



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF JUNE 30, 2018

OF THE CONDITION AND AFFAIRS OF THE

Republic-Franklin Insurance Company

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

Organized under the Laws of Ohio, State of Domicile or Port of Entry OH

Country of Domicile United States of America

Incorporated/Organized 02/10/1949 Commenced Business 02/10/1949

Statutory Home Office 2 Easton Oval, Suite 225 (Street and Number) Columbus, OH, US 43219 (City or Town, State, Country and Zip Code)

Main Administrative Office 180 Genesee Street (Street and Number) New Hartford, NY, US 13413 (City or Town, State, Country and Zip Code) 315-734-2000 (Area Code) (Telephone Number)

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

Primary Location of Books and Records 180 Genesee Street (Street and Number) New Hartford, NY, US 13413 (City or Town, State, Country and Zip Code) 315-734-2000 (Area Code) (Telephone Number)

Internet Website Address www.uticanational.com

Statutory Statement Contact Sandra Jean Giehl (Name) 315-734-2192 (Area Code) (Telephone Number) sandy.giehl@uticanational.com (E-mail Address) 315-734-2994 (FAX Number)

OFFICERS

Chairman James Douglas Robinson VP, CFO & Treasurer Brian Wade Miller Jr.

President & CEO Richard Patrick Creedon Secretary Louisa Suzanne Ruffine

OTHER

Steven Paul Guzski, Executive Vice President Kristen Holly Martin, EVP & COO

DIRECTORS OR TRUSTEES

Clarence William Bachman Richard Patrick Creedon Paul Alan Hagstrom, Ph.D.

Gregory Miller Harden Alan Joseph Pope, Sr. James Douglas Robinson

Linda Ellen Romano Eric Keith Scholl

State of New York SS:

County of Oneida

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

Richard Patrick Creedon President & CEO

Brian Wade Miller, Jr. VP, CFO & Treasurer

Louisa Suzanne Ruffine Secretary

Subscribed and sworn to before me this day of

a. Is this an original filing? Yes [ X ] No [ ]

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

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	94,686,413		94,686,413	91,821,354
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....	4,806,350		4,806,350	5,840,264
3. Mortgage loans on real estate:				
3.1 First liens .....				
3.2 Other than first liens .....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....				
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....				
4.3 Properties held for sale (less \$ ..... encumbrances) .....				
5. Cash (\$ .....245,598 ), cash equivalents (\$ .....100,250 ) and short-term investments (\$ ..... ) .....	345,850		345,850	534,768
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....	0		0	
10. Securities lending reinvested collateral assets .....				
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	99,838,612		99,838,612	98,196,386
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....	710,237		710,237	709,388
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	9,967,263	133,825	9,833,438	8,949,078
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ .....51,778 earned but unbilled premiums) .....	472,622	5,753	466,869	636,846
15.3 Accrued retrospective premiums (\$ ..... ) and contracts subject to redetermination (\$ ..... ) .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	249,906		249,906	174,906
16.2 Funds held by or deposited with reinsured companies .....				
16.3 Other amounts receivable under reinsurance contracts .....				
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....				853
18.2 Net deferred tax asset .....	1,158,139		1,158,139	1,083,304
19. Guaranty funds receivable or on deposit .....	1,342,666		1,342,666	1,225,648
20. Electronic data processing equipment and software .....	50,880		50,880	38,641
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....	8,565	8,565		
22. Net adjustment in assets and liabilities due to foreign exchange rates .....				
23. Receivables from parent, subsidiaries and affiliates .....	468,447		468,447	786,836
24. Health care (\$ ..... ) and other amounts receivable .....				
25. Aggregate write-ins for other than invested assets .....	2,245,342	1,194,438	1,050,904	803,260
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	116,512,680	1,342,582	115,170,098	112,605,146
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Total (Lines 26 and 27)	116,512,680	1,342,582	115,170,098	112,605,146
<b>DETAILS OF WRITE-INS</b>				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Accounts Receivable - Other .....	874,862	5,925	868,938	630,469
2502. Equities and Deposits in Pools and Associations .....	184,135	2,168	181,967	172,279
2503. Prepaid Expenses .....	79,802	79,802		
2598. Summary of remaining write-ins for Line 25 from overflow page .....	1,106,544	1,106,544		512
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	2,245,342	1,194,438	1,050,904	803,260

STATEMENT AS OF JUNE 30, 2018 OF THE  REPUBLIC-FRANKLIN INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$                   7,245,847  ) .....	31,833,863	31,252,404
2. Reinsurance payable on paid losses and loss adjustment expenses .....		
3. Loss adjustment expenses .....	7,576,578	7,543,413
4. Commissions payable, contingent commissions and other similar charges .....	640,259	761,613
5. Other expenses (excluding taxes, licenses and fees) .....	913,928	1,212,002
6. Taxes, licenses and fees (excluding federal and foreign income taxes) .....	667,622	752,607
7.1 Current federal and foreign income taxes (including \$                   73,673  on realized capital gains (losses)) .....	1,361,093	990,402
7.2 Net deferred tax liability .....		
8. Borrowed money \$                                    and interest thereon \$                                    .....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$                   107,863,304  and including warranty reserves of \$                                    and accrued accident and health experience rating refunds including \$                                    for medical loss ratio rebate per the Public Health Service Act) .....	14,216,256	14,128,718
10. Advance premium .....	92,595	119,877
11. Dividends declared and unpaid:		
11.1 Stockholders .....		
11.2 Policyholders .....	114,570	130,509
12. Ceded reinsurance premiums payable (net of ceding commissions) .....	148,889	156,827
13. Funds held by company under reinsurance treaties .....		
14. Amounts withheld or retained by company for account of others .....	2,002,265	1,251,441
15. Remittances and items not allocated .....		
16. Provision for reinsurance (including \$                                    certified) .....	80,733	80,733
17. Net adjustments in assets and liabilities due to foreign exchange rates .....		
18. Drafts outstanding .....		
19. Payable to parent, subsidiaries and affiliates .....		
20. Derivatives .....		
21. Payable for securities .....		
22. Payable for securities lending .....		
23. Liability for amounts held under uninsured plans .....		
24. Capital notes \$                                    and interest thereon \$                                    .....		
25. Aggregate write-ins for liabilities .....	(267,254)	(278,788)
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25) .....	59,381,397	58,101,758
27. Protected cell liabilities .....		
28. Total liabilities (Lines 26 and 27) .....	59,381,397	58,101,758
29. Aggregate write-ins for special surplus funds .....	282,116	277,362
30. Common capital stock .....	3,500,000	3,500,000
31. Preferred capital stock .....		
32. Aggregate write-ins for other than special surplus funds .....		
33. Surplus notes .....		
34. Gross paid in and contributed surplus .....	5,139,802	5,139,802
35. Unassigned funds (surplus) .....	46,866,783	45,586,224
36. Less treasury stock, at cost:		
36.1                                    shares common (value included in Line 30 \$                                    ) .....		
36.2                                    shares preferred (value included in Line 31 \$                                    ) .....		
37. Surplus as regards policyholders (Lines 29 to 35, less 36) .....	55,788,701	54,503,388
38. Totals (Page 2, Line 28, Col. 3)	115,170,098	112,605,146
DETAILS OF WRITE-INS		
2501. Contingent Balances in Safety Groups .....	44,790	29,280
2502. Liability for Pension Benefits .....	(312,044)	(308,068)
2503. ....		
2598. Summary of remaining write-ins for Line 25 from overflow page .....		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	(267,254)	(278,788)
2901. Reserve for Undeclared Dividends .....	282,116	277,362
2902. ....		
2903. ....		
2998. Summary of remaining write-ins for Line 29 from overflow page .....		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	282,116	277,362
3201. ....		
3202. ....		
3203. ....		
3298. Summary of remaining write-ins for Line 32 from overflow page .....		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year to Date	Prior Year to Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ .....113,470,378 )	115,512,362	106,496,055	219,870,318
1.2 Assumed (written \$ .....14,761,712 )	14,674,030	13,465,219	27,934,640
1.3 Ceded (written \$ .....113,471,851 )	115,513,692	106,497,314	219,872,389
1.4 Net (written \$ .....14,760,238 )	14,672,700	13,463,960	27,932,568
DEDUCTIONS:			
2. Losses incurred (current accident year \$ .....10,151,896 ):			
2.1 Direct	66,814,758	49,430,973	103,819,505
2.2 Assumed	7,787,593	7,230,601	14,613,711
2.3 Ceded	66,809,251	49,460,408	103,860,905
2.4 Net	7,793,099	7,201,166	14,572,311
3. Loss adjustment expenses incurred	1,697,159	1,689,528	3,429,569
4. Other underwriting expenses incurred	5,010,969	4,672,959	9,647,449
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	14,501,227	13,563,654	27,649,329
7. Net income of protected cells			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7)	171,472	(99,694)	283,240
INVESTMENT INCOME			
9. Net investment income earned	1,543,488	1,414,448	2,911,201
10. Net realized capital gains (losses) less capital gains tax of \$ .....73,673	273,947	21,187	(2,340)
11. Net investment gain (loss) (Lines 9 + 10)	1,817,435	1,435,634	2,908,862
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ .....7,916 amount charged off \$ .....49,496 )	(41,580)	(45,869)	(143,431)
13. Finance and service charges not included in premiums	170,219	165,747	339,207
14. Aggregate write-ins for miscellaneous income	(108,475)	(95,692)	(192,799)
15. Total other income (Lines 12 through 14)	20,164	24,186	2,977
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	2,009,071	1,360,127	3,195,078
17. Dividends to policyholders	135,486	106,085	246,362
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	1,873,585	1,254,042	2,948,716
19. Federal and foreign income taxes incurred	297,871	370,476	1,023,133
20. Net income (Line 18 minus Line 19)(to Line 22)	1,575,714	883,566	1,925,583
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	54,503,388	52,401,536	52,401,536
22. Net income (from Line 20)	1,575,714	883,566	1,925,583
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....(59,034)	(222,082)	260,951	872,969
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	15,801	(3,507)	(864,009)
27. Change in nonadmitted assets	47,219	515,107	483,587
28. Change in provision for reinsurance			(80,733)
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	(131,338)	(136,060)	(235,544)
38. Change in surplus as regards policyholders (Lines 22 through 37)	1,285,313	1,520,057	2,101,853
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	55,788,701	53,921,593	54,503,388
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			
1401. Gain/Loss on Sale of Assets	237	731	1,173
1402. Miscellaneous Income	(108,712)	(96,423)	(193,972)
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	(108,475)	(95,692)	(192,799)
3701. Contingent Balance in Safety Groups	(15,510)	(2,580)	(5,940)
3702. Pension Benefit Obligation	3,976	(87,596)	(137,836)
3703. Pension Expense	(119,804)	(45,884)	(91,768)
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)	(131,338)	(136,060)	(235,544)

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance .....	14,016,619	13,072,107	28,141,960
2. Net investment income .....	1,688,232	1,576,088	3,212,073
3. Miscellaneous income .....	20,164	24,186	2,977
4. Total (Lines 1 to 3) .....	15,725,015	14,672,381	31,357,011
5. Benefit and loss related payments .....	7,286,641	7,136,261	13,401,594
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	7,021,021	6,842,142	12,567,357
8. Dividends paid to policyholders .....	151,425	155,357	284,520
9. Federal and foreign income taxes paid (recovered) net of \$ .....73,673 tax on capital gains (losses) .....			705,311
10. Total (Lines 5 through 9) .....	14,459,088	14,133,760	26,958,782
11. Net cash from operations (Line 4 minus Line 10) .....	1,265,927	538,621	4,398,229
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	9,556,963	7,290,330	15,785,397
12.2 Stocks .....	1,100,000		
12.3 Mortgage loans .....			
12.4 Real estate .....			
12.5 Other invested assets .....			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....			
12.7 Miscellaneous proceeds .....		175	
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	10,656,963	7,290,504	15,785,397
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	12,586,804	8,541,980	19,481,019
13.2 Stocks .....		47,277	75,220
13.3 Mortgage loans .....			
13.4 Real estate .....			
13.5 Other invested assets .....			
13.6 Miscellaneous applications .....			
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	12,586,804	8,589,257	19,556,240
14. Net increase (or decrease) in contract loans and premium notes .....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(1,929,841)	(1,298,752)	(3,770,842)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....			
16.2 Capital and paid in surplus, less treasury stock .....			
16.3 Borrowed funds .....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5 Dividends to stockholders .....			
16.6 Other cash provided (applied) .....	474,995	785,734	(280,502)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	474,995	785,734	(280,502)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(188,918)	25,603	346,884
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	534,768	187,883	187,883
19.2 End of period (Line 18 plus Line 19.1) .....	345,850	213,486	534,768

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

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STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

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

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

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

<u>Net Income</u>	<u>SSAP#</u>	<u>F/S Page</u>	<u>F/S Line #</u>	<u>2018</u>	<u>2017</u>
(1) Net Income, state basis (Page 4, Line 20, Columns 1 & 3)	XXX	XXX	XXX	\$ 1,575,714	\$ 1,925,583
(2) State Prescribed Practices that increase/(decrease) NAIC SAP				0	0
(3) State Permitted Practices that increase/(decrease) NAIC SAP				0	0
(4) Net Income, NAIC SAP (1 - 2 - 3 = 4)	XXX	XXX	XXX	<u>\$ 1,575,714</u>	<u>\$ 1,925,583</u>
<u>Surplus</u>					
(5) Statutory surplus, state basis (Page 3, Line 37, Columns 1 & 2)	XXX	XXX	XXX	\$ 55,788,701	\$ 54,503,388
(6) State Prescribed Practices that increase/(decrease) NAIC SAP				0	0
(7) State Permitted Practices that increase/(decrease) NAIC SAP				0	0
(8) Statutory Surplus, NAIC SAP (5 - 6 - 7 = 8)	XXX	XXX	XXX	<u>\$ 55,788,701</u>	<u>\$ 54,503,388</u>

B. No change.

C. Accounting Policies

1. – 5. No change.
6. Loan-backed securities are stated at either amortized cost, or the lower of amortized cost or fair market value.  
The prospective adjustment method is used to value all loan-backed securities.
7. - 13. No change.

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

Note 2 – Accounting Changes and Corrections of Errors

No change.

Note 3 – Business Combinations and Goodwill

No change.

Note 4 – Discontinued Operations

No change.

Note 5 - Investments

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

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

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

(4) Unrealized Losses

a. The aggregate amount of unrealized losses:

Less than 12 months	Greater than 12 months	Total
1,321,732	712,242	2,033,974

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

Less than 12 months	Greater than 12 months	Total
54,223,802	12,520,349	66,744,151

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

E. The Company does not have any dollar repurchase agreements or securities lending transactions in its portfolio.

(3) b. Not applicable

F. The Company does not have any repurchase agreements transactions accounted for as secured borrowing.

G. The Company does not have any reverse repurchase transactions accounted for as secured borrowing.

H. The Company does not have any repurchase agreements transactions accounted for as a sale.

I. The Company does not have any reverse repurchase agreements transactions accounted for as a sale.

J. The Company does not have any real estate in its portfolio.

K. The Company does not have any low-income housing tax credits (LIHTC) in its portfolio.

L. No change.

M. The Company does not have any working capital finance investments.

(2) Aggregate Maturity Distribution on the Underlying Working Capital Finance Program - not applicable

(3) There are no events of default of working capital finance investments during the reporting period – not applicable.

N. Offsetting and Netting of Assets and Liabilities - Not applicable.

O. Structured Securities – Not applicable.

P. 5\* Securities – Not applicable.

Q. Short Sales - Not applicable.

R. Prepayment Penalty and Acceleration Fees

	<u>General Account</u>	<u>Protected Cell</u>
1. Number of CUSIPs . . . . .	2	0
2. Aggregate Amount of Investment Income . . . . .	\$15,637	\$0

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

No change.

**Note 7 – Investment Income**

No change.

**Note 8 – Derivative Instruments**

No change.

**Note 9 – Income Taxes**

No change.

**Note 10 – Information Concerning Parent, Subsidiaries, and Affiliates**

No change.

**Note 11 - Debt**

No change.

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

No change.

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

No change.

**Note 14 – Liabilities, Contingencies and Assessments**

No change.

**Note 15 – Leases**

No change.

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

No change.

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

**NOTES TO FINANCIAL STATEMENTS**

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

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

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

No change.

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

No change.

**Note 20 – Fair Value Measurement**

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

- (1) Fair Value Measurements at Reporting Date
  - (a) Assets at Fair Value

	Level 1	Level 2	Level 3	Total
Short Term	\$100,251	0	0	\$100,251
Common Stock	4,806,350	0	0	4,806,350
Total Assets at Fair Value	\$4,906,601	0	0	\$4,906,601

- (b) Liabilities at Fair Value: Not applicable.

- (2) Not applicable.

- (3) Not applicable.

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

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

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

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

- (5) Not applicable.

- B. Not applicable.

- C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	93,702,250	94,786,664	100,251	93,602,269	0	0
Common Stock	4,806,350	4,806,350	4,806,350	0	0	0

- D. Not applicable.

**Note 21 – Other Items**

No change.

**Note 22 – Events Subsequent**

No change.

**Property & Casualty Specific Notes**

**Note 23 – Reinsurance**

No change.

**Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination**

No change.

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

**NOTES TO FINANCIAL STATEMENTS**

***Note 25 – Change in Incurred Losses and Loss Adjustment Expenses***

Reserves as of December 31, 2017 were \$38.8 million. As of June 30, 2018, \$6 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$32.1 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$700 thousand favorable prior-year development since December 31, 2017 to June 30, 2018.

***Note 26 – Intercompany Pooling Arrangements***

No change.

***Note 27 – Structured Settlements***

No change.

***Note 28 – Health Care Receivables***

No change.

***Note 29 –Participating Policies***

No change.

***Note 30 –Premium Deficiency Reserves***

No change.

***Note 31 – High Deductibles***

No change.

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

No change.

***Note 33 – Asbestos / Environmental Reserves***

No change.

***Note 34 – Subscriber Savings Accounts***

No change

***Note 35 –Multiple Peril Crop Insurance***

No change.

***Note 36 –Financial Guaranty Insurance***

No change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? .....

Yes [ ☐ ] No [ ☒ ]
- 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 [ ☒ ]
- 2.2

If yes, date of change: .....
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? .....

If yes, complete Schedule Y, Parts 1 and 1A.

Yes [ ☒ ] No [ ☐ ]
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end? .....

Yes [ ☐ ] No [ ☒ ]
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
- 3.4

Is the reporting entity publicly traded or a member of a publicly traded group? .....

Yes [ ☐ ] No [ ☒ ]
- 3.5

If the response to 3.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group. ....
- 4.1

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

Yes [ ☐ ] No [ ☒ ]
- 4.2

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

1	2	3
Name of Entity	NAIC Company Code	State of Domicile
5.

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

If yes, attach an explanation.

Yes [ ☐ ] No [ ☐ ] N/A [ ☒ ]
- 6.1

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

12/31/2014
- 6.2

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

12/31/2014
- 6.3

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

06/30/2016
- 6.4

By what department or departments?  
Ohio Department of Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? .....

Yes [ ☐ ] No [ ☐ ] N/A [ ☒ ]
- 6.6

Have all of the recommendations within the latest financial examination report been complied with? .....

Yes [ ☐ ] 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 [ ☒ ]
- 7.2

If yes, give full information:
- 8.1

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

Yes [ ☐ ] No [ ☒ ]
- 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 [ ☒ ]
- 8.4

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

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

GENERAL INTERROGATORIES

- 9.1

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

Yes [ X ] No [ ]
- 9.11

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

Has the code of ethics for senior managers been amended? .....

Yes [ ] No [ 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

- 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: .....

\$468,447

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: .....

\$
13.

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

\$
- 14.1

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

Yes [ ] No [ X ]
- 14.2

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

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

Yes [ ] No [ X ]
- 15.2

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

Yes [ ] No [ ]

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1

Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

\$
- 16.2

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

\$
- 16.3

Total payable for securities lending reported on the liability page.

\$

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

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

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

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

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

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

- 17.4 If yes, give full information relating thereto:

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

- 17.5 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such. ["...that have access to the investment accounts"; "...handle securities"]

1 Name of Firm or Individual	2 Affiliation
Conning Asset Management	U

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets? Yes ☒ No ☐

- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets? Yes ☒ No ☐

- 17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
107423	Conning, Inc.	549300Z0G14KK37BDV40	SEC	NO

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

- 18.2 If no, list exceptions:

19. By self-designating 5\*GI securities, the reporting entity is certifying the following elements for each self-designated 5\*GI security:

- a. Documentation necessary to permit a full credit analysis of the security does not exist.
- b. Issuer or obligor is current on all contracted interest and principal payments.
- c. The insurer has an actual expectation of ultimate payment of all contracted interest and principal.

- Has the reporting entity self-designated 5\*GI securities? Yes ☐ No ☒

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1.

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

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

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

Yes [ ] No [ X ]
- 3.1

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

Yes [ ] No [ X ]
- 3.2

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

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

Yes [ ] No [ X ]

4.2 If yes, complete the following schedule:

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

5.

Operating Percentages:

5.1 A&H loss percent ..... %

5.2 A&H cost containment percent ..... %

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

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

Yes [ ] No [ X ]
- 6.2

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

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

Yes [ ] No [ X ]
- 6.4

If yes, please provide the balance of the funds administered as of the reporting date .....\$.....
7.

Is the reporting entity licensed or chartered, registered, qualified, eligible or writing business in at least two states? .....

Yes [ X ] No [ ]
- 7.1

If no, does the reporting entity assume reinsurance business that covers risks residing in at least one state other than the state of domicile of the reporting entity? .....

Yes [ ] No [ ]

## SCHEDULE F - CEDED REINSURANCE

# NONE

[illegible]

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status (a)	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama.....AL	N						
2. Alaska.....AK	N						
3. Arizona.....AZ	N						
4. Arkansas.....AR	N						
5. California.....CA	N						
6. Colorado.....CO	N						
7. Connecticut.....CT	L	13,649,755	13,407,086	9,319,334	7,823,016	26,455,941	24,467,412
8. Delaware.....DE	L	982,786	893,217	173,649	442,410	2,526,921	2,364,082
9. District of Columbia.....DC	L	20,503	34,948	209		19,103	33,967
10. Florida.....FL	N						
11. Georgia.....GA	L	5,720,367	6,009,450	2,352,662	3,294,695	8,641,050	8,882,135
12. Hawaii.....HI	N						
13. Idaho.....ID	N						
14. Illinois.....IL	L	3,766,117	2,833,537	1,991,521	1,000,216	3,231,222	4,025,528
15. Indiana.....IN	L	504,944	443,927	115,272	24,104	464,488	166,923
16. Iowa.....IA	N						
17. Kansas.....KS	L	64,587	60,762			249,745	18,943
18. Kentucky.....KY	N						
19. Louisiana.....LA	N						
20. Maine.....ME	N						
21. Maryland.....MD	L	2,288,386	1,833,105	1,094,712	384,626	8,583,079	5,860,378
22. Massachusetts.....MA	L	6,210,079	5,913,773	3,118,014	2,736,542	19,332,840	11,390,489
23. Michigan.....MI	L	1,687,655	1,646,498	345,200	346,465	1,313,571	977,280
24. Minnesota.....MN	N						
25. Mississippi.....MS	N						
26. Missouri.....MO	N						
27. Montana.....MT	N						
28. Nebraska.....NE	N						
29. Nevada.....NV	N						
30. New Hampshire.....NH	L	458,656	359,520	425,979	99,209	1,085,349	311,616
31. New Jersey.....NJ	L	24,443,026	20,519,720	10,253,360	11,265,552	57,076,696	46,938,814
32. New Mexico.....NM	N						
33. New York.....NY	L	31,736,466	28,096,521	15,908,759	13,466,393	67,675,359	70,084,042
34. North Carolina.....NC	L	3,850,366	4,515,730	2,050,116	2,776,585	4,930,222	4,533,411
35. North Dakota.....ND	N						
36. Ohio.....OH	L	3,529,052	3,468,289	1,236,219	1,334,557	2,376,909	2,966,913
37. Oklahoma.....OK	N						
38. Oregon.....OR	N						
39. Pennsylvania.....PA	L	5,135,048	4,726,830	2,300,671	2,300,700	10,265,476	6,040,781
40. Rhode Island.....RI	L	182,192	224,898	248,395	97,396	598,410	485,730
41. South Carolina.....SC	L						
42. South Dakota.....SD	N						
43. Tennessee.....TN	L	982,597	1,009,661	243,818	228,602	1,821,692	935,742
44. Texas.....TX	L	5,149,385	4,632,738	2,492,910	1,201,953	6,551,009	4,967,354
45. Utah.....UT	N						
46. Vermont.....VT	N						
47. Virginia.....VA	L	2,511,612	2,282,252	1,856,297	2,220,714	3,197,093	2,159,649
48. Washington.....WA	N						
49. West Virginia.....WV	N						
50. Wisconsin.....WI	L	596,798	502,640	1,146,409	311,156	2,709,518	4,573,858
51. Wyoming.....WY	N						
52. American Samoa.....AS	N						
53. Guam.....GU	N						
54. Puerto Rico.....PR	N						
55. U.S. Virgin Islands.....VI	N						
56. Northern Mariana Islands.....MP	N						
57. Canada.....CAN	N						
58. Aggregate Other Alien OT	XXX						
59. Totals	XXX	113,470,378	103,415,102	56,673,506	51,354,892	229,105,692	202,185,048
DETAILS OF WRITE-INS							
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX						

(a) Active Status Counts:

L - Licensed or Chartered - Licensed Insurance carrier or domiciled RRG.....22

E - Eligible - Reporting entities eligible or approved to write surplus lines in the state (other than their state of domicile - see DSLI).....

D - Domestic Surplus Lines Insurer (DSLI) - Reporting entities authorized to write surplus lines in the state of domicile.....

R - Registered - Non-domiciled RRGs.....

Q - Qualified - Qualified or accredited reinsurer.....

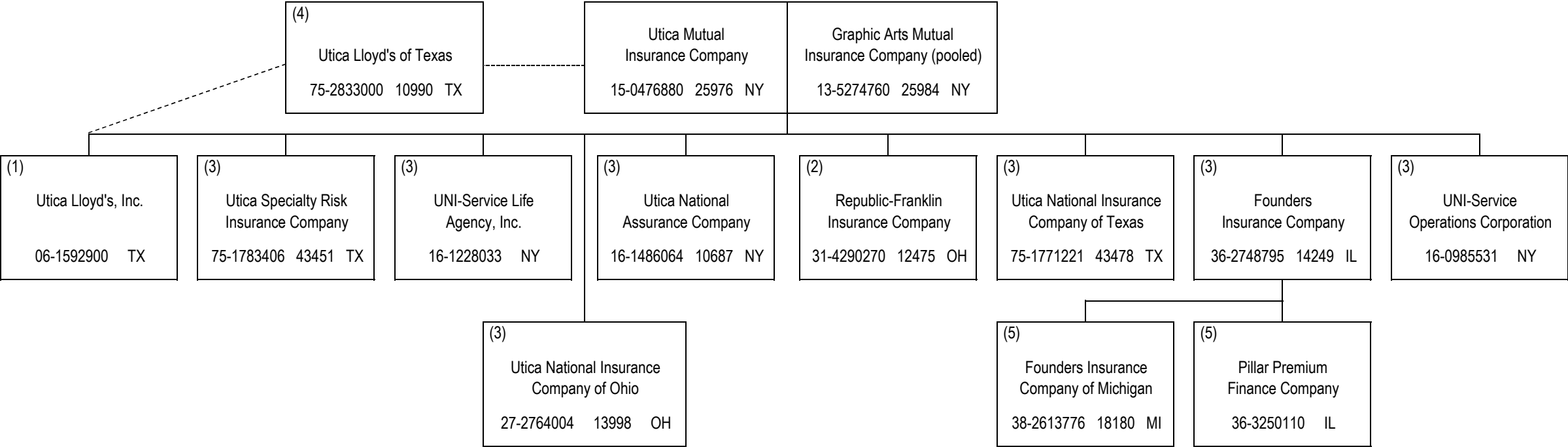
N - None of the above - Not allowed to write business in the state .....35

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

PART 1 - ORGANIZATIONAL CHART

UTICA NATIONAL INSURANCE GROUP      ORGANIZATION STRUCTURE      JUNE 30, 2018

11



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

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

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

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

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

PART 1 - LOSS EXPERIENCE

Line of Business		Current Year to Date			4 Prior Year to Date Direct Loss Percentage
		1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1.	Fire .....	30,172	(979)	(3.2)	(0.2)
2.	Allied Lines .....	38,132	(14,971)	(39.3)	99.4
3.	Farmowners multiple peril .....				
4.	Homeowners multiple peril .....	7,841,604	6,764,542	86.3	82.8
5.	Commercial multiple peril .....	39,760,102	23,137,192	58.2	41.4
6.	Mortgage guaranty .....				
8.	Ocean marine .....				
9.	Inland marine .....	165,464	16,908	10.2	17.1
10.	Financial guaranty .....				
11.1	Medical professional liability - occurrence .....				
11.2	Medical professional liability - claims-made .....				
12.	Earthquake .....	5,890			
13.	Group accident and health .....				
14.	Credit accident and health .....				
15.	Other accident and health .....				
16.	Workers' compensation .....	22,287,344	14,197,181	63.7	46.7
17.1	Other liability - occurrence .....	3,268,830	213,970	6.5	12.5
17.2	Other liability - claims-made .....	10,096,177	7,525,836	74.5	20.0
17.3	Excess workers' compensation .....				
18.1	Products liability - occurrence .....	37,186	1,133	3.0	(3.4)
18.2	Products liability - claims-made .....				
19.1,19.2	Private passenger auto liability .....	2,485,332	1,324,511	53.3	17.4
19.3,19.4	Commercial auto liability .....	22,821,693	9,501,330	41.6	58.6
21.	Auto physical damage .....	6,671,002	4,147,908	62.2	55.3
22.	Aircraft (all perils) .....				
23.	Fidelity .....				
24.	Surety .....	2,333	198	8.5	3.3
26.	Burglary and theft .....	1,102	(2)	(0.1)	0.0
27.	Boiler and machinery .....				
28.	Credit .....				
29.	International .....				
30.	Warranty .....				
31.	Reinsurance - Nonproportional Assumed Property .....	XXX	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability .....	XXX	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines .....	XXX	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business .....				
35.	Totals .....	115,512,362	66,814,758	57.8	46.4
DETAILS OF WRITE-INS					
3401.	.....				
3402.	.....				
3403.	.....				
3498.	Summary of remaining write-ins for Line 34 from overflow page .....				
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1	2	3
		Current Quarter	Current Year to Date	Prior Year Year to Date
1.	Fire .....	11,106	12,062	16,320
2.	Allied Lines .....	8,404	11,986	25,181
3.	Farmowners multiple peril .....			
4.	Homeowners multiple peril .....	3,818,257	7,064,546	7,898,021
5.	Commercial multiple peril .....	18,563,563	34,762,667	30,998,054
6.	Mortgage guaranty .....			
8.	Ocean marine .....			
9.	Inland marine .....	83,564	158,173	171,578
10.	Financial guaranty .....			
11.1	Medical professional liability - occurrence .....			
11.2	Medical professional liability - claims-made .....			
12.	Earthquake .....	3,331	4,861	5,649
13.	Group accident and health .....			
14.	Credit accident and health .....			
15.	Other accident and health .....			
16.	Workers' compensation .....	13,612,157	25,915,473	23,258,492
17.1	Other liability - occurrence .....	1,052,909	1,953,992	1,785,895
17.2	Other liability - claims-made .....	4,705,822	10,613,176	10,284,926
17.3	Excess workers' compensation .....			
18.1	Products liability - occurrence .....	10,494	52,950	22,189
18.2	Products liability - claims-made .....			
19.1,19.2	Private passenger auto liability .....	1,329,101	2,486,382	2,589,610
19.3,19.4	Commercial auto liability .....	12,466,828	23,575,883	19,872,809
21.	Auto physical damage .....	3,907,056	6,857,482	6,484,869
22.	Aircraft (all perils) .....			
23.	Fidelity .....			
24.	Surety .....			
26.	Burglary and theft .....	711	746	1,509
27.	Boiler and machinery .....			
28.	Credit .....			
29.	International .....			
30.	Warranty .....			
31.	Reinsurance - Nonproportional Assumed Property .....	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability .....	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines .....	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business .....			
35.	Totals .....	59,573,301	113,470,378	103,415,102
DETAILS OF WRITE-INS				
3401.	.....			
3402.	.....			
3403.	.....			
3498.	Summary of remaining write-ins for Line 34 from overflow page .....			
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13									
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	2018 Loss and LAE Payments on Claims Reported as of Prior Year-End	2018 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2018 Loss and LAE Payments (Cols. 4+5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7+8+9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols.4+7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)									
1. 2015 + Prior .....	10,396	8,868	19,264	2,348	32	2,380	8,873	120	7,859	16,852	825	(857)	(32)									
2. 2016 .....	3,439	4,246	7,685	1,167	58	1,225	2,828	179	3,178	6,184	555	(832)	(276)									
3. Subtotals 2016 + Prior .....	13,835	13,114	26,949	3,515	90	3,605	11,701	298	11,037	23,036	1,380	(1,689)	(308)									
4. 2017 .....	4,246	7,601	11,847	1,922	443	2,365	2,987	509	5,632	9,128	663	(1,017)	(353)									
5. Subtotals 2017 + Prior .....	18,081	20,715	38,796	5,437	533	5,970	14,688	807	16,669	32,165	2,043	(2,705)	(662)									
6. 2018 .....	XXX	XXX	XXX	XXX	2,906	2,906	XXX	2,693	4,552	7,246	XXX	XXX	XXX									
7. Totals .....	18,081	20,715	38,796	5,437	3,439	8,876	14,688	3,501	21,222	39,410	2,043	(2,705)	(662)									
8. Prior Year-End Surplus As Regards Policyholders	54,503										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. 11.3	2. (13.1)	3. (1.7)									
											Col. 13, Line 7 As a % of Col. 1 Line 8											
											4. (1.2)											

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

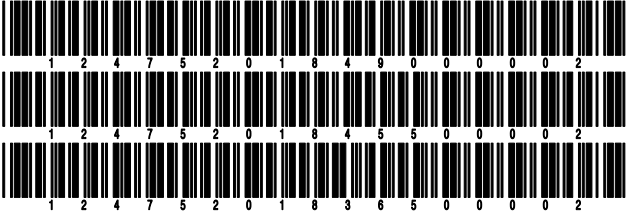
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement? .....	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement? .....	NO
3. Will the Medicare Part D Coverage Supplement be filed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

Explanations:

1.
2.
3.

Bar Codes:

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



STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

		Current Statement Date			4 December 31 Prior Year Net Admitted Assets
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504.	Miscellaneous Office Equipment .....	1,032,483	1,032,483		.96
2505.	Clearing Accounts .....	73,661	73,661		416
2506.	Deposits .....	400	400		
2597.	Summary of remaining write-ins for Line 25 from overflow page	1,106,544	1,106,544		512

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	97,661,613	93,268,984
2. Cost of bonds and stocks acquired .....	12,586,804	19,556,241
3. Accrual of discount .....	11,854	49,760
4. Unrealized valuation increase (decrease) .....	(281,117)	946,433
5. Total gain (loss) on disposals .....	347,620	(3,193)
6. Deduct consideration for bonds and stocks disposed of .....	10,397,623	15,785,402
7. Deduct amortization of premium .....	152,033	371,210
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees .....	15,637	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10) .....	99,792,755	97,661,613
12. Deduct total nonadmitted amounts .....		
13. Statement value at end of current period (Line 11 minus Line 12)	99,792,755	97,661,613

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

**SCHEDULE D - PART 1B**

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a) .....	78,068,982	4,753,508	3,657,344	(240,582)	78,068,982	78,924,564		76,591,215
2. NAIC 2 (a) .....	15,529,324	823,241	768,480	171,323	15,529,324	15,755,407		15,230,140
3. NAIC 3 (a) .....								
4. NAIC 4 (a) .....								
5. NAIC 5 (a) .....								
6. NAIC 6 (a) .....								
7. Total Bonds	93,598,306	5,576,749	4,425,824	(69,259)	93,598,306	94,679,972		91,821,355
PREFERRED STOCK								
8. NAIC 1 .....								
9. NAIC 2 .....								
10. NAIC 3 .....								
11. NAIC 4 .....								
12. NAIC 5 .....								
13. NAIC 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds and Preferred Stock	93,598,306	5,576,749	4,425,824	(69,259)	93,598,306	94,679,972		91,821,355

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

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Premium	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals		XX			

NONE

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		99,998
2. Cost of short-term investments acquired .....		1,100,000
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....		1,200,000
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....		
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)		

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

**N O N E**

Schedule DB - Part B - Verification - Futures Contracts

**N O N E**

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

**N O N E**

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

**N O N E**

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of  
Derivatives

**N O N E**

SCHEDULE E - PART 2 - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	100,000	
2. Cost of cash equivalents acquired .....	7,206	100,000
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....	6,956	
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) .....	100,250	100,000
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	100,250	100,000

Schedule A - Part 2 - Real Estate Acquired and Additions Made  
**N O N E**

Schedule A - Part 3 - Real Estate Disposed  
**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made  
**N O N E**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid  
**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made  
**N O N E**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid  
**N O N E**

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
3138EM-3Y-5	FN AL5314 - RMBS		.04/06/2018	CITIGROUP GLOBAL MARKETS INC.		296,739	290,565	254	1
3140G0-4C-7	FN BH2618 - RMBS		.04/27/2018	JP MORGAN SECURITIES INC.		247,246	248,889	702	1
3140J7-UL-7	FN BM3286 - RMBS		.04/11/2018	WELLS FARGO SECURITIES LLC		253,955	241,898	363	1
31418C-U8-5	FN MA3306 - RMBS		.04/27/2018	WELLS FARGO SECURITIES LLC		252,819	247,976	799	1
3199999. Subtotal - Bonds - U.S. Special Revenues						1,050,759	1,029,327	2,118	XXX
05522R-C2-9	BACCT 18A2 A - ABS		.05/10/2018	MERRILL LYNCH PIERCE FENNER		494,899	495,000		1FE
125720-AJ-4	CME GROUP INC		.06/14/2018	VARIOUS		450,745	450,000		1FE
25470D-AZ-2	DISCOVERY COMMUNICATIONS, LLC		.04/03/2018	Unknown		219,576	220,000	2,310	2FE
31428X-BF-2	FEDEX CORP		.05/24/2018	VARIOUS		429,271	450,000	2,212	2FE
377372-AM-9	GLAXOSMITHKLINE CAPITAL INC	C.	.05/10/2018	JP MORGAN SECURITIES INC.		273,152	275,000		1FE
46636A-AC-6	JPMCC 10CNTR A2 - CMBS		.04/05/2018	CREDIT SUISSE SECURITIES (USA)		336,377	328,323	315	1FE
49327M-2W-3	KEYBANK NA		.06/07/2018	PERSHING DIV OF DLJ SEC LNDING		450,018	450,000		1FE
67077M-AD-0	NUTRIEN LTD		.04/10/2018	Unknown		174,394	175,000	131	2FE
694308-HW-0	PACIFIC GAS AND ELECTRIC CO		.05/15/2018	Unknown		498,587	500,000	7,608	1FE
808513-AX-3	CHARLES SCHWAB CORP		.05/18/2018	VARIOUS		450,210	450,000		1FE
842400-GL-1	SOUTHERN CALIFORNIA EDISON CO		.05/31/2018	VARIOUS		300,057	300,000		1FE
931142-ED-1	WALMART INC		.06/20/2018	JP MORGAN SECURITIES INC.		448,704	450,000		1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						4,525,990	4,543,323	12,576	XXX
8399997. Total - Bonds - Part 3						5,576,749	5,572,650	14,694	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						5,576,749	5,572,650	14,694	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
9799997. Total - Common Stocks - Part 3							XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX		XXX
9899999. Total - Preferred and Common Stocks							XXX		XXX
9999999 - Totals						5,576,749	XXX	14,694	XXX

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

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
36178W-GL-7	GN AB9203 - RMBS		06/01/2018	Paydown		49,080	49,080	52,435	52,143		(3,063)		(3,063)		49,080				491	11/15/2042	1
36202E-RS-0	G2 004097 - RMBS		06/01/2018	Paydown		1,284	1,284	1,260	1,260		25		25		1,284				23	03/20/2038	1
36205B-4L-3	GN 386127 - RMBS		06/01/2018	Paydown		381		382	381		(1)		(1)		381				10	01/15/2030	1
36209D-B2-9	GN 468157 - RMBS		06/01/2018	Paydown		217	217	217	217				217				0	0	5	08/15/2028	1
36209M-4A-9	GN 476117 - RMBS		06/15/2018	Paydown		1,021	1,021	1,030	1,027		(5)		(5)		1,021				36	07/15/2028	1
36209U-PA-8	GN 482017 - RMBS		06/01/2018	Paydown		77	77	77	77		0		0		77				2	08/15/2028	1
36209W-AJ-8	GN 484225 - RMBS		06/01/2018	Paydown		27	27	31	27		0		0				0	0	1	08/15/2028	1
36211C-QY-1	GN 509071 - RMBS		06/01/2018	Paydown		394	394	374	376		18		18		394		0	0	9	05/15/2029	1
36220U-Z2-0	GN 288861 - RMBS		06/01/2018	Paydown		153	153	152	152		1		1		153				4	12/15/2022	1
36224J-HS-4	GN 329741 - RMBS		06/01/2018	Paydown		312	312	319	314		(3)		(3)				0	0	8	01/15/2023	1
36225A-KU-3	GN 780307 - RMBS		06/01/2018	Paydown		212	212	226	216		(4)		(4)		212				7	12/15/2021	1
36225A-NY-2	GN 780407 - RMBS		06/01/2018	Paydown		596		600	597		(1)		(1)		596		0	0	14	08/15/2024	1
36290S-ZC-8	GN 616439 - RMBS		06/01/2018	Paydown		12,603	12,603	12,558	12,570		34		34		12,603		0	0	213	06/15/2024	1
38378B-7C-7	GNR 1333 A - CMBS		06/01/2018	Paydown		2,646	2,646	2,634	2,641		5		5		2,646				9	07/16/2038	1
0599999. Subtotal - Bonds - U.S. Governments						69,005	69,005	72,294	71,999		(2,995)		(2,995)		69,005		0	0	830	XXX	XXX
266778-BR-9	DURHAM N C		04/01/2018	Maturity @ 100.00		100,000	100,000	109,683	100,000						100,000					04/01/2018	1FE
2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						100,000	100,000	109,683	100,000						100,000					XXX	XXX
235241-PE-0	DALLAS TEX AREA RAPID TRAN SALES TAX REV		04/24/2018	BARCLAYS CAPITAL INC		344,565	300,000	357,942	341,841		(1,748)		(1,748)		340,093		4,472	4,472	6,042	12/01/2027	1FE
31283G-K8-9	FH 600319 - RMBS		06/01/2018	Paydown		23	23	24	24		(1)		(1)		23				1	04/01/2025	1
31283H-HN-8	FH 601137 - RMBS		06/01/2018	Paydown		59	59	58	58		0		0		59				1	09/01/2030	1
31287Q-ND-9	FH 604888 - RMBS		06/01/2018	Paydown		42	42	42	42		0		0		42				1	03/01/2032	1
31288E-B5-5	FH 675460 - RMBS		06/01/2018	Paydown		240	240	244	244		(3)		(3)		240		0	0	4	01/01/2033	1
3128M9-2M-3	FH 607680 - RMBS		06/01/2018	Paydown		5,550	5,550	5,861	5,844		(295)		(295)		5,550				72	04/01/2044	1
3128M9-XG-2	FH 607579 - RMBS		06/01/2018	Paydown		11,651	11,651	12,070	12,041		(390)		(390)		11,651				168	08/01/2043	1
3128MC-UI-3	FH 613997 - RMBS		06/01/2018	Paydown		4,064	4,064	4,165	4,149		(85)		(85)		4,064		0	0	51	12/01/2025	1
3128ME-4A-6	FH 616017 - RMBS		06/01/2018	Paydown		8,045	8,045	8,261	8,247		(203)		(203)		8,045		0	0	79	12/01/2031	1
3128ME-6K-2	FH 616074 - RMBS		06/01/2018	Paydown		7,229	7,229	7,427	7,416		(187)		(187)		7,229				74	02/01/2032	1
3128MJ-2G-4	FH 608774 - RMBS		06/01/2018	Paydown		5,142	5,142	5,311	5,306		(164)		(164)		5,142				61	08/01/2047	1
3128MJ-UH-1	FH 608583 - RMBS		06/01/2018	Paydown		5,818	5,818	6,251	6,251		(433)		(433)		5,818				90	04/01/2044	1
3128MJ-YM-6	FH 608715 - RMBS		06/01/2018	Paydown		5,182	5,182	5,391	5,377		(196)		(196)		5,182		0	0	52	08/01/2046	1
3128MJ-YT-1	FH 608721 - RMBS		06/01/2018	Paydown		4,312	4,312	4,477	4,465		(154)		(154)		4,312				44	09/01/2046	1
3128MJ-Z9-4	FH 608767 - RMBS		06/01/2018	Paydown		7,243	7,243	7,651	7,651		(409)		(409)		7,243				96	06/01/2047	1
3128MJ-ZH-6	FH 608743 - RMBS		06/01/2018	Paydown		12,024	12,024	12,658	12,640		(615)		(615)		12,024				161	01/01/2047	1
3128MJ-ZP-8	FH 608749 - RMBS		06/01/2018	Paydown		9,509	9,509	9,982	9,982		(472)		(472)		9,509		0	0	127	02/01/2047	1
3128MM-WS-8	FH 618656 - RMBS		06/01/2018	Paydown		11,191	11,191	11,457			(266)		(266)		11,191				70	08/01/2032	1
3128P8-C4-1	FH 601891 - RMBS		06/01/2018	Paydown		4,885	4,885	5,130	5,109		(224)		(224)		4,885				50	09/01/2036	1
31292H-D6-8	FH 601025 - RMBS		06/01/2018	Paydown		38	38	38	38		0		0		38		0	0	1	07/01/2030	1
31292K-7G-6	FH 603595 - RMBS		06/01/2018	Paydown		7,951	7,951	8,285	8,262		(312)		(312)		7,951				120	10/01/2040	1
31293R-ME-8	FH 627557 - RMBS		06/01/2018	Paydown		65	65	62	63		3		3		65				1	06/01/2029	1
31294Z-NF-8	FH 693990 - RMBS		06/01/2018	Paydown		2,970	2,970	3,073	3,070		(100)		(100)		2,970		0	0	40	09/01/2040	1
31298U-CF-4	FH 657270 - RMBS		06/01/2018	Paydown		157		155	155		2		2				0	0	3	09/01/2031	1
31298W-CR-4	FH 659080 - RMBS		06/01/2018	Paydown		129	129	128	128		1		1		129		0	0	3	10/01/2031	1
31307A-EK-4	FH 621938 - RMBS		06/01/2018	Paydown		23,632	23,632	24,662	24,319		(686)		(686)		23,632				204	01/01/2028	1
3132GD-H5-4	FH 000252 - RMBS		06/01/2018	Paydown		6,916	6,916	7,093	7,078		(162)		(162)		6,916				105	04/01/2041	1
31323K-5A-0	FH 004741 - RMBS		06/01/2018	Paydown		5,606	5,606	5,991	5,988		(383)		(383)		5,606				104	11/01/2041	1
31323K-V9-4	FH 004540 - RMBS		06/01/2018	Paydown		12,989	12,989	13,238	13,221		(232)		(232)		12,989				165	11/01/2041	1
31323K-ZN-9	FH 004649 - RMBS		06/01/2018	Paydown		18,748	18,748	19,053	19,024		(276)		(276)		18,748				223	11/01/2041	1
31323L-FM-1	FH 004972 - RMBS		06/01/2018	Paydown		17,107	17,107	17,480	17,422		(315)		(315)		17,107				191	12/01/2041	1
31324J-GX-1	FH 630913 - RMBS		06/01/2018	Paydown		7,609	7,609	8,110	8,097		(488)		(488)		7,609				96	04/01/2036	1
31324J-US-1	FH 015592 - RMBS		06/01/2018	Paydown		14,355	14,355	14,689	14,633		(279)		(279)		14,355		0	0	135	02/01/2043	1
3132L8-CS-4	FH 682781 - RMBS		06/01/2018	Paydown		5,767	5,767	5,695	5,698		70		70		5,767				59	12/01/2046	1
3132M8-3G-9	FH 028299 - RMBS		06/01/2018	Paydown		3,923	3,923	4,130	4,125		(202)		(202)		3,923		0	0	56	09/01/2044	1
3132M9-2R-4	FH 029184 - RMBS		06/01/2018	Paydown		7,351	7,351	7,852	7,852		(501)		(501)		7,351		0	0	99	10/01/2044	1
3132QW-MS-5	FH 039368 - RMBS		06/01/2018	Paydown		8,937	8,937	9,459	9,446		(509)		(509)		8,937				104	03/01/2046	1
3132WD-YQ-1	FH 040718 - RMBS		06/01/2018	Paydown		7,311	7,311	7,726	7,709		(399)		(399)		7,311		0	0	89	05/01/2046	1
3132WG-Q2-6	FH 043172 - RMBS		06/01/2018	Paydown		6,119	6,119	6,334	6,323		(204)		(204)		6,119		0	0	66	09/01/2046	1
3132WH-PT-6	FH 044033 - RMBS		06/01/2018	Paydown		6,239	6,239	6,280	6,280		(41)		(41)		6,239		0	0	57	11/01/2046	1

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
31335A-QK-7	FH 660458 - RMBS		06/01/2018	Paydown		6,413	6,413	6,747	6,746		(333)		(333)		6,413				76	01/01/2044	1
31335A-S7-4	FH 660542 - RMBS		06/01/2018	Paydown		3,267	3,267	3,494	3,494		(227)		(227)		3,267				47	09/01/2045	1
31335A-YT-9	FH 660722 - RMBS		06/01/2018	Paydown		3,328	3,328	3,274	3,276		52		52		3,328				35	10/01/2046	1
313615-LF-1	FN 050726 - RMBS		06/01/2018	Paydown		147	147	147	147						147				4	05/01/2023	1
31365D-UL-7	FN 124887 - RMBS		06/01/2018	Paydown		207	207	208	207		0		0		207				5	06/01/2023	1
31369T-N7-7	FN 220114 - RMBS		06/01/2018	Paydown		24	24	24	24		0		0		24		0		1	06/01/2032	1
31371K-HH-4	FN 254145 - RMBS		06/01/2018	Paydown		862	862	868	868		(7)		(7)		862				19	01/01/2032	1
31380S-5J-8	FN 449149 - RMBS		06/01/2018	Paydown		25	25	24	24		0		0		25		0		0	12/01/2028	1
31386T-FU-4	FN 572679 - RMBS		06/01/2018	Paydown		59	59	59	59		(1)		(1)		59				1	04/01/2031	1
3138AW-RQ-8	FN AJ4994 - RMBS		06/01/2018	Paydown		6,038	6,038	6,500	6,498		(460)		(460)		6,038		0		105	11/01/2041	1
3138E7-TV-6	FN AK3263 - RMBS		06/01/2018	Paydown		15,712	15,712	16,213	16,165		(453)		(453)		15,712				159	02/01/2027	1
3138EJ-3Y-2	FN AL2614 - RMBS		06/01/2018	Paydown		12,817	12,817	13,253	13,253		(436)		(436)		12,817				146	11/01/2042	1
3138EK-QD-0	FN AL3151 - RMBS		06/01/2018	Paydown		2,013	2,013	2,161	2,160		(147)		(147)		2,013		0		30	06/01/2042	1
3138EM-3Y-5	FN AL5314 - RMBS		06/01/2018	Paydown		11,711	11,711	11,960	11,960		(249)		(249)		11,711				16	03/01/2027	1
3138EN-4H-9	FN AL6223 - RMBS		06/01/2018	Paydown		12,641	12,641	13,755	13,755		(1,114)		(1,114)		12,641		0		184	08/01/2044	1
3138EQ-7K-2	FN AL8097 - RMBS		06/01/2018	Paydown		14,841	14,841	15,930	15,930		(1,090)		(1,090)		14,841		0		212	01/01/2046	1
3138ER-7D-6	FN AL9891 - RMBS		06/01/2018	Paydown		18,322	18,322	19,072	19,072		(750)		(750)		18,322		0		246	02/01/2046	1
3138ER-U7-6	FN AL9285 - RMBS		06/01/2018	Paydown		15,897	15,897	16,146	16,135		(239)		(239)		15,897		0		200	10/01/2046	1
3138ER-NP-1	FN AL9397 - RMBS		06/01/2018	Paydown		8,625	8,625	8,711	8,710		(85)		(85)		8,625		0		86	10/01/2046	1
3138ET-YK-6	FN AL8813 - RMBS		06/01/2018	Paydown		5,136	5,136	5,383	5,383		(247)		(247)		5,136				83	04/01/2046	1
3138M5-EA-3	FN AP1928 - RMBS		06/01/2018	Paydown		6,778	6,778	7,221	7,200		(422)		(422)		6,778		0		87	08/01/2042	1
3138M5-LP-2	FN AP2133 - RMBS		06/01/2018	Paydown		8,100	8,100	8,404	8,385		(285)		(285)		8,100		0		99	08/01/2042	1
3138MP-VV-1	FN AQ7923 - RMBS		06/01/2018	Paydown		15,644	15,644	16,333	16,195		(551)		(551)		15,644				158	12/01/2042	1
3138W6-SU-1	FN AR8630 - RMBS		06/01/2018	Paydown		14,151	14,151	14,421	14,418		(267)		(267)		14,151				131	04/01/2043	1
3138W9-HL-7	FN AS0234 - RMBS		06/01/2018	Paydown		6,003	6,003	6,294	6,291		(289)		(289)		6,003				88	08/01/2044	1
3138WB-AR-6	FN AS1815 - RMBS		06/01/2018	Paydown		7,910	7,910	8,238	8,201		(291)		(291)		7,910				111	02/01/2043	1
3138WB-GU-3	FN AS2010 - RMBS		06/01/2018	Paydown		10,676	10,676	11,143	11,115		(439)		(439)		10,676		0		139	03/01/2044	1
3138WB-LK-9	FN AS2385 - RMBS		06/01/2018	Paydown		4,062	4,062	4,289	4,271		(209)		(209)		4,062		0		64	05/01/2044	1
3138WE-6G-9	FN AS5370 - RMBS		06/01/2018	Paydown		7,372	7,372	7,676	7,656		(284)		(284)		7,372				90	07/01/2045	1
3138WE-EV-7	FN AS4647 - RMBS		06/01/2018	Paydown		5,873	5,873	6,065	6,064		(192)		(192)		5,873				67	03/01/2045	1
3138WE-KB-4	FN AS4789 - RMBS		06/01/2018	Paydown		6,837	6,837	7,111	7,102		(265)		(265)		6,837				69	04/01/2045	1
3138WE-ZJ-1	FN AS5244 - RMBS		06/01/2018	Paydown		9,435	9,435	9,811	9,780		(345)		(345)		9,435				105	06/01/2045	1
3138WF-B6-2	FN AS5460 - RMBS		06/01/2018	Paydown		6,426	6,426	6,732	6,709		(283)		(283)		6,426		0		77	07/01/2045	1
3138WF-GE-0	FN AS5596 - RMBS		06/01/2018	Paydown		12,436	12,436	13,002	12,999		(562)		(562)		12,436				141	08/01/2045	1
3138WJ-3C-0	FN AS8894 - RMBS		06/01/2018	Paydown		7,646	7,646	7,788	7,780		(135)		(135)		7,646				76	03/01/2032	1
3138WJ-PC-6	FN AS8518 - RMBS		06/01/2018	Paydown		7,412	7,412	7,375	7,376		37		37		7,412				78	12/01/2046	1
3138WJ-QE-1	FN AS8552 - RMBS		06/01/2018	Paydown		7,382	7,382	7,552	7,548		(166)		(166)		7,382				76	12/01/2036	1
3138WK-4X-0	FN AS9837 - RMBS		06/01/2018	Paydown		14,860	14,860	14,843	14,843		17		17		14,860		0		78	06/01/2032	1
3138X4-V9-8	FN AU5139 - RMBS		06/01/2018	Paydown		14,115	14,115	14,711	14,710		(595)		(595)		14,115				157	08/01/2043	1
3138Y6-3S-1	FN AX5308 - RMBS		06/01/2018	Paydown		6,804	6,804	7,137	7,133		(329)		(329)		6,803		0		91	01/01/2042	1
3138YW-KG-1	FN AZ4794 - RMBS		06/01/2018	Paydown		6,712	6,712	7,036	7,015		(303)		(303)		6,712				66	10/01/2030	1
31390E-SX-1	FN 644134 - RMBS		06/01/2018	Paydown		62	62	63	62		0		0		62		0		1	05/01/2032	1
31403A-YD-2	FN 743276 - RMBS		06/01/2018	Paydown		151	151	155	154		(3)		(3)		151				3	10/01/2033	1
31403C-6L-0	FN 745275 - RMBS		06/01/2018	Paydown		1,154	1,154	1,124	1,124		30		30		1,154		0		19	02/01/2036	1
31403C-6U-0	FN 745283 - RMBS		06/01/2018	Paydown		3,661	3,661	3,537	3,537		125		125		3,661				71	01/01/2036	1
31404F-J4-6	FN 767183 - RMBS		06/01/2018	Paydown		2,159	2,159	2,150	2,152		7		7		2,159		0		41	02/01/2019	1
31408J-DS-7	FN 852513 - RMBS		06/01/2018	Paydown		103	103	102	102		1		1		103				2	01/01/2036	1
31409W-D9-9	FN 880428 - RMBS		06/01/2018	Paydown		139	139	140	140		0		0		139				3	04/01/2036	1
3140EO-EJ-0	FN AZ7336 - RMBS		06/01/2018	Paydown		3,997	3,997	4,069	4,066		(70)		(70)		3,997				47	11/01/2045	1
3140EV-JC-2	FN BC1158 - RMBS		06/01/2018	Paydown		7,036	7,036	7,258	7,255		(219)		(219)		7,036		0		85	02/01/2046	1
3140FM-BD-7	FN BE1835 - RMBS		06/01/2018	Paydown		9,817	9,817	9,956	9,947		(130)		(130)		9,817				98	11/01/2036	1
3140FM-DF-0	FN BE1901 - RMBS		06/01/2018	Paydown		7,079	7,079	7,084	7,083		(3)		(3)		7,079				73	12/01/2046	1
3140GQ-4C-7	FN BH2618 - RMBS		06/01/2018	Paydown		3,378	3,378	3,356	3,356		22		22		3,378		0		7	08/01/2047	1
3140GS-KW-1	FN BH3908 - RMBS		06/01/2018	Paydown		13,509	13,509	14,303	14,280		(771)		(771)		13,509				171	08/01/2047	1
3140GS-PD-8	FN BH4019 - RMBS		06/01/2018	Paydown		5,946	5,946	6,208	6,208		(263)		(263)		5,946				62	09/01/2047	1
3140GU-MA-2	FN BH5752 - RMBS		06/01/2018	Paydown		2,714	2,714	2,786	2,786		(72)		(72)		2,714				31	11/01/2047	1
3140J7-UL-7	FN BM3286 - RMBS		06/01/2018	Paydown		5,770	5,770	6,058	6,058		(288)		(288)		5,770		0		10	11/01/2047	1
31410X-ZR-0	FN 900852 - RMBS		06/01/2018	Paydown		289	289	290	290		(1)		(1)		289		0		6	01/01/2037	1

STATEMENT AS OF JUNE 30, 2018 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
31416X-QU-7	FN AB2266 - RMBS		06/01/2018	Paydown		3,799	3,799	3,956	3,948		(149)		(149)		3,799		.0	.0	.53	02/01/2041	1	
31417D-TR-4	FN AB6859 - RMBS		06/01/2018	Paydown		6,896	6,896	7,167	7,167		(271)		(271)		6,896				.75	11/01/2042	1	
31417E-CG-4	FN AB7270 - RMBS		06/01/2018	Paydown		7,575	7,575	7,918	7,861		(286)		(286)		7,575		.0	.0	.77	12/01/2042	1	
31417E-H2-0	FN AB7448 - RMBS		06/01/2018	Paydown		39,961	39,961	41,437	40,945		(984)		(984)		39,961		.0	.0	.343	01/01/2028	1	
31417E-ZK-0	FN AB7945 - RMBS		06/01/2018	Paydown		19,853	19,853	20,498	20,393		(540)		(540)		19,853		.0	.0	.217	02/01/2043	1	
31417G-5A-0	FN AB9840 - RMBS		06/01/2018	Paydown		3,962	3,962	4,159	4,157		(195)		(195)		3,962				.45	07/01/2043	1	
31418C-EE-0	FN MA2832 - RMBS		06/01/2018	Paydown		4,918	4,918	4,926	4,925		(7)		(7)		4,918				.50	12/01/2036	1	
31418C-FD-1	FN MA2863 - RMBS		06/01/2018	Paydown		8,785	8,785	8,797	8,797		(12)		(12)		8,785				.88	01/01/2047	1	
31418C-ND-2	FN MA3087 - RMBS		06/01/2018	Paydown		6,802	6,802	6,982	6,980		(177)		(177)		6,802				.80	08/01/2047	1	
31418C-OB-3	FN MA3149 - RMBS		06/01/2018	Paydown		12,023	12,023	12,483			(460)		(460)		12,023				.118	10/01/2047	1	
31418C-UB-5	FN MA3306 - RMBS		06/01/2018	Paydown		2,797	2,797	2,851			(55)		(55)		2,797		.0	.0	.5	03/01/2048	1	
31419F-FW-1	FN AE4680 - RMBS		06/01/2018	Paydown		3,753	3,753	3,892	3,885		(132)		(132)		3,753				.50	11/01/2040	1	
977100-CQ-7	WISCONSIN ST GEN FD ANNUAL APPROPRIATION		05/01/2018	Maturity @ 100.00		100,000	100,000	100,000	100,000						100,000				.822	05/01/2018	1FE	
3199999. Subtotal - Bonds - U.S. Special Revenues						1,223,497	1,178,932	1,264,754	1,177,512		(27,703)		(27,703)		1,219,025		4,472	4,472	15,621	XXX	XXX	
02529F-AA-2	ACAR 164 A - ABS		04/12/2018	Paydown		2,978	2,978	2,978	2,983		(5)		(5)		2,978				.38	06/12/2020	1FE	
03065D-AB-3	AMCAR 163 A2A - ABS		04/09/2018	Paydown		5,819	5,819	5,816	5,824		(5)		(5)		5,819				.47	11/08/2019	1FE	
03523T-AV-0	ANHEUSER-BUSCH INBEV WORLDWIDE INC	C	06/06/2018	VARIOUS		390,266	375,000	372,764	374,374		136		136		374,510		.490	.490	27,298	04/15/2020	2FE	
20826F-AG-1	CONOCOPHILLIPS CO		06/01/2018	Not Available		243,768	250,000	249,138	249,336		.42		.42		249,378		(5,611)	(5,611)	12,292	05/15/2025	1FE	
36252A-AA-4	GSMS 150S1 A1 - CMBS		06/01/2018	Paydown		13,682	13,682	13,681	13,681		.0		.0		13,682				.91	11/13/2048	1FE	
377372-AD-9	GLAXOSMITHKLINE CAPITAL INC	C	05/15/2018	Maturity @ 100.00		1,000,000	1,000,000	1,092,820	1,004,960		(4,960)		(4,960)		1,000,000				28,250	05/15/2018	1FE	
46636A-AC-6	JPMCC 10CNTR A2 - CMBS		06/01/2018	Paydown		1,914	1,914	1,961			(47)		(47)		1,914		.0	.0	.3	08/05/2032	1FE	
46643G-AA-8	JPMBB 14C24 A1 - CMBS		05/17/2018	Paydown		50,144	50,144	50,144	50,144						50,144				.330	11/18/2047	1FE	
49327M-2F-0	KEYBANK NA		06/07/2018	LNDING		248,305	250,000	249,890	249,957		.11		.11		249,968		(1,663)	(1,663)	3,056	12/15/2019	1FE	
694308-HV-2	PACIFIC GAS AND ELECTRIC CO		05/15/2018	Unknown		498,587	500,000	498,520	498,531		.56		.56		498,587				7,608	12/01/2027	1FE	
73755L-AM-9	POTASH CORPORATION OF SASKATCHEWAN INC		04/10/2018	Unknown		174,394	175,000	174,160	174,367		.26		.26		174,394				2,931	04/01/2025	2FE	
78410T-AA-4	SOFET 171 A - ABS		06/20/2018	Paydown		6,974	6,974	6,972	6,976		(2)		(2)		6,974				.89	09/20/2022	1FE	
811065-AF-8	SCRIPPS NETWORKS INTERACTIVE INC		04/03/2018	Unknown		219,576	220,000	219,318	219,551		.25		.25		219,576				2,530	06/15/2022	2FE	
85771P-AG-7	STATOIL ASA	C	04/11/2018	JP MORGAN SECURITIES INC.		183,700	190,000	189,384	189,678		.18		.18		189,696		(5,997)	(5,997)	3,440	01/17/2023	1FE	
92211M-AC-7	VDC 181 A2 - ABS		06/15/2018	Paydown		175	175	175							175		.0	.0	.1	02/16/2043	1FE	
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						3,040,280	3,041,685	3,127,721	3,040,361		(4,703)		(4,703)		3,037,794		(12,780)	(12,780)	88,003	XXX	XXX	
8399997. Total - Bonds - Part 4						4,432,782	4,389,622	4,574,452	4,389,872		(35,401)		(35,401)		4,425,824		(8,308)	(8,308)	104,454	XXX	XXX	
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						4,432,782	4,389,622	4,574,452	4,389,872		(35,401)		(35,401)		4,425,824		(8,308)	(8,308)	104,454	XXX	XXX	
8999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX	
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX													XXX	XXX	
9799997. Total - Common Stocks - Part 4							XXX													XXX	XXX	
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX													XXX	XXX	
9899999. Total - Preferred and Common Stocks							XXX													XXX	XXX	
9999999 - Totals						4,432,782	XXX	4,574,452	4,389,872		(35,401)		(35,401)		4,425,824		(8,308)	(8,308)	104,454	XXX	XXX	

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

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open  
**N O N E**

Schedule DB - Part B - Section 1 - Futures Contracts Open  
**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made  
**N O N E**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By  
**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To  
**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned  
**N O N E**

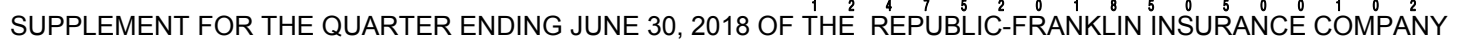
Schedule DL - Part 2 - Reinvested Collateral Assets Owned  
**N O N E**

## SCHEDULE E - PART 1 - CASH

[illegible]

## SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]



Year To Date For The Period Ended JUNE 30, 2018

NAIC Company Code 12475

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

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$ .....100	\$ .....35	\$ .....

2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? .....	Yes	<input checked="" type="checkbox"/>	X	No	<input type="checkbox"/>	
2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? .....	Yes	<input checked="" type="checkbox"/>	X	No	<input type="checkbox"/>	
2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies						
2.31 Amount quantified: .....	\$					39,261
2.32 Amount estimated using reasonable assumptions: .....	\$					
2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverage provided in CMP packaged policies. ....	\$					