



ANNUAL STATEMENT

For the Year Ended December 31, 2018
of the Condition and Affairs of the

HARLEYSVILLE WORCESTER INSURANCE COMPANY

NAIC Group Code.....	0140, 0140 (Current Period) (Prior Period)	NAIC Company Code.....	26182	Employer's ID Number.....	04-1989660
Organized under the Laws of OH		State of Domicile or Port of Entry	OH	Country of Domicile	US
Incorporated/Organized.....	February 11, 1823	Commenced Business.....	February 11, 1823		
Statutory Home Office	ONE WEST NATIONWIDE BLVD. .. COLUMBUS .. OH .. US .. 43215-2220 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>				
Main Administrative Office	355 MAPLE AVENUE .. HARLEYSVILLE .. PA .. US .. 19438-2297 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>			215-256-5000 <i>(Area Code) (Telephone Number)</i>	
Mail Address	ONE WEST NATIONWIDE BLVD., 1-04-701 .. COLUMBUS .. OH .. US .. 43215-2220 <i>(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)</i>				
Primary Location of Books and Records	ONE WEST NATIONWIDE BLVD., 1-04-701 .. COLUMBUS .. OH .. US .. 43215-2220 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>			614-249-1545 <i>(Area Code) (Telephone Number)</i>	
Internet Web Site Address	WWW.HARLEYSVILLEGROUP.COM				
Statutory Statement Contact	CHERYL M. DENNIS <i>(Name)</i>			614-249-1545 <i>(Area Code) (Telephone Number)</i>	
	FINRPT@NATIONWIDE.COM <i>(E-Mail Address)</i>			866-315-1430 <i>(Fax Number)</i>	

OFFICERS

Name	Title	Name	Title
1. MARK ALLEN BERVEN	PRESIDENT & COO	2. DENISE LYNN SKINGLE #	VP & SECRETARY
3. ROBERT ALLEN BUEHLER #	VP & TREASURER		

OTHER

DAVID GERARD ARANGO	SVP-P&C PERS LINES	PAMELA ANN BIESECKER	SVP-HEAD OF TAXATION
MARTHA LOVETTE FRYE	SR REG VP-SOUTHEAST DIST	HARRY HANSEN HALLOWELL	SVP-CIO
JENNIFER BOYD MACKENZIE #	SVP-ENTERPRISE BRAND MARKT	ERIC EUGENE SMITH	SVP-P&C COMM LINES

DIRECTORS OR TRUSTEES

CATHY A. ALLOCCO	DAVID GERARD ARANGO	MARK ALLEN BERVEN	LISA EDEN GOBBER
MICHAEL PATRICK LEACH	AMY TAYLOR SHORE	ERIC EUGENE SMITH	

State of..... OHIO
County of..... FRANKLIN

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 ALLEN BERVEN	DENISE LYNN SKINGLE	ROBERT ALLEN BUEHLER
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT & COO	VP & SECRETARY	VP & TREASURER
_____ (Title)	_____ (Title)	_____ (Title)

Subscribed and sworn to before me
This 11th day of February 2019

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 _____



Annual Statement for the year 2018 of the **HARLEYSVILLE WORCESTER INSURANCE COMPANY**
SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities.....	14,816,033	23.5	14,816,033		14,816,033	23.5
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies.....		0.0			0	0.0
1.22 Issued by U.S. government sponsored agencies.....		0.0			0	0.0
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities).....		0.0			0	0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations.....	8,113,311	12.9	8,113,311		8,113,311	12.9
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations.....	7,361,102	11.7	7,361,102		7,361,102	11.7
1.43 Revenue and assessment obligations.....	4,197,202	6.7	4,197,202		4,197,202	6.7
1.44 Industrial development and similar obligations.....		0.0			0	0.0
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA.....		0.0			0	0.0
1.512 Issued or guaranteed by FNMA and FHLMC.....	3,774,085	6.0	3,774,085		3,774,085	6.0
1.513 All other.....		0.0			0	0.0
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA.....	434,179	0.7	434,179		434,179	0.7
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-based securities issued or guaranteed by agencies shown in Line 1.521.....		0.0			0	0.0
1.523 All other.....	6,489,100	10.3	6,489,100		6,489,100	10.3
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities).....	15,336,310	24.4	15,336,310		15,336,310	24.4
2.2 Unaffiliated non-U.S. securities (including Canada).....		0.0			0	0.0
2.3 Affiliated securities.....		0.0			0	0.0
3. Equity interests:						
3.1 Investments in mutual funds.....		0.0			0	0.0
3.2 Preferred stocks:						
3.21 Affiliated.....		0.0			0	0.0
3.22 Unaffiliated.....		0.0			0	0.0
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated.....		0.0			0	0.0
3.32 Unaffiliated.....		0.0			0	0.0
3.4 Other equity securities:						
3.41 Affiliated.....		0.0			0	0.0
3.42 Unaffiliated.....		0.0			0	0.0
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated.....		0.0			0	0.0
3.52 Unaffiliated.....		0.0			0	0.0
4. Mortgage loans:						
4.1 Construction and land development.....		0.0			0	0.0
4.2 Agricultural.....		0.0			0	0.0
4.3 Single family residential properties.....		0.0			0	0.0
4.4 Multifamily residential properties.....		0.0			0	0.0
4.5 Commercial loans.....		0.0			0	0.0
4.6 Mezzanine real estate loans.....		0.0			0	0.0
5. Real estate investments:						
5.1 Property occupied by company.....		0.0			0	0.0
5.2 Property held for production of income (including \$.....0 of property acquired in satisfaction of debt).....		0.0			0	0.0
5.3 Property held for sale (including \$.....0 property acquired in satisfaction of debt).....		0.0			0	0.0
6. Contract loans.....		0.0			0	0.0
7. Derivatives.....		0.0			0	0.0
8. Receivables for securities.....		0.0			0	0.0
9. Securities lending (Line 10, Asset Page reinvested collateral).....		0.0		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments.....	1,470,005	2.3	1,470,005		1,470,005	2.3
11. Other invested assets.....	955,379	1.5	955,379		955,379	1.5
12. Total invested assets.....	62,946,706	100.0	62,946,706	0	62,946,706	100.0

HARLEYSVILLE WORCESTER INSURANCE COMPANY

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year.....		
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 6).....		
2.2	Additional investment made after acquisition (Part 2, Column 9).....		0
3.	Current year change in encumbrances:		
3.1	Totals, Part 1, Column 13.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Total gain (loss) on disposals, Part 3, Column 18.....		
5.	Deduct amounts received on disposals, Part 3, Column 15.....		
6.	Total foreign exchange change in book/adjusted carrying value:	NONE	
6.1	Totals, Part 1, Column 15.....		
6.2	Totals, Part 3, Column 13.....		0
7.	Deduct current year's other-than-temporary impairment recognized:		
7.1	Totals, Part 1, Column 12.....		
7.2	Totals, Part 3, Column 10.....		0
8.	Deduct current year's depreciation:		
8.1	Totals, Part 1, Column 11.....		
8.2	Totals, Part 3, Column 9.....		0
9.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....		0
10.	Deduct total nonadmitted amounts.....		
11.	Statement value at end of current period (Line 9 minus Line 10).....		0

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

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 (Part 2, Column 7).....		
2.2	Additional investment made after acquisition (Part 2, Column 8).....		0
3.	Capitalized deferred interest and other:		
3.1	Totals, Part 1, Column 12.....		
3.2	Totals, Part 3, Column 11.....		0
4.	Accrual of discount.....		
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 9.....		
5.2	Totals, Part 3, Column 8.....		0
6.	Total gain (loss) on disposals, Part 3, Column 18.....		
7.	Deduct amounts received on disposals, Part 3, Column 15.....		
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:	NONE	
9.1	Totals, Part 1, Column 13.....		
9.2	Totals, Part 3, Column 13.....		0
10.	Deduct current year's other-than-temporary impairment recognized:		
10.1	Totals, Part 1, Column 11.....		
10.2	Totals, Part 3, Column 10.....		0
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....		0
12.	Total valuation allowance.....		
13.	Subtotal (Line 11 plus Line 12).....		0
14.	Deduct total nonadmitted amounts.....		
15.	Statement value of mortgages owned at end of current period (Line 13 minus Line 14).....		0

HARLEYSVILLE WORCESTER INSURANCE COMPANY

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1. Book/adjusted carrying value, December 31 of prior year.....		961,773
2. Cost of acquired:		
2.1 Actual cost at time of acquisition (Part 2, Column 8).....		
2.2 Additional investment made after acquisition (Part 2, Column 9).....		0
3. Capitalized deferred interest and other:		
3.1 Totals, Part 1, Column 16.....		
3.2 Totals, Part 3, Column 12.....		0
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease):		
5.1 Totals, Part 1, Column 13.....	(3,835)	
5.2 Totals, Part 3, Column 9.....		(3,835)
6. Total gain (loss) on disposals, Part 3, Column 19.....		
7. Deduct amounts received on disposals, Part 3, Column 16.....		2,559
8. Deduct amortization of premium and depreciation.....		
9. Total foreign exchange change in book/adjusted carrying value:		
9.1 Totals, Part 1, Column 17.....		
9.2 Totals, Part 3, Column 14.....		0
10. Deduct current year's other-than-temporary impairment recognized:		
10.1 Totals, Part 1, Column 15.....		
10.2 Totals, Part 3, Column 11.....		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....		955,379
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....		955,379

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1. Book/adjusted carrying value, December 31 of prior year.....		59,790,726
2. Cost of bonds and stocks acquired, Part 3, Column 7.....		11,742,837
3. Accrual of discount.....		37,435
4. Unrealized valuation increase (decrease):		
4.1 Part 1, Column 12.....		
4.2 Part 2, Section 1, Column 15.....		
4.3 Part 2, Section 2, Column 13.....		
4.4 Part 4, Column 11.....		0
5. Total gain (loss) on disposals, Part 4, Column 19.....		
6. Deduct consideration for bonds and stocks disposed of, Part 4, Column 7.....		10,700,836
7. Deduct amortization of premium.....		348,840
8. Total foreign exchange change in book/adjusted carrying value:		
8.1 Part 1, Column 15.....		
8.2 Part 2, Section 1, Column 19.....		
8.3 Part 2, Section 2, Column 16.....		
8.4 Part 4, Column 15.....		0
9. Deduct current year's other-than-temporary impairment recognized:		
9.1 Part 1, Column 14.....		
9.2 Part 2, Section 1, Column 17.....		
9.3 Part 2, Section 2, Column 14.....		
9.4 Part 4, Column 13.....		0
10. Total investment income recognized as a result of prepayment and/or acceleration fees, Note 5R, Line 5R(2).....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10).....		60,521,322
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....		60,521,322

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS Governments (Including all obligations guaranteed by governments)	1. United States.....	14,816,033	14,780,371	14,796,053	15,000,000
	2. Canada.....				
	3. Other Countries.....				
	4. Totals.....	14,816,033	14,780,371	14,796,053	15,000,000
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals.....	8,113,312	8,172,966	8,931,087	8,050,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals.....	7,361,102	7,700,480	7,888,861	7,155,000
U.S. Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions	7. Totals.....	8,405,464	8,549,564	8,524,761	8,361,851
Industrial and Miscellaneous, SVO Identified Funds, Bank Loans and Hybrid Securities (Unaffiliated)	8. United States.....	21,825,411	21,207,102	21,975,815	21,623,887
	9. Canada.....				
	10. Other Countries.....				
	11. Totals.....	21,825,411	21,207,102	21,975,815	21,623,887
Parent, Subsidiaries and Affiliates	12. Totals.....				
	13. Total Bonds.....	60,521,322	60,410,483	62,116,577	60,190,738
PREFERRED STOCKS Industrial and Miscellaneous (Unaffiliated)	14. United States.....				
	15. Canada.....				
	16. Other Countries.....				
	17. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates	18. Totals.....				
	19. Total Preferred Stocks.....	0	0	0	0
COMMON STOCKS Industrial and Miscellaneous (Unaffiliated)	20. United States.....				
	21. Canada.....				
	22. Other Countries.....				
	23. Totals.....	0	0	0	0
Parent, Subsidiaries and Affiliates	24. Totals.....				
	25. Total Common Stocks.....	0	0	0	0
	26. Total Stocks.....	0	0	0	0
	27. Total Bonds and Stocks.....	60,521,322	60,410,483	62,116,577	

HARLEYSVILLE WORCESTER INSURANCE COMPANY

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 11.7	9 Total from Column 7 Prior Year	10 % from Col. 8 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
1. U.S. Governments												
1.1 NAIC 1		5,477,194	9,338,839			XXX	14,816,033	24.5	7,931,365	13.3	14,816,033	
1.2 NAIC 2						XXX	0	0.0		0.0		
1.3 NAIC 3						XXX	0	0.0		0.0		
1.4 NAIC 4						XXX	0	0.0		0.0		
1.5 NAIC 5						XXX	0	0.0		0.0		
1.6 NAIC 6						XXX	0	0.0		0.0		
1.7 Totals	0	5,477,194	9,338,839	0	0	XXX	14,816,033	24.5	7,931,365	13.3	14,816,033	0
2. All Other Governments												
2.1 NAIC 1						XXX	0	0.0		0.0		
2.2 NAIC 2						XXX	0	0.0		0.0		
2.3 NAIC 3						XXX	0	0.0		0.0		
2.4 NAIC 4						XXX	0	0.0		0.0		
2.5 NAIC 5						XXX	0	0.0		0.0		
2.6 NAIC 6						XXX	0	0.0		0.0		
2.7 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
3. U.S. States, Territories and Possessions, etc., Guaranteed												
3.1 NAIC 1	7,094,470	1,018,840				XXX	8,113,310	13.4	11,738,449	19.6	8,113,311	
3.2 NAIC 2						XXX	0	0.0		0.0		
3.3 NAIC 3						XXX	0	0.0		0.0		
3.4 NAIC 4						XXX	0	0.0		0.0		
3.5 NAIC 5						XXX	0	0.0		0.0		
3.6 NAIC 6						XXX	0	0.0		0.0		
3.7 Totals	7,094,470	1,018,840	0	0	0	XXX	8,113,310	13.4	11,738,449	19.6	8,113,311	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed												
4.1 NAIC 1	4,155,053		3,206,048			XXX	7,361,101	12.2	13,125,881	22.0	7,361,102	
4.2 NAIC 2						XXX	0	0.0		0.0		
4.3 NAIC 3						XXX	0	0.0		0.0		
4.4 NAIC 4						XXX	0	0.0		0.0		
4.5 NAIC 5						XXX	0	0.0		0.0		
4.6 NAIC 6						XXX	0	0.0		0.0		
4.7 Totals	4,155,053	0	3,206,048	0	0	XXX	7,361,101	12.2	13,125,881	22.0	7,361,102	0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed												
5.1 NAIC 1	2,176,444	740,767	2,854,788	1,284,416	1,349,049	XXX	8,405,464	13.9	5,405,938	9.0	8,405,465	
5.2 NAIC 2						XXX	0	0.0		0.0		
5.3 NAIC 3						XXX	0	0.0		0.0		
5.4 NAIC 4						XXX	0	0.0		0.0		
5.5 NAIC 5						XXX	0	0.0		0.0		
5.6 NAIC 6						XXX	0	0.0		0.0		
5.7 Totals	2,176,444	740,767	2,854,788	1,284,416	1,349,049	XXX	8,405,464	13.9	5,405,938	9.0	8,405,465	0

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HARLEYSVILLE WORCESTER INSURANCE COMPANY

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 11.7	9 Total from Column 7 Prior Year	10 % from Col. 8 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
6. Industrial and Miscellaneous (unaffiliated)												
6.1 NAIC 1.....	745,867	10,540,269	6,074,722	612,010	863,359	.XXX	18,836,227	31.1	18,592,625	31.1	11,014,220	7,822,007
6.2 NAIC 2.....		741,903	2,247,281			.XXX	2,989,184	4.9	2,996,470	5.0	2,989,184	
6.3 NAIC 3.....						.XXX	0	0.0		0.0		
6.4 NAIC 4.....						.XXX	0	0.0		0.0		
6.5 NAIC 5.....						.XXX	0	0.0		0.0		
6.6 NAIC 6.....						.XXX	0	0.0		0.0		
6.7 Totals.....	745,867	11,282,172	8,322,003	612,010	863,359	.XXX	21,825,411	36.1	21,589,095	36.1	14,003,404	7,822,007
7. Hybrid Securities												
7.1 NAIC 1.....						.XXX	0	0.0		0.0		
7.2 NAIC 2.....						.XXX	0	0.0		0.0		
7.3 NAIC 3.....						.XXX	0	0.0		0.0		
7.4 NAIC 4.....						.XXX	0	0.0		0.0		
7.5 NAIC 5.....						.XXX	0	0.0		0.0		
7.6 NAIC 6.....						.XXX	0	0.0		0.0		
7.7 Totals.....	0	0	0	0	0	.XXX	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates												
8.1 NAIC 1.....						.XXX	0	0.0		0.0		
8.2 NAIC 2.....						.XXX	0	0.0		0.0		
8.3 NAIC 3.....						.XXX	0	0.0		0.0		
8.4 NAIC 4.....						.XXX	0	0.0		0.0		
8.5 NAIC 5.....						.XXX	0	0.0		0.0		
8.6 NAIC 6.....						.XXX	0	0.0		0.0		
8.7 Totals.....	0	0	0	0	0	.XXX	0	0.0	0	0.0	0	0
9. SVO Identified Funds												
9.1 NAIC 1.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.2 NAIC 2.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.3 NAIC 3.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.4 NAIC 4.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.5 NAIC 5.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.6 NAIC 6.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0		0.0		
9.7 Totals.....	.XXX	.XXX	.XXX	.XXX	.XXX		0	0.0	0	0.0	0	0
10. Bank Loans												
10.1 NAIC 1.....						.XXX	0	0.0	.XXX	.XXX		
10.2 NAIC 2.....						.XXX	0	0.0	.XXX	.XXX		
10.3 NAIC 3.....						.XXX	0	0.0	.XXX	.XXX		
10.4 NAIC 4.....						.XXX	0	0.0	.XXX	.XXX		
10.5 NAIC 5.....						.XXX	0	0.0	.XXX	.XXX		
10.6 NAIC 6.....						.XXX	0	0.0	.XXX	.XXX		
10.7 Totals.....	0	0	0	0	0	.XXX	0	0.0	.XXX	.XXX	0	0

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SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 11.7	9 Total from Column 7 Prior Year	10 % from Col. 8 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
11. Total Bonds Current Year												
11.1 NAIC 1.....	(d).....14,171,834	.....17,777,070	.....21,474,397	.....1,896,426	.....2,212,408	.....0	.....57,532,135	.....95.1	.....XXX	.....XXX	.....49,710,131	.....7,822,007
11.2 NAIC 2.....	(d).....0	.....741,903	.....2,247,281	.....0	.....0	.....0	.....2,989,184	.....4.9	.....XXX	.....XXX	.....2,989,184	.....0
11.3 NAIC 3.....	(d).....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....XXX	.....XXX	.....0	.....0
11.4 NAIC 4.....	(d).....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....XXX	.....XXX	.....0	.....0
11.5 NAIC 5.....	(d).....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....XXX	.....XXX	.....0	.....0
11.6 NAIC 6.....	(d).....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....XXX	.....XXX	.....0	.....0
11.7 Totals.....	.....14,171,834	.....18,518,973	.....23,721,678	.....1,896,426	.....2,212,408	.....0	(b).....60,521,319	.....100.0	.....XXX	.....XXX	.....52,699,315	.....7,822,007
11.8 Line 11.7 as a % of Col. 7.....	.....23.4	.....30.6	.....39.2	.....3.1	.....3.7	.....0.0	.....100.0	.....XXX	.....XXX	.....XXX	.....87.1	.....12.9
12. Total Bonds Prior Year												
12.1 NAIC 1.....	.....10,142,156	.....25,858,380	.....18,917,001	.....765,198	.....1,111,523	.....0	.....XXX	.....XXX	.....56,794,258	.....95.0	.....48,366,062	.....8,428,197
12.2 NAIC 2.....	.....0	.....749,581	.....2,246,889	.....0	.....0	.....0	.....XXX	.....XXX	.....2,996,470	.....5.0	.....2,996,470	.....0
12.3 NAIC 3.....	.....0	.....0	.....0	.....0	.....0	.....0	.....XXX	.....XXX	.....0	.....0.0	.....0	.....0
12.4 NAIC 4.....	.....0	.....0	.....0	.....0	.....0	.....0	.....XXX	.....XXX	.....0	.....0.0	.....0	.....0
12.5 NAIC 5.....	.....0	.....0	.....0	.....0	.....0	.....0	.....XXX	.....XXX	(c).....0	.....0.0	.....0	.....0
12.6 NAIC 6.....	.....0	.....0	.....0	.....0	.....0	.....0	.....XXX	.....XXX	(c).....0	.....0.0	.....0	.....0
12.7 Totals.....	.....10,142,156	.....26,607,961	.....21,163,890	.....765,198	.....1,111,523	.....0	.....XXX	.....XXX	(b).....59,790,728	.....100.0	.....51,362,532	.....8,428,197
12.8 Line 12.7 as a % of Col. 9.....	.....17.0	.....44.5	.....35.4	.....1.3	.....1.9	.....0.0	.....XXX	.....XXX	.....100.0	.....XXX	.....85.9	.....14.1
13. Total Publicly Traded Bonds												
13.1 NAIC 1.....	.....13,565,561	.....13,278,526	.....20,232,578	.....1,284,416	.....1,349,049	.....0	.....49,710,130	.....82.1	.....48,366,062	.....80.9	.....49,710,130	.....XXX
13.2 NAIC 2.....	.....0	.....741,903	.....2,247,281	.....0	.....0	.....0	.....2,989,184	.....4.9	.....2,996,470	.....5.0	.....2,989,184	.....XXX
13.3 NAIC 3.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....0	.....XXX
13.4 NAIC 4.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....0	.....XXX
13.5 NAIC 5.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....0	.....XXX
13.6 NAIC 6.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....0	.....XXX
13.7 Totals.....	.....13,565,561	.....14,020,429	.....22,479,859	.....1,284,416	.....1,349,049	.....0	.....52,699,314	.....87.1	.....51,362,532	.....85.9	.....52,699,314	.....XXX
13.8 Line 13.7 as a % of Col. 7.....	.....25.7	.....26.6	.....42.7	.....2.4	.....2.6	.....0.0	.....100.0	.....XXX	.....XXX	.....XXX	.....100.0	.....XXX
13.9 Line 13.7 as a % of Line 11.7, Col. 7, Section 11.....	.....22.4	.....23.2	.....37.1	.....2.1	.....2.2	.....0.0	.....87.1	.....XXX	.....XXX	.....XXX	.....87.1	.....XXX
14. Total Privately Placed Bonds												
14.1 NAIC 1.....	.....606,274	.....4,498,544	.....1,241,819	.....612,010	.....863,359	.....0	.....7,822,006	.....12.9	.....8,428,197	.....14.1	.....XXX	.....7,822,006
14.2 NAIC 2.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....XXX	.....0
14.3 NAIC 3.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....XXX	.....0
14.4 NAIC 4.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....XXX	.....0
14.5 NAIC 5.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....XXX	.....0
14.6 NAIC 6.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0.0	.....0	.....0.0	.....XXX	.....0
14.7 Totals.....	.....606,274	.....4,498,544	.....1,241,819	.....612,010	.....863,359	.....0	.....7,822,006	.....12.9	.....8,428,197	.....14.1	.....XXX	.....7,822,006
14.8 Line 14.7 as a % of Col. 7.....	.....7.8	.....57.5	.....15.9	.....7.8	.....11.0	.....0.0	.....100.0	.....XXX	.....XXX	.....XXX	.....XXX	.....100.0
14.9 Line 14.7 as a % of Line 11.7, Col. 7, Section 11.....1.07.42.11.01.40.012.9XXXXXXXXXXXX12.9

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- (a) Includes \$.....7,822,007 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.
- (b) Includes \$.....0 current year of bonds with Z designations, \$.....0 prior year of bonds with Z designations and \$.....0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.
- (c) Includes \$.....0 current year of bonds with 5GI designations, \$.....0 prior year of bonds with 5* or 5GI designations and \$.....0 current year, \$.....0 prior year of bonds with 6* designations. "5GI" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.
- (d) Includes the following amount of 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.

HARLEYSVILLE WORCESTER INSURANCE COMPANY

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 11.7	9 Total from Column 7 Prior Year	10 % from Col. 8 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
1. U.S. Governments												
1.1 Issuer Obligations.....		5,477,194	9,338,839			.XXX	14,816,033	24.5	7,931,365	13.3	14,816,033	
1.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
1.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
1.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
1.5 Totals.....	.0	5,477,194	9,338,839	.0	.0	.XXX	14,816,033	24.5	7,931,365	13.3	14,816,033	.0
2. All Other Governments												
2.1 Issuer Obligations.....						.XXX	.0	.00		.00		
2.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
2.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
2.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
2.5 Totals.....	.0	.0	.0	.0	.0	.XXX	.0	.00	.0	.00	.0	.0
3. U.S. States, Territories and Possessions, Guaranteed												
3.1 Issuer Obligations.....	7,094,470	1,018,840				.XXX	8,113,310	13.4	11,738,449	19.6	8,113,311	
3.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
3.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
3.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
3.5 Totals.....	7,094,470	1,018,840	.0	.0	.0	.XXX	8,113,310	13.4	11,738,449	19.6	8,113,311	.0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed												
4.1 Issuer Obligations.....	4,155,053		3,206,048			.XXX	7,361,101	12.2	13,125,881	22.0	7,361,102	
4.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
4.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
4.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
4.5 Totals.....	4,155,053	.0	3,206,048	.0	.0	.XXX	7,361,101	12.2	13,125,881	22.0	7,361,102	.0
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed												
5.1 Issuer Obligations.....	1,927,023		2,270,179			.XXX	4,197,202	6.9	4,807,224	8.0	4,197,202	
5.2 Residential Mortgage-Backed Securities.....	249,421	740,767	584,610	1,284,416	1,349,049	.XXX	4,208,263	7.0	598,714	1.0	4,208,264	
5.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
5.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
5.5 Totals.....	2,176,444	740,767	2,854,789	1,284,416	1,349,049	.XXX	8,405,465	13.9	5,405,938	9.0	8,405,466	.0
6. Industrial and Miscellaneous (unaffiliated)												
6.1 Issuer Obligations.....	139,593	5,126,875	7,246,755			.XXX	12,513,223	20.7	12,672,357	21.2	11,469,721	1,043,501
6.2 Residential Mortgage-Backed Securities.....	26,621	122,886	198,318	612,010	863,359	.XXX	1,823,194	3.0	2,288,145	3.8		1,823,194
6.3 Commercial Mortgage-Backed Securities.....	579,653	5,032,517	876,930			.XXX	6,489,100	10.7	6,628,593	11.1	1,533,790	4,955,311
6.4 Other Loan-Backed and Structured Securities.....		999,893				.XXX	999,893	1.7		.00	999,893	
6.5 Totals.....	745,867	11,282,171	8,322,003	612,010	863,359	.XXX	21,825,410	36.1	21,589,095	36.1	14,003,404	7,822,006
7. Hybrid Securities												
7.1 Issuer Obligations.....						.XXX	.0	.00		.00		
7.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
7.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
7.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
7.5 Totals.....	.0	.0	.0	.0	.0	.XXX	.0	.00	.0	.00	.0	.0
8. Parent, Subsidiaries and Affiliates												
8.1 Issuer Obligations.....						.XXX	.0	.00		.00		
8.2 Residential Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
8.3 Commercial Mortgage-Backed Securities.....						.XXX	.0	.00		.00		
8.4 Other Loan-Backed and Structured Securities.....						.XXX	.0	.00		.00		
8.5 Totals.....	.0	.0	.0	.0	.0	.XXX	.0	.00	.0	.00	.0	.0

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SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values By Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 11.7	9 Total from Column 7 Prior Year	10 % from Col. 8 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
9. SVO Identified Funds												
9.1 Exchange Traded Funds Identified by the SVO.....	XXX	XXX	XXX	XXX	XXX		0	0.0		0.0		
9.2 Bond Mutual Funds Identified by the SVO.....	XXX	XXX	XXX	XXX	XXX		0	0.0		0.0		
9.3 Totals.....	XXX	XXX	XXX	XXX	XXX	0	0	0.0	0	0.0	0	0
10. Bank Loans												
10.1 Bank Loans - Issued.....						XXX	0	0.0	XXX	XXX		
10.2 Bank Loans - Acquired.....						XXX	0	0.0	XXX	XXX		
10.3 Totals.....	0	0	0	0	0	XXX	0	0.0	XXX	XXX	0	0
11. Total Bonds Current Year												
11.1 Issuer Obligations.....	13,316,139	11,622,909	22,061,821	0	0	XXX	47,000,869	77.7	XXX	XXX	45,957,369	1,043,501
11.2 Residential Mortgage-Backed Securities.....	276,042	863,653	782,928	1,896,426	2,212,408	XXX	6,031,457	10.0	XXX	XXX	4,208,264	1,823,194
11.3 Commercial Mortgage-Backed Securities.....	579,653	5,032,517	876,930	0	0	XXX	6,489,100	10.7	XXX	XXX	1,533,790	4,955,311
11.4 Other Loan-Backed and Structured Securities.....	0	999,893	0	0	0	XXX	999,893	1.7	XXX	XXX	999,893	0
11.5 SVO Identified Funds.....	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
11.6 Bank Loans.....	0	0	0	0	0	XXX	0	0.0	XXX	XXX	0	0
11.7 Totals.....	14,171,834	18,518,972	23,721,679	1,896,426	2,212,408	0	60,521,319	100.0	XXX	XXX	52,699,316	7,822,006
11.8 Line 11.7 as a % of Col. 7.....	23.4	30.6	39.2	3.1	3.7	0.0	100.0	XXX	XXX	XXX	87.1	12.9
12. Total Bonds Prior Year												
12.1 Issuer Obligations.....	9,931,161	20,644,548	19,684,606	14,961	0	XXX	XXX	XXX	50,275,276	84.1	49,223,938	1,051,337
12.2 Residential Mortgage-Backed Securities.....	210,995	528,544	285,560	750,237	1,111,523	XXX	XXX	XXX	2,886,859	4.8	598,714	2,288,145
12.3 Commercial Mortgage-Backed Securities.....		5,434,869	1,193,724			XXX	XXX	XXX	6,628,593	11.1	1,539,879	5,088,714
12.4 Other Loan-Backed and Structured Securities.....						XXX	XXX	XXX	0	0.0	0	0
12.5 SVO Identified Funds.....	XXX	XXX	XXX	XXX	XXX	0	XXX	XXX	0	0.0	0	0
12.6 Bank Loans.....	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
12.7 Totals.....	10,142,156	26,607,961	21,163,890	765,198	1,111,523	0	XXX	XXX	59,790,728	100.0	51,362,531	8,428,196
12.8 Line 12.7 as a % of Col. 9.....	17.0	44.5	35.4	1.3	1.9	0.0	XXX	XXX	100.0	XXX	85.9	14.1
13. Total Publicly Traded Bonds												
13.1 Issuer Obligations.....	13,316,140	11,622,910	21,018,319	0	0	XXX	45,957,369	75.9	49,223,938	82.3	45,957,369	XXX
13.2 Residential Mortgage-Backed Securities.....	249,421	740,767	584,610	1,284,416	1,349,049	XXX	4,208,263	7.0	598,714	1.0	4,208,263	XXX
13.3 Commercial Mortgage-Backed Securities.....		656,859	876,930			XXX	1,533,789	2.5	1,539,879	2.6	1,533,789	XXX
13.4 Other Loan-Backed and Structured Securities.....		999,893				XXX	999,893	1.7	0	0.0	999,893	XXX
13.5 SVO Identified Funds.....	XXX	XXX	XXX	XXX	XXX	0	0	0.0	0	0.0	0	XXX
13.6 Bank Loans.....						XXX	0	0.0	XXX	XXX	0	XXX
13.7 Totals.....	13,565,561	14,020,429	22,479,859	1,284,416	1,349,049	0	52,699,314	87.1	51,362,531	85.9	52,699,314	XXX
13.8 Line 13.7 as a % of Col. 7.....	25.7	26.6	42.7	2.4	2.6	0.0	100.0	XXX	XXX	XXX	100.0	XXX
13.9 Line 13.7 as a % of Line 11.7, Col. 7, Section 11.....	22.4	23.2	37.1	2.1	2.2	0.0	87.1	XXX	XXX	XXX	87.1	XXX
14. Total Privately Placed Bonds												
14.1 Issuer Obligations.....			1,043,501	0	0	XXX	1,043,501	1.7	1,051,337	1.8	XXX	1,043,501
14.2 Residential Mortgage-Backed Securities.....	26,621	122,886	198,318	612,010	863,359	XXX	1,823,194	3.0	2,288,145	3.8	XXX	1,823,194
14.3 Commercial Mortgage-Backed Securities.....	579,653	4,375,658				XXX	4,955,311	8.2	5,088,714	8.5	XXX	4,955,311
14.4 Other Loan-Backed and Structured Securities.....						XXX	0	0.0	0	0.0	XXX	0
14.5 SVO Identified Funds.....	XXX	XXX	XXX	XXX	XXX	0	0	0.0	0	0.0	XXX	0
14.6 Bank Loans.....						XXX	0	0.0	XXX	XXX	XXX	0
14.7 Totals.....	606,274	4,498,544	1,241,819	612,010	863,359	0	7,822,006	12.9	8,428,196	14.1	XXX	7,822,006
14.8 Line 14.7 as a % of Col. 7.....	7.8	57.5	15.9	7.8	11.0	0.0	100.0	XXX	XXX	XXX	XXX	100.0
14.9 Line 14.7 as a % of Line 11.7, Col. 7, Section 11.....	1.0	7.4	2.1	1.0	1.4	0.0	12.9	XXX	XXX	XXX	XXX	12.9

SIO

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year.....	0				
2. Cost of short-term investments acquired.....	67,408,040			67,408,040	
3. Accrual of discount.....	0				
4. Unrealized valuation increase (decrease).....	0				
5. Total gain (loss) on disposals.....	0				
6. Deduct consideration received on disposals.....	66,014,823			66,014,823	
7. Deduct amortization of premium.....	0				
8. Total foreign exchange change in book/adjusted carrying value.....	0				
9. Deduct current year's other-than-temporary impairment recognized.....	0				
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,393,217	0	0	1,393,217	0
11. Deduct total nonadmitted amounts.....	0				
12. Statement value at end of current period (Line 10 minus Line 11).....	1,393,217	0	0	1,393,217	0

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(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: Pool of Short terms assets

**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 - PART 2 - VERIFICATION BETWEEN YEARS

Cash Equivalents

	1 Total	2 Bonds	3 Money Market Mutual Funds	4 Other (a)
1. Book/adjusted carrying value, December 31 of prior year.....	1,159,772		1,159,772	
2. Cost of cash equivalents acquired.....	4,907,543		4,907,543	
3. Accrual of discount.....	0			
4. Unrealized valuation increase (decrease).....	0			
5. Total gain (loss) on disposals.....	0			
6. Deduct consideration received on disposals.....	6,067,315		6,067,315	
7. Deduct amortization of premium.....	0			
8. Total foreign exchange change in book/adjusted carrying value.....	0			
9. Deduct current year's other-than-temporary impairment recognized.....	0			
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	0	0	0	0
11. Deduct total nonadmitted amounts.....	0			
12. Statement value at end of current period (Line 10 minus Line 11).....	0	0	0	0

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(a) Indicate the category of such investments, for example, joint ventures, transportation equipment.....

**Sch. A - Pt. 1
NONE**

**Sch. A - Pt. 2
NONE**

**Sch. A - Pt. 3
NONE**

**Sch. B - Pt. 1
NONE**

**Sch. B - Pt. 2
NONE**

**Sch. B - Pt. 3
NONE**

SCHEDULE BA - PART 1

Showing Other Long-Term Invested Assets OWNED December 31 of Current Year

1	2	3	Location		6	7	8	9	10	11	12	Change in Book/Adjusted Carrying Value					18	19	20										
			4	5								13	14	15	16	17													
CUSIP Identification	Name or Description	Code	City	State	Name of Vendor or General Partner	NAIC Designation and Administrative Symbol / Market Indicator	Date Originally Acquired	Type and Strategy	Actual Cost	Fair Value	Book/Adjusted Carrying Value Less Encumbrances	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Foreign Exchange Change in B./A.C.V.	Investment Income	Commitment for Additional Investment	Percentage of Ownership										
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated																													
	MA P&C Ins. Co. Community & Economic Development Initiative LLC		Boston.....	MA.....	The Property and Casualty Initiative LLC.....		08/08/2013		957,333	955,379	955,379	(3,835)	-	-	-	-	20,280	-	0.830										
2199999	Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated.																		957,333	955,379	955,379	(3,835)	0	0	0	0	20,280	0	XXX
4499999	Subtotal - Unaffiliated.....																		957,333	955,379	955,379	(3,835)	0	0	0	0	20,280	0	XXX
4699999	Totals.....																		957,333	955,379	955,379	(3,835)	0	0	0	0	20,280	0	XXX

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SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE December 31 of Current Year

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

NONE

SCHEDULE BA - PART 3

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

1	2	Location		5	6	7	8	Change in Book/Adjusted Carrying Value						15	16	17	18	19	20		
		3	4					9	10	11	12	13	14								
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B./A.C.V. (9+10-11+12)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income		
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated																					
	MA P&C Ins. Co. Community & Economic Development Initiative LLC	Boston.....	MA.	Distribution.....	08/08/2013.	05/11/2018.	.....2,559	- .....	- .....	- .....	- .....	.....0	.....	.....2,559	.....2,559	.....	.....	.....0	.....0	.....
2199999.	Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated.....						.....2,559	.....0	.....0	.....0	.....0	.....0	.....0	.....	.....2,559	.....2,559	.....0	.....0	.....0	.....0	.....
4499999.	Subtotal - Unaffiliated.....						.....2,559	.....0	.....0	.....0	.....0	.....0	.....0	.....	.....2,559	.....2,559	.....0	.....0	.....0	.....0	.....
4699999.	Totals.....						.....2,559	.....0	.....0	.....0	.....0	.....0	.....0	.....	.....2,559	.....2,559	.....0	.....0	.....0	.....0	.....

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2		Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
			3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description		Code	For Foreign	Bond CHAR	NAIC Designation and Administrative Symbol	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/Adjusted Carrying Value	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Stated Contractual Maturity Date
U.S. Government - Issuer Obligations																						
912828	2J	8	U S Treasury Nt.....	SD..		1	999,886	98.434	984,336	1,000,000	999,941		38			1.500	1.504	JJ.....	6,929	15,000	08/07/2017.	07/15/2020.
912828	2R	0	U S Treasury Nt.....	SD..		1	1,903,133	96.777	1,935,546	2,000,000	1,906,336		3,203			2.250	2.867	FA.....	16,997		08/30/2018.	08/15/2027.
912828	3J	7	U S Treasury Nt.....	SD..		1	3,955,172	97.606	3,904,220	4,000,000	3,961,499		6,030			2.125	2.300	MN.....	7,473	85,000	12/13/2017.	11/30/2024.
912828	4D	9	U S Treasury Nt.....	SD..		1	3,475,266	100.012	3,500,410	3,500,000	3,478,676		3,410			2.500	2.653	MS.....	22,356	43,750	04/12/2018.	03/31/2023.
912828	4V	9	U S Treasury Nt.....	SD..		1	1,489,108	101.547	1,523,204	1,500,000	1,489,406		299			2.875	2.960	FA.....	16,289		09/12/2018.	08/15/2028.
912828	X7	0	U S Treasury Nt.....	SD..		1	1,976,336	97.359	1,947,188	2,000,000	1,981,597		3,223			2.000	2.184	AO.....	6,851	40,000	05/10/2017.	04/30/2024.
912828	XU	9	U S Treasury Nt.....	SD..		1	997,152	98.547	985,468	1,000,000	998,577		960			1.500	1.599	JD.....	701	15,000	07/06/2017.	06/15/2020.
0199999	U.S. Government - Issuer Obligations.....						14,796,053	XXX	14,780,372	15,000,000	14,816,032		0	17,163	0	XXX	XXX	XXX	77,596	198,750	XXX	XXX
0599999	Total - U.S. Government.....						14,796,053	XXX	14,780,372	15,000,000	14,816,032		0	17,163	0	XXX	XXX	XXX	77,596	198,750	XXX	XXX
U.S. States, Territories & Possessions (Direct and Guaranteed) - Issuer Obligations																						
34153P	MF	2	Florida St Bd Ed GO Pub Ref Cap Outlay S.....			2	543,165	102.216	511,080	500,000	506,802		(4,585)			5.000	4.001	JD.....	2,083	25,000	08/26/2009.	06/01/2024.
604129	UB	0	Minnesota St GO St Trunk Hwy Ser B.....	SD..		1FE	2,712,578	101.876	2,292,210	2,250,000	2,283,316		(55,985)			5.000	2.430	FA.....	46,875	112,500	08/03/2010.	08/01/2019.
70914P	JH	6	Pennsylvania St GO First Ser.....	SD..		2	2,983,540	100.667	2,818,676	2,800,000	2,804,479		(21,799)			5.000	4.190	MS.....	41,222	140,000	03/10/2009.	03/15/2023.
70914P	LC	4	Pennsylvania St GO Second Ser.....			1FE	574,905	104.531	522,655	500,000	512,039		(7,700)			5.000	3.341	JJ.....	12,500	25,000	08/26/2009.	07/01/2020.
882722	W4	9	Texas St GO Wtr Finl Assistance-D Preref.....			2	372,543	101.876	361,660	355,000	356,602		(2,657)			5.000	4.209	FA.....	7,396	17,750	03/31/2012.	08/01/2024.
882722	W5	6	Texas St GO Wtr Finl Assistance-D Preref.....			2	151,143	101.876	147,720	145,000	145,563		(933)			5.000	4.319	FA.....	3,021	7,250	03/31/2012.	08/01/2025.
882722	X8	9	Texas St GO Wtr Finl Assistance-D Unref.....			2	521,183	101.905	509,525	500,000	501,942		(3,217)			5.000	4.319	FA.....	10,417	25,000	03/31/2012.	08/01/2025.
93974C	JN	1	Washington St GO Var Purp Ser R 2010A.....			2	535,455	100.000	500,000	500,000	500,000		(4,414)			5.000	4.090	JJ.....	12,500	25,000	06/09/2009.	01/01/2023.
93974C	KE	9	Washington St GO Var Purp Ser 2010A.....			2	536,575	101.888	509,440	500,000	502,569		(4,263)			5.000	4.100	FA.....	10,417	25,000	07/31/2009.	08/01/2025.
1199999	U.S. States, Territories & Possessions - Issuer Obligations.....						8,931,087	XXX	8,172,966	8,050,000	8,113,312		0	(105,553)	0	XXX	XXX	XXX	146,431	402,500	XXX	XXX
1799999	Total - U.S. States, Territories & Possessions (Direct and Guaranteed).....						8,931,087	XXX	8,172,966	8,050,000	8,113,312		0	(105,553)	0	XXX	XXX	XXX	146,431	402,500	XXX	XXX
U.S. Political Subdivisions of States, Territories & Possessions (Direct and Guaranteed) - Issuer Obligations																						
165573	H6	6	Chester Cnty PA GO Preref.....			2	211,135	101.723	213,618	210,000	210,222		(398)			5.000	4.798	JJ.....	4,842	10,500	08/12/2016.	07/15/2028.
165573	J5	6	Chester Cnty PA GO Unref.....			2	14,957	101.674	15,251	15,000	14,964		3			5.000	5.032	JJ.....	346	750	08/12/2016.	07/15/2028.
220147	T3	6	Corpus Christi TX ISD GO Ind Sch Dist Sc.....			2	498,880	101.970	509,850	500,000	499,442		69			5.000	5.020	FA.....	9,444	25,000	01/27/2009.	08/15/2025.
303820	2W	3	Fairfax Cnty VA GO Ref Pub Imp.....			2	505,400	100.546	502,730	500,000	500,158		(628)			4.000	3.870	AO.....	5,000	20,000	01/14/2009.	04/01/2023.
681712	PQ	2	Omaha NE GO Ref Omaha Conv Ctr Arena.....	SD..		1FE	2,874,750	119.948	2,998,700	2,500,000	2,691,642		(22,369)			5.250	4.020	AO.....	32,813	131,250	04/23/2009.	04/01/2026.
927734	UM	3	Virginia Beach VA GO Ref & Impt.....	SD..		1FE	1,162,890	101.739	1,017,390	1,000,000	1,010,536		(19,146)			5.000	3.010	JJ.....	23,056	50,000	01/20/2010.	07/15/2019.
930863	U6	0	Wake Cnty NC GO Public Impt GO Public Im.....			2	239,122	100.539	216,159	215,000	215,517		(3,125)			5.000	3.500	MS.....	3,583	10,750	06/01/2010.	03/01/2023.
930863	U7	8	Wake Cnty NC GO Public Impt GO Sch Pub I.....			2	1,508,655	100.539	1,437,708	1,430,000	1,431,734		(10,459)			5.000	4.240	MS.....	23,833	71,500	06/01/2010.	03/01/2024.
930863	V5	1	Wake Cnty NC GO Public Impt GO Pub Impt.....	SD..		2	873,072	100.519	789,074	785,000	786,887		(11,411)			5.000	3.500	MS.....	13,083	39,250	06/01/2010.	03/01/2023.
1899999	U.S. Political Subdivisions of States, Territories & Possessions - Issuer Obligations.....						7,888,861	XXX	7,700,480	7,155,000	7,361,102		0	(67,464)	0	XXX	XXX	XXX	116,000	359,000	XXX	XXX
2499999	Total - U.S. Political Subdivisions of States, Territories & Possessions.....						7,888,861	XXX	7,700,480	7,155,000	7,361,102		0	(67,464)	0	XXX	XXX	XXX	116,000	359,000	XXX	XXX
U.S. Special Revenue & Special Assessment Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivisions - Issuer Obligations																						
190828	WF	6	Cobb Cnty GA Wtr & Swr Rev Impt.....			2	216,696	101.553	203,106	200,000	201,009		(1,959)			5.000	3.971	JJ.....	5,000	10,000	07/29/2009.	07/01/2026.
495289	VB	3	King Cnty WA Swr Rev Preref.....			2	435,586	100.000	420,000	420,000	420,000		(1,990)			5.000	4.510	JJ.....	10,500	21,000	07/28/2009.	01/01/2027.
646136	2B	6	New Jersey St Trans Fd Rev Fed Hwy Reim.....			2	1,214,807	112.127	1,233,397	1,100,000	1,192,326		(10,577)			5.000	3.701	JD.....	2,444	55,000	10/27/2016.	06/15/2027.
646136	2C	4	New Jersey St Trans Fd Rev Fed Hwy Reim.....			2	1,096,730	111.425	1,114,250	1,000,000	1,077,852		(8,884)			5.000	3.791	JD.....	2,222	50,000	10/27/2016.	06/15/2028.
746189	NR	6	Purdue Univ IN Univ Rev Student Facs Sys.....			2	538,205	101.623	508,115	500,000	502,278		(4,421)			5.000	4.070	JJ.....	12,500	25,000	05/08/2009.	07/01/2023.

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SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2			Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
				3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description			Code	n	Bond CHAR	NAIC Designation and Administrative Symbol	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/Adjusted Carrying Value	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Stated Contractual Maturity Date
746189	NS	4	Purdue Univ IN Univ Rev Student Facs Sys.....	.....	.....	2	1FE	.....532,230	.....101.623	.....508,115	.....500,000	.....501,934	.....	.....(3,749)	.....	.....	.....5.000	.....4.210	JJ.....	.....12,500	.....25,000	05/08/2009.	07/01/2024.
91335V	JB	3	Univ of Pit PA COMW HgrEdu Rev Ref-Univ.....	.....	.....	2	1FE	.....321,486	.....102.443	.....307,329	.....300,000	.....301,801	.....	.....(2,479)	.....	.....	.....5.250	.....4.370	MS.....	.....4,638	.....15,750	06/24/2009.	09/15/2024.
2599999	U.S. Special Revenue & Assessment Obligations - Issuer Obligations.....			.....	.....	.....	.....	.....4,355,740	XXX	.....4,294,312	.....4,020,000	.....4,197,200	.....0	.....(34,059)	.....0	.....0	XXX	XXX	XXX	.....49,804	.....201,750	XXX	XXX
U.S. Special Revenue & Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their U.S. Political Subdivisions - Residential Mortgage-Backed Securities																							
31394W	CK	2	FHLMC REMIC Ser 2773 CI CD.....	.....	.....	4	.....1	.....397,364	.....102.174	.....458,759	.....448,998	.....434,179	.....	.....	.....	.....	.....4.500	.....6.359	MON...	.....1,684	.....20,205	07/18/2006.	04/15/2024.
3140H5	JW	2	FNMA Pool #BJ3876.....	.....	.....	4	.....1	.....3,771,657	.....97.525	.....3,796,493	.....3,892,853	.....3,774,085	.....	.....2,428	.....	.....	.....3.000	.....3.271	MON...	.....9,732	.....87,589	03/13/2018.	01/25/2048.
2699999	U.S. Special Revenue - Residential Mortgage-Backed Securities.....			.....	.....	.....	.....	.....4,169,021	XXX	.....4,255,252	.....4,341,851	.....4,208,264	.....0	.....4,176	.....0	.....0	XXX	XXX	XXX	.....11,416	.....107,794	XXX	XXX
3199999	Total - U.S. Special Revenue & Special Assessment Obligations.....			.....	.....	.....	.....	.....8,524,761	XXX	.....8,549,564	.....8,361,851	.....8,405,464	.....0	.....(29,883)	.....0	.....0	XXX	XXX	XXX	.....61,220	.....309,544	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations																							
124857	AP	8	CBS Corp Sr Nt.....	.....	.....	1	2FE	.....990,330	.....95.315	.....953,148	.....1,000,000	.....993,759	.....	.....909	.....	.....	.....3.500	.....3.616	JJ.....	.....16,139	.....35,000	01/07/2015.	01/15/2025.
31428X	BC	9	Fedex Corp Sr Nt.....	.....	.....	1	2FE	.....1,255,467	.....96.733	.....1,209,160	.....1,250,000	.....1,253,522	.....	.....(518)	.....	.....	.....3.200	.....3.149	FA.....	.....16,667	.....40,000	01/06/2015.	02/01/2025.
369550	AU	2	General Dynamics Corp Sr Nt.....	.....	.....	2	1FE	.....2,026,476	.....97.568	.....1,951,358	.....2,000,000	.....2,017,022	.....	.....(4,482)	.....	.....	.....2.250	.....2.005	MN.....	.....5,750	.....45,000	11/08/2016.	11/15/2022.
637432	ND	3	National Rural Utilities Coop Sr Nt.....	.....	.....	1	1FE	.....999,390	.....96.437	.....964,371	.....1,000,000	.....999,609	.....	.....58	.....	.....	.....2.850	.....2.857	JJ.....	.....12,192	.....28,500	01/20/2015.	01/27/2025.
69362B	AY	8	PSEG Power LLC Sr Nt.....	.....	.....	1	2FE	.....771,041	.....101.096	.....727,894	.....720,000	.....741,903	.....	.....(7,678)	.....	.....	.....4.150	.....2.970	MS.....	.....8,798	.....29,880	01/12/2015.	09/15/2021.
713448	DN	5	Pepsico Inc Sr Nt.....	.....	.....	2	1FE	.....1,948,887	.....91.805	.....1,836,098	.....2,000,000	.....1,958,818	.....	.....4,717	.....	.....	.....2.375	.....2.671	AO.....	.....11,215	.....47,500	11/09/2016.	10/06/2026.
74005P	BN	3	Praxair Inc Sr Nt.....	.....	.....	1	1FE	.....996,170	.....94.624	.....946,235	.....1,000,000	.....997,545	.....	.....366	.....	.....	.....2.650	.....2.694	FA.....	.....10,747	.....26,500	01/29/2015.	02/05/2025.
842400	GF	4	Southern CA Edison Co 1st Mtg Bd.....	.....	.....	1	1FE	.....500,000	.....97.261	.....486,305	.....500,000	.....500,000	.....	.....	.....	.....	.....1.845	.....1.845	FA.....	.....3,844	.....9,225	01/13/2015.	02/01/2022.
87305Q	CF	6	TTX Co Sr Nt.....	.....	.....	1	1FE	.....1,072,570	.....100.717	.....1,007,165	.....1,000,000	.....1,043,501	.....	.....(7,836)	.....	.....	.....4.150	.....3.208	JJ.....	.....19,136	.....41,500	02/10/2015.	01/15/2024.
907818	DN	5	Union Pacific Corp Sr Nt.....	.....	.....	1	1FE	.....998,220	.....97.677	.....976,772	.....1,000,000	.....998,916	.....	.....235	.....	.....	.....2.750	.....2.777	AO.....	.....5,806	.....27,500	01/21/2016.	04/15/2023.
92826C	AC	6	Visa Inc Sr Nt.....	.....	.....	1	1FE	.....1,014,500	.....98.745	.....987,454	.....1,000,000	.....1,008,627	.....	.....(2,049)	.....	.....	.....2.800	.....2.569	JD.....	.....1,322	.....28,000	01/19/2016.	12/14/2022.
3299999	Industrial & Miscellaneous (Unaffiliated) - Issuer Obligations.....			.....	.....	.....	.....	.....12,573,051	XXX	.....12,045,960	.....12,470,000	.....12,513,222	.....0	.....(16,278)	.....0	.....0	XXX	XXX	XXX	.....111,616	.....358,605	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities																							
64829K	BV	1	New Residential Mtg Ln Tr RMBS Ser 2017.....	.....	.....	4	1FM	.....1,826,656	.....100.923	.....1,772,755	.....1,756,544	.....1,823,194	.....	.....(2,015)	.....	.....	.....4.000	.....3.703	MON...	.....5,855	.....70,262	04/19/2017.	03/25/2057.
3399999	Industrial & Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities.....			.....	.....	.....	.....	.....1,826,656	XXX	.....1,772,755	.....1,756,544	.....1,823,194	.....0	.....(2,015)	.....0	.....0	XXX	XXX	XXX	.....5,855	.....70,262	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities																							
12594P	AW	1	Credit Suisse Mortgage Trust CMBS Ser 20.....	.....	.....	4	1FM	.....205,999	.....100.680	.....201,360	.....200,000	.....204,302	.....	.....(851)	.....	.....	.....3.565	.....3.082	MON...	.....594	.....7,131	12/14/2016.	12/15/2049.
12650Y	AG	8	Credit Suisse Mtg Tr CMBS Ser 2015-GLPB.....	.....	.....	4	1FM	.....2,047,110	.....100.471	.....2,009,428	.....2,000,000	.....2,026,584	.....	.....(7,020)	.....	.....	.....3.811	.....3.427	MON...	.....6,351	.....77,275	12/04/2015.	11/15/2034.
17291E	AX	9	Citigroup Comm Mtg Tr CMBS Ser 2016-P6 C.....	.....	.....	4	1FM	.....154,497	.....101.218	.....151,827	.....150,000	.....153,315	.....	.....(587)	.....	.....	.....3.512	.....3.064	MON...	.....439	.....5,268	12/06/2016.	12/10/2049.
21870L	AA	4	Core Industrial Trust CMBS Ser 2015 CALW.....	.....	.....	4	1FM	.....1,954,176	.....99.675	.....1,891,174	.....1,897,343	.....1,914,774	.....	.....(17,356)	.....	.....	.....3.040	.....2.413	MON...	.....4,807	.....58,781	03/31/2015.	02/10/2034.
21870P	AG	2	Core Industrial Trust CMBS Ser 2015 TEXW.....	.....	.....	4	1FM	.....1,029,975	.....99.069	.....990,692	.....1,000,000	.....1,013,953	.....	.....(4,487)	.....	.....	.....3.329	.....2.848	MON...	.....2,774	.....33,290	04/02/2015.	02/10/2034.
36252H	AE	1	GS Mortgage Securities Trust CMBS Ser 20.....	.....	.....	4	1FM	.....1,030,000	.....100.035	.....1,000,348	.....1,000,000	.....1,022,886	.....	.....(4,048)	.....	.....	.....3.467	.....3.003	MON...	.....2,889	.....34,670	03/07/2017.	03/10/2050.
61691G	AQ	3	Morgan Stanley BAML Tr CMBS Ser 2016-C32.....	.....	.....	4	1FM	.....154,491	.....101.081	.....151,621	.....150,000	.....153,286	.....	.....(603)	.....	.....	.....3.514	.....3.054	MON...	.....439	.....5,271	12/06/2016.	12/15/2049.
3499999	Industrial & Miscellaneous - Commercial Mortgage-Backed Securities.....			.....	.....	.....	.....	.....6,576,248	XXX	.....6,396,450	.....6,397,343	.....6,489,100	.....0	.....(34,952)	.....0	.....0	XXX	XXX	XXX	.....18,293	.....221,686	XXX	XXX
Industrial & Miscellaneous (Unaffiliated) - Other Loan-Backed and Structured Securities																							
17305E	GK	5	Citibank Cr Card Issuance Tr LBASS Ser 2.....	.....	.....	4	1FE	.....999,862	.....99.194	.....991,936	.....1,000,000	.....999,893	.....	.....32	.....	.....	.....2.490	.....2.495	JJ.....	.....11,136	.....11,758	01/25/2018.	01/20/2023.
3599999	Industrial & Miscellaneous - Other Loan-Backed and Structured Securities.....			.....	.....	.....	.....	.....999,862	XXX	.....991,936	.....1,000,000	.....999,893	.....0	.....32	.....0	.....0	XXX	XXX	XXX	.....11,136	.....11,758	XXX	XXX
3899999	Total - Industrial & Miscellaneous (Unaffiliated).....			.....	.....	.....	.....	.....21,975,817	XXX	.....21,207,101	.....21,623,887	.....21,825,409	.....0	.....(53,213)	.....0	.....0	XXX	XXX	XXX	.....146,900	.....662,311	XXX	XXX
Totals																							
7799999	Total - Issuer Obligations.....			.....	.....	.....	.....	.....48,544,792	XXX	.....46,994,090	.....46,695,000	.....47,000,868	.....0	.....(206,191)	.....0	.....0	XXX	XXX	XXX	.....501,447	.....1,520,605	XXX	XXX

E10.1

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	F o r e i g n	Bond CHAR	NAIC Desig- nation and Admini- strative Symbol	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/Adjusted Carrying Value	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due & Accrued	Amount Rec. During Year	Acquired	Stated Contractual Maturity Date
7899999	Total - Residential Mortgage-Backed Securities.....					5,995,677	XXX	6,028,007	6,098,395	6,031,458	0	2,161	0	0	XXX	XXX	XXX	17,271	178,056	XXX	XXX
7999999	Total - Commercial Mortgage-Backed Securities.....					6,576,248	XXX	6,396,450	6,397,343	6,489,100	0	(34,952)	0	0	XXX	XXX	XXX	18,293	221,686	XXX	XXX
8099999	Total - Other Loan-Backed and Structured Securities.....					999,862	XXX	991,936	1,000,000	999,893	0	32	0	0	XXX	XXX	XXX	11,136	11,758	XXX	XXX
8399999	Grand Total - Bonds.....					62,116,579	XXX	60,410,483	60,190,738	60,521,319	0	(238,950)	0	0	XXX	XXX	XXX	548,147	1,932,105	XXX	XXX

E10.2

Sch. D - Pt. 2 - Sn. 1
NONE

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

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - U.S. Government								
912828 2R 0	U S Treasury Nt 2.250% 08/15/27		08/30/2018	Barclays Capital Inc		1,903,133	2,000,000	1,957
912828 4D 9	U S Treasury Nt 2.500% 03/31/23		04/12/2018	Deutsche Bank Capital		3,475,266	3,500,000	3,108
912828 4V 9	U S Treasury Nt 2.875% 08/15/28		09/12/2018	Citigroup		1,489,108	1,500,000	3,398
0599999	Total - Bonds - U.S. Government					6,867,507	7,000,000	8,463
Bonds - U.S. Special Revenue and Special Assessment								
3140H5 JW 2	FNMA Pool #BJ3876 3.000% 01/25/48		03/13/2018	Nomura Securities Intl LLC		3,771,657	3,892,853	3,893
3199999	Total - Bonds - U.S. Special Revenue and Special Assessments					3,771,657	3,892,853	3,893
Bonds - Industrial and Miscellaneous								
17305E GK 5	Citibank Cr Card Issuance Tr LBASS Ser 2		01/25/2018	Citigroup		999,862	1,000,000	
3899999	Total - Bonds - Industrial and Miscellaneous					999,862	1,000,000	0
8399997	Total - Bonds - Part 3					11,639,026	11,892,853	12,356
8399998	Total - Bonds - Summary Item from Part 5					103,811	107,147	107
8399999	Total - Bonds					11,742,837	12,000,000	12,463
9999999	Total - Bonds, Preferred and Common Stocks					11,742,837	XXX	12,463

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	F o r e i g n	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
Bonds - U.S. States, Territories and Possessions																				
83710D X6 0	South Carolina St GO Economic Dev-Ser A.....		04/01/2018	Maturity.....		3,000,000	3,000,000	3,526,320	3,017,943		(17,943)		(17,943)		3,000,000			0	75,000	04/01/2018
97705L SJ 7	Wisconsin St GO Ser A 5.000% 05/01/20.....		05/01/2018	Redemption 100.0000.....		500,000	500,000	541,315	501,641		(1,641)		(1,641)		500,000			0	12,500	05/01/2020
1799999	Total - Bonds - U.S. States, Territories & Possessions.....					3,500,000	3,500,000	4,067,635	3,519,584	0	(19,584)	0	(19,584)	0	3,500,000	0	0	0	87,500	XXX
Bonds - U.S. Political Subdivisions of States																				
052396 RT 7	Austin TX GO Pub Ppty Fin Contractual.....		09/01/2018	Maturity.....		300,000	300,000	328,566	300,000				0		300,000			0	15,000	09/01/2018
088365 CV 1	Bexar Cnty TX GO Hosp Dist Cfts Oblig.....		02/15/2018	Redemption 100.0000.....		235,000	235,000	242,311	235,115		(115)		(115)		235,000			0	5,875	02/15/2022
235219 FJ 6	Dallas TX GO Preref Ref & Impt Ser A.....		02/15/2018	Maturity.....		5,000	5,000	5,491	5,014		(14)		(14)		5,000			0	125	02/15/2018
235219 FR 8	Dallas TX GO Unref Ref & Impt Ser A.....		02/15/2018	Maturity.....		2,995,000	2,995,000	3,297,091	3,003,447		(8,447)		(8,447)		2,995,000			0	74,875	02/15/2018
812626 D4 8	Seattle WA GO Ref & Impt-Ltd Tax-Ser B.....		08/01/2018	Maturity.....		2,125,000	2,125,000	2,496,110	2,153,738		(28,738)		(28,738)		2,125,000			0	106,250	08/01/2018
2499999	Total - Bonds - U.S. Political Subdivisions of States.....					5,660,000	5,660,000	6,369,569	5,697,314	0	(37,314)	0	(37,314)	0	5,660,000	0	0	0	202,125	XXX
Bonds - U.S. Special Revenue and Special Assessment																				
31394W CK 2	FHLMC REMIC Ser 2773 CI CD.....		12/01/2018	Paydown.....		172,655	172,655	152,800	166,284		6,371		6,371		172,655			0	4,011	04/15/2024
576047 RE 6	Massachusetts St Wr Rs Aut Rev Prerefund.....		08/01/2018	Maturity.....		570,000	570,000	647,378	575,961		(5,961)		(5,961)		570,000			0	27,075	08/01/2018
3199999	Total - Bonds - U.S. Special Revenue and Special Assessments.....					742,655	742,655	800,178	742,245	0	410	0	410	0	742,655	0	0	0	31,086	XXX
Bonds - Industrial and Miscellaneous																				
21870L AA 4	Core Industrial Trust CMBS Ser 2015 CALW.....		08/01/2018	Paydown.....		102,657	102,657	105,732	104,540		(1,882)		(1,882)		102,657			0	2,140	02/10/2034
64829K BV 1	New Residential Mtg Ln Tr RMBS Ser 2017.....		12/01/2018	Paydown.....		445,520	445,520	463,303	462,936		(17,416)		(17,416)		445,520			0	8,503	03/25/2057
842400 GF 4	Southern CA Edison Co 1st Mtg Bd.....		08/01/2018	Paydown.....		142,857	142,857	142,857	142,857				0		142,857			0	1,977	02/01/2022
3899999	Total - Bonds - Industrial and Miscellaneous.....					691,034	691,034	711,892	710,333	0	(19,298)	0	(19,298)	0	691,034	0	0	0	12,620	XXX
8399997	Total - Bonds - Part 4.....					10,593,689	10,593,689	11,949,274	10,669,476	0	(75,786)	0	(75,786)	0	10,593,689	0	0	0	333,331	XXX
8399998	Total - Bonds - Summary Item from Part 5.....					107,147	107,147	103,811			3,336		3,336		107,147				1,364	XXX
8399999	Total - Bonds.....					10,700,836	10,700,836	12,053,085	10,669,476	0	(72,450)	0	(72,450)	0	10,700,836	0	0	0	334,695	XXX
9999999	Total - Bonds, Preferred and Common Stocks.....					10,700,836	XXX	12,053,085	10,669,476	0	(72,450)	0	(72,450)	0	10,700,836	0	0	0	334,695	XXX

E14

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21	
											12	13	14	15	16						
CUSIP Identification	Description	F o r e i g n	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stock)	Actual Cost	Consideration	Book/Adjusted Carrying Value at Disposal	Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B./A.C.V. (12+13-14)	Total Foreign Exchange Change in B./A.C.V.	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends	
Bonds - U.S. Special Revenue and Special Assessment																					
3140H5	JW 2 FNMA Pool #BJ3876 3.000% 01/25/48.		03/13/2018	Nomura Securities Intl LLC.....	12/01/2018	Paydown.....	107,147	103,811	107,147	107,147		3,336		3,336				0	1,364	107	
3199999.	Total - Bonds - U.S. Special Revenue and Special Assessments						107,147	103,811	107,147	107,147	0	3,336	0	3,336	0	0	0	0	0	1,364	107
8399998.	Total - Bonds.....						107,147	103,811	107,147	107,147	0	3,336	0	3,336	0	0	0	0	0	1,364	107
9999999.	Total - Bonds, Preferred and Common Stocks.....							103,811	107,147	107,147	0	3,336	0	3,336	0	0	0	0	0	1,364	107

SCHEDULE D - PART 6 - SECTION 1

Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

1 CUSIP Identification	2 Description Name of Subsidiary, Controlled or Affiliated Company	3 Foreign	4 NAIC Company Code	5 ID Number	6 NAIC Valuation Method	7 Do Insurer's Assets Include Intangible Assets Connected with Holding of Such Company's Stock?	8 Total Amount of Such Intangible Assets	9 Book/Adjusted Carrying Value	10 Nonadmitted Amount	Stock of Such Company Owned by Insurer on Statement Date	
										11 Number of Shares	12 % of Outstanding

1. Amount of insurer's capital and surplus from the prior period's statutory statement reduced by any admitted EDP, goodwill and net deferred tax assets included therein: \$.....0.

2. Total amount of intangible assets nonadmitted \$.....0.

NONE

E16

SCHEDULE D - PART 6 - SECTION 2

1 CUSIP Identification	2 Name of Lower-Tier Company	3 Name of Company Listed in Section 1 Which Controls Lower-Tier Company	4 Total Amount of Intangible Assets Included in Amount Shown in Column 8, Section 1	Stock in Lower-Tier Company Owned Indirectly by Insurer on Statement Date	
				5 Number of Shares	6 % of Outstanding

NONE

SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1 Description	Codes		4 Date Acquired	5 Name of Vendor	6 Maturity Date	7 Book/Adjusted Carrying Value	Change in Book/Adjusted Carrying Value				12 Par Value	13 Actual Cost	Interest					20 Paid for Accrued Interest	
	2 Code	3 n					8 Unrealized Valuation Increase (Decrease)	9 Current Year's (Amortization) / Accretion	10 Current Year's Other-Than- Temporary Impairment Recognized	11 Total Foreign Exchange Change in B./A.C.V.			14 Amount Due and Accrued December 31 of Current Year on Bond Not in Default	15 Nonadmitted Due and Accrued	16 Rate of	17 Effective Rate of	18 When Paid		19 Amount Received During Year
Other Short-Term Invested Assets																			
Nationwide Cash Mgmt Partn.....			12/31/2018	Various.....	12/31/2019	1,393,217					1,393,217	1,393,217			2.37	1.19	MON.	571	
9099999. Total - Other Short-Term Invested Assets.....						1,393,217	0	0	0	0	XXX	1,393,217	0	0	XXX	XXX	XXX	571	0
9199999. Total - Short-Term Investments.....						1,393,217	0	0	0	0	XXX	1,393,217	0	0	XXX	XXX	XXX	571	0

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

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

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

Sch. DB - Pt. B - Sn. 2
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

Annual Statement for the year 2018 of the **HARLEYSVILLE WORCESTER INSURANCE COMPANY**
SCHEDULE E - PART 1 - CASH

1	2	3	4	5	6	7
Depository	Code	Rate of Interest	Amount of Interest Received During Year	Amount of Interest Accrued December 31 of Current Year	Balance	*
Open Depositories						
Bank of New York Mellon..... New York, NY.....					76,787	XXX
0199999. Total - Open Depositories.....	XXX	XXX	0	0	76,787	XXX
0399999. Total Cash on Deposit.....	XXX	XXX	0	0	76,787	XXX
0599999. Total Cash.....	XXX	XXX	0	0	76,787	XXX

TOTALS OF DEPOSITORY BALANCES ON THE LAST DAY OF EACH MONTH DURING THE CURRENT YEAR

1. January.....	8,105	4. April.....	10,337	7. July.....	10,341	10. October.....	30,682
2. February.....	10,970	5. May.....	10,722	8. August.....	9,756	11. November.....	52,245
3. March.....	10,565	6. June.....	68,044	9. September.....	21,277	12. December.....	76,787

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned December 31 of Current Year

1 CUSIP	2 Description	3 Code	4 Date Acquired	5 Rate of Interest	6 Maturity Date	7 Book/Adjusted Carrying Value	8 Amount of Interest Due & Accrued	9 Amount Received During Year
Exempt Money Market Mutual Funds as Identified by the SVO								
09248U 71 8	BlackRock Liquidity Funds T-Fund Portfol.....		11/02/2017.....	2.487				532
8599999	Total - Exempt Money Market Mutual Funds as Identified by the SVO.....					0	0	532
All Other Money Market Mutual Funds								
316175 10 8	Fidelity Institutional Govt Fd # 57.....		11/27/2017.....	2.345				400
61747C 70 7	Morgan Stanley Inst Liquidity Money Mark.....		11/02/2017.....	2.500				511
8699999	Total - All Other Money Market Mutual Funds.....					0	0	911
8899999	Total - Cash Equivalents.....					0	0	1,443

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

States, Etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits for the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusting Carrying Value	4 Fair Value	5 Book/Adjusting Carrying Value	6 Fair Value
1. Alabama.....AL						
2. Alaska.....AK						
3. Arizona.....AZ						
4. Arkansas.....AR	B...	Multiple.....			152,221	152,814
5. California.....CA						
6. Colorado.....CO						
7. Connecticut.....CT						
8. Delaware.....DE	B...	Multiple.....			111,629	112,064
9. District of Columbia.....DC						
10. Florida.....FL	B...	License requirement-hv.....			213,109	213,940
11. Georgia.....GA	B...	Multiple.....			101,481	101,876
12. Hawaii.....HI						
13. Idaho.....ID						
14. Illinois.....IL						
15. Indiana.....IN						
16. Iowa.....IA						
17. Kansas.....KS						
18. Kentucky.....KY						
19. Louisiana.....LA						
20. Maine.....ME						
21. Maryland.....MD						
22. Massachusetts.....MA	B...	Multiple.....			161,499	179,922
23. Michigan.....MI	B...	For protection of state's ph's.....			304,442	305,628
24. Minnesota.....MN						
25. Mississippi.....MS						
26. Missouri.....MO						
27. Montana.....MT						
28. Nebraska.....NE						
29. Nevada.....NV						
30. New Hampshire.....NH						
31. New Jersey.....NJ						
32. New Mexico.....NM						
33. New York.....NY						
34. North Carolina.....NC	B...	License requirement-hv.....			320,769	321,661
35. North Dakota.....ND						
36. Ohio.....OH	B...	For protection of state's ph's.....			2,981,539	2,931,524
37. Oklahoma.....OK						
38. Oregon.....OR						
39. Pennsylvania.....PA	B...	Multiple.....	1,502,399	1,510,005	100,160	100,667
40. Rhode Island.....RI						
41. South Carolina.....SC						
42. South Dakota.....SD						
43. Tennessee.....TN						
44. Texas.....TX						
45. Utah.....UT						
46. Vermont.....VT						
47. Virginia.....VA	B...	License requirement-hv.....			227,370	228,913
48. Washington.....WA						
49. West Virginia.....WV						
50. Wisconsin.....WI						
51. Wyoming.....WY						
52. American Samoa.....AS						
53. Guam.....GU						
54. Puerto Rico.....PR						
55. US Virgin Islands.....VI						
56. Northern Mariana Islands.....MP						
57. Canada.....CAN						
58. Aggregate Alien and Other.....OT	XXX	XXX	0	0	0	0
59. Total.....	XXX	XXX	1,502,399	1,510,005	4,674,219	4,649,009

DETAILS OF WRITE-INS

5801.						
5802.						
5803.						
5898. Summary of remaining write-ins for line 58 from overflow page.....	XXX	XXX	0	0	0	0
5899. Total (Lines 5801 thru 5803+5898) (Line 58 above).....	XXX	XXX	0	0	0	0

2018 ALPHABETICAL INDEX -- PROPERTY & CASUALTY ANNUAL STATEMENT BLANK

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