,813	8,021,134		(21,134)		(21,134)		8,000,000			0	105,600	09/07/2018	1FE
17307G WR 5	CMLTI 2005-HE3 M1 1.215% 09/25/35		09/25/2016.	Paydown		715,737	715,737	696,949	715,655		82		82		715,737			0	5,318	09/25/2035	1FM
20046F AS 9	COMM 2001-J2A X IO 0.346% 07/01/34		07/01/2016.	Paydown				114,938	3,896		(3,896)		(3,896)					0	3,170	07/01/2034	3FE
22540V G6 3	CSFB 2002-9 1A1 7.000% 03/25/40		09/01/2016.	Paydown		1,599	1,599	1,621	1,598	45	(45)		0		1,599			0	77	03/25/2040	1FM
29372E AW 8	EFF 2013-1 A3 0.910% 09/20/18		09/20/2016.	Paydown		1,779,143	1,779,143	1,778,448	1,778,834		309		309		1,779,143			0	10,879	09/20/2018	1FE
29372E BL 1	EFF 2015-2 A2 1.590% 02/22/21		09/20/2016.	Paydown		1,457,918	1,457,918	1,457,797	1,457,822		96		96		1,457,918			0	15,468	02/22/2021	1FE
30231G AR 3	EXXON MOBILE CORP 2.726% 03/01/23		07/08/2016.	Various		2,624,735	2,500,000	2,500,000					0		2,500,000		124,735	124,735	24,610	03/01/2023	1FE
33736X AH 2	FUNBC 2000-C1 IO 2.090% 05/01/32		09/01/2016.	Paydown				48,844					0					0	28,937	05/01/2032	6FE
33736X CR 8	FUNBC 2001-C2 IO 2.188% 01/12/43		07/01/2016.	Paydown				21,804					0					0	4,926	01/12/2043	6*

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)
34530D AC 3	FORDO 2013-C A3 0.820% 12/15/17		09/15/2016	Paydown		493,617	493,617	493,533	493,604		13		13		493,617			0	2,667	12/15/2017	1FE
35802X AJ 2	FRESENIUS MED CARE II 4.750% 10/15/24		07/11/2016	Bank of America Corp.		5,356,250	5,000,000	4,950,000	4,875,000	79,084	2,253		81,337		4,956,336		399,914	399,914	177,465	10/15/2024	3FE
3622N6 AG 4	GSR 2007-AR2 4A1 3.058% 02/25/51		09/01/2016	Paydown		13,425	13,425	13,068	13,068		357		357		13,425			0	266	02/25/2051	1FM
45866F AC 8	INTERCONTINENTALEXCHANGE GROUP 2.750% 12/01/20		07/12/2016	Barclays Capital		5,237,050	5,000,000	4,994,400	4,994,429		573		573		4,995,003		242,047	242,047	88,229	12/01/2020	1FE
46628K AT 7	JPMMT 2006-A3 6A1 3.185% 08/25/34		09/01/2016	Paydown		139,274	139,274	135,167	149,247		(9,973)		(9,973)		139,274			0	2,779	08/25/2034	1FM
46628K AV 2	JPMMT 2006-A3 7A1 2.971% 12/25/48		09/01/2016	Paydown		85,916	85,916	83,106	83,106		2,809		2,809		85,916			0	1,680	12/25/2048	1FM
46641P AJ 1	JPMCC 2014-FL4 C 2.708% 12/15/30		08/11/2016	Deutsche Bank		1,520,950	1,520,000	1,518,813	1,520,018		238		238		1,520,256		694	694	27,176	12/15/2030	1FM
47787U AB 9	JDOT 2015-A A2A 0.870% 02/15/18		09/15/2016	Paydown		2,652,888	2,652,888	2,652,717	2,652,820		67		67		2,652,888			0	15,408	02/15/2018	1FE
55292L AC 8	MTBAT 2013-1A A3 1.060% 11/15/17		07/15/2016	Paydown		206,555	206,555	206,553	206,555				0		206,555			0	1,277	11/15/2017	1FE
553514 AA 8	MSBAM 2012-CKSV A1 2.117% 10/15/30		08/08/2016	DA Davidson		711,223	714,012	701,964	702,723		899		899		703,622		7,601	7,601	10,497	10/15/2030	1FM
553514 AA 8	MSBAM 2012-CKSV A1 2.117% 10/15/30		08/01/2016	Paydown		17,125	17,125	16,836	16,855		271		271		17,125			0	226	10/15/2030	1FM
61974Q AG 1	MOTEL 2015-MTL6 XCP IO 0.000% 08/05/16		09/01/2016	Paydown				1,633,050	607,914		(607,914)		(607,914)					0	809,560	08/05/2016	4FE
63862D AA 4	NHLT 2016-1A A 2.981% 02/25/26		09/25/2016	Paydown		1,007,307	1,007,307	1,007,306			1		1		1,007,307			0	14,350	02/25/2026	1FE
68389F KP 8	OOMLT 2006-1 2A3 0.715% 01/25/36		09/25/2016	Paydown		78,683	78,683	66,844	74,282		4,401		4,401		78,683			0	354	01/25/2036	1FM
75606D AE 1	REALOGY GROUP/CO-ISSUER 4.875% 06/01/23		07/20/2016	JP Morgan Securities		3,052,500	3,000,000	2,978,070			206		206		2,978,276		74,224	74,224	21,938	06/01/2023	4FE
78444V AA 9	SLCLT 2010-B A1 4.250% 07/15/42		09/15/2016	Paydown		326,356	326,356	330,284	273,673		(4,558)		(4,558)		326,356			0	8,926	07/15/2042	1FE
78447V AA 6	SLMA 2013-B A1 1.174% 07/15/22		09/15/2016	Paydown		607,272	607,272	605,355	531,692		1,713		1,713		607,272			0	4,320	07/15/2022	1FE
78447X AA 2	SLMA 2013-C A1 1.374% 02/15/22		09/15/2016	Paydown		1,292,328	1,292,328	1,291,714	1,138,239		(294)		(294)		1,292,328			0	10,859	02/15/2022	1FE
78573A AB 6	SABMILLER HOLDINGS INC 2.450% 01/15/17		09/27/2016	Toronto Dominion		10,034,600	10,000,000	9,980,900	9,995,774		2,673		2,673		9,998,447		36,153	36,153	296,042	01/15/2017	1FE
834017 AA 3	SOFI 2015-B A1 1.575% 04/25/35		09/25/2016	Paydown		840,053	840,053	829,876	829,895		10,157		10,157		840,053			0	8,398	04/25/2035	1FE
83611M GG 7	SVHE 2005-OPT2 A6 0.905% 08/25/35		09/25/2016	Paydown		1,920,558	1,920,558	1,882,147	1,922,453		(1,895)		(1,895)		1,920,558			0	10,469	08/25/2035	1FM
90290X AB 3	USAOT 2015-1 A2 0.820% 03/15/18		09/15/2016	Paydown		1,587,514	1,587,514	1,587,455	1,587,478		36		36		1,587,514			0	8,661	03/15/2018	1FE
913903 AR 1	UNIVERSAL HEALTH SERVICES INC 4.750% 08/01/22		09/22/2016	Bank of America Corp.		10,426,488	10,000,000	10,150,000			(6,867)		(6,867)		10,143,133		283,355	283,355	261,878	08/01/2022	2FE
92867Q AE 1	VWALT 2014-A A4 0.990% 07/20/18		07/20/2016	Paydown		5,200,000	5,200,000	5,194,719	5,198,249		1,751		1,751		5,200,000			0	30,030	07/20/2018	1FE
931427 AP 3	WALGREENS BOOTS ALLIANCE 3.100% 06/01/23		07/18/2016	Goldman Sachs		10,255,200	10,000,000	9,972,500			247		247		9,972,747		282,453	282,453	43,056	06/01/2023	2FE
949802 AA 0	WFMBS 2003-I A1 2.853% 09/25/33		09/01/2016	Paydown		99,305	99,305	99,006	102,751		(3,446)		(3,446)		99,305			0	1,591	09/25/2033	1FM
3899999. Total Bonds - Industrial and Miscellaneous						122,916,460	120,782,326	122,427,865	79,220,934	79,129	(636,553)	0	(557,424)	0	120,773,377	0	2,143,083	2,143,083	3,199,484	XXX	XXX
8399997. Total Bonds - Part 4						184,309,318	181,941,200	183,752,198	95,513,313	79,129	(766,553)	0	(687,424)	0	181,900,796	0	2,408,522	2,408,522	3,546,484	XXX	XXX
8399999. Total Bonds						184,309,318	181,941,200	183,752,198	95,513,313	79,129	(766,553)	0	(687,424)	0	181,900,796	0	2,408,522	2,408,522	3,546,484	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
478366 10 7	JOHNSON CONTROLS INC		09/06/2016	State Street Bank	19,900.000	907,920	XXX	249,338	785,851	(536,513)			(536,513)		249,338		658,581	658,581	23,084	XXX	L
58501N 10 1	MEDIVATION INC		09/28/2016	State Street Bank	5,000.000	407,500	XXX	137,582	241,700	(104,119)			(104,119)		137,582		269,919	269,919		XXX	L
742718 10 9	PROCTER & GAMBLE CO		09/30/2016	Tax Free Exchange	270.000	21,209	XXX	21,209	21,441	(232)			(232)		21,209			0	541	XXX	L
779287 10 1	ROUSE PROPERTIES INC		07/06/2016	State Street Bank	78.000	1,424	XXX	56	1,136	(1,080)			(1,080)		56		1,368	1,368	14	XXX	L
00BY7Q L6 4	JOHNSON CONTROLS INTL PLC	F	09/29/2016	State Street Bank	0.430	19	XXX	21					0		21		(2)	(2)		XXX	L

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 Desig-nation or Market Indicator (a)
9099999. Total Common Stocks - Industrial and Miscellaneous						1,338,072	XXX	408,206	1,050,128	(641,944)	0	0	(641,944)	0	408,206	0	929,866	929,866	23,639	XXX	XXX
9799997 Total Common Stocks - Part 4						1,338,072	XXX	408,206	1,050,128	(641,944)	0	0	(641,944)	0	408,206	0	929,866	929,866	23,639	XXX	XXX
9799999. Total Common Stocks						1,338,072	XXX	408,206	1,050,128	(641,944)	0	0	(641,944)	0	408,206	0	929,866	929,866	23,639	XXX	XXX
9899999. Total Preferred and Common Stocks						1,338,072	XXX	408,206	1,050,128	(641,944)	0	0	(641,944)	0	408,206	0	929,866	929,866	23,639	XXX	XXX
9999999. Total Bonds, Preferred and Common Stocks						185,647,390	XXX	184,160,404	96,563,441	(562,815)	(766,553)	0	(1,329,368)	0	182,309,002	0	3,338,388	3,338,388	3,570,123	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								XXX
STATE STREET BANK KANSAS CITY, MO							184	XXX
0199999. Total Open Depositories	XXX	XXX	0	0	0	0	184	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	0	0	184	XXX
0599999. Total Cash	XXX	XXX	0	0	0	0	184	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
All Other Government Bonds - Issuer Obligations							
CANADA-GOVT		07/21/2016	0.350	10/21/2016	24,995,135		17,497
0699999. All Other Government Bonds - Issuer Obligations					24,995,135	0	17,497
1099999. Total - All Other Government Bonds					24,995,135	0	17,497
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
AMERICAN HONDA FINANCE		08/02/2016	0.400	10/26/2016	29,991,661		19,994
JOHNSON&JOHNSON		09/30/2016	0.200	10/11/2016	499,972		3
NOVARTIS FINANCE CORP		07/26/2016	0.380	10/12/2016	19,997,676		14,143
PEPSICO INC		08/09/2016	0.380	10/28/2016	9,997,148		5,593
PFIZER INC		07/18/2016	0.400	10/12/2016	24,996,942		20,831
CPPIB CAPITAL INC		07/14/2016	0.380	10/05/2016	19,999,155		16,677
QUEBEC PROVINCE		08/02/2016	0.330	10/03/2016	14,999,725		8,250
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					120,482,279	0	85,491
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					120,482,279	0	85,491
Total Bonds							
7799999. Subtotals - Issuer Obligations					145,477,414	0	102,988
8399999. Subtotals - Bonds					145,477,414	0	102,988
8699999. Total - Cash Equivalents					145,477,414	0	102,988