



QUARTERLY STATEMENT

As of September 30, 2019
of the Condition and Affairs of the

PROGRESSIVE DIRECT INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period)	NAIC Company Code..... 16322	Employer's ID Number..... 34-1524319
Organized under the Laws of OH	State of Domicile or Port of Entry OH	Country of Domicile US
Incorporated/Organized..... September 29, 1986	Commenced Business..... January 14, 1987	
Statutory Home Office	6300 WILSON MILLS ROAD, W33 .. CLEVELAND .. OH .. US .. 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	
Main Administrative Office	6300 WILSON MILLS ROAD, W33 .. CLEVELAND .. OH .. US .. 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-461-5000 (Area Code) (Telephone Number)
Mail Address	P.O. BOX 89490 .. CLEVELAND .. OH .. US .. 44101-6490 (Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)	
Primary Location of Books and Records	6300 WILSON MILLS ROAD, W33 .. CLEVELAND .. OH .. US .. 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	440-395-4460 (Area Code) (Telephone Number)
Internet Web Site Address	PROGRESSIVE.COM	
Statutory Statement Contact	MARY BETH ANDREANO (Name) FINANCIAL_REPORTING@PROGRESSIVE.COM (E-Mail Address)	440-395-4460 (Area Code) (Telephone Number) 440-603-5500 (Fax Number)

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

OFFICERS

Name	Title	Name	Title
SCOTT WESLEY ZIEGLER	PRESIDENT	MICHAEL ROBERT UTH	SECRETARY
DANIEL JOSEPH WITALEC	TREASURER		

OTHER

MICHAEL VINCENT ESPOSITO	(VICE PRESIDENT)	CARL GORDON JOYCE #	(VICE PRESIDENT)
KAREN ANN KOSUDA	(ASST. SECRETARY)	SANDRA LEE RIHVALSKY #	(ASST. TREASURER)

DIRECTORS OR TRUSTEES

MICHAEL VINCENT ESPOSITO	BRIAN JACOB GURA	DANIEL PETER MASCARO	SANJAY MAHESH VYAS
SCOTT WESLEY ZIEGLER			

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

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

(Signature) SCOTT WESLEY ZIEGLER 1. (Printed Name) PRESIDENT (Title)	(Signature) KAREN ANN KOSUDA 2. (Printed Name) ASSISTANT SECRETARY (Title)	(Signature) SANDRA LEE RIHVALSKY# 3. (Printed Name) ASSISTANT TREASURER (Title)
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Subscribed and sworn to before me This 7TH day of NOVEMBER, 2019	a. Is this an original filing? b. If no: 1. State the amendment number 2. Date filed 3. Number of pages attached	Yes [X] No []
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PROGRESSIVE DIRECT INSURANCE COMPANY
ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds.....	7,495,927,027		7,495,927,027	6,641,782,059
2. Stocks:				
2.1 Preferred stocks.....	31,100,000		31,100,000	26,358,139
2.2 Common stocks.....	1,007,328,378		1,007,328,378	844,272,602
3. Mortgage loans on real estate:				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	185,454,307		185,454,307	174,047,608
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....	3,273,620		3,273,620	3,273,620
5. Cash (\$.....3,096), cash equivalents (\$.....35,942,416) and short-term investments (\$.....1,953,659).....	37,899,171		37,899,171	55,104,477
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....	11,821,625	11,821,625	0	
9. Receivables for securities.....	2,750		2,750	50,446
10. Securities lending reinvested collateral assets.....			0	
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	8,772,806,878	11,821,625	8,760,985,253	7,744,888,951
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	37,019,922		37,019,922	37,013,795
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	272,310,733	25,209,298	247,101,435	196,998,887
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	1,358,089,713		1,358,089,713	1,067,816,093
15.3 Accrued retrospective premiums (\$.....0) and contracts subject to redetermination (\$.....0).....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	12,838,856		12,838,856	11,247,998
16.2 Funds held by or deposited with reinsured companies.....			0	
16.3 Other amounts receivable under reinsurance contracts.....			0	
17. Amounts receivable relating to uninsured plans.....			0	
18.1 Current federal and foreign income tax recoverable and interest thereon.....			0	
18.2 Net deferred tax asset.....	8,781,706		8,781,706	20,706,051
19. Guaranty funds receivable or on deposit.....			0	
20. Electronic data processing equipment and software.....			0	
21. Furniture and equipment, including health care delivery assets (\$.....0).....			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....	139,844,617		139,844,617	103,884,403
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	8,950,908	1,238,067	7,712,841	5,924,047
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	10,610,643,333	38,268,990	10,572,374,343	9,188,480,225
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	10,610,643,333	38,268,990	10,572,374,343	9,188,480,225

DETAILS OF WRITE-INS				
1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. STATE TAX CREDITS.....	4,152,183		4,152,183	2,931,250
2502. STATE UNEARNED SURCHARGE RECOVERABLE.....	3,560,658		3,560,658	2,992,797
2503. PREPAID EXPENSES.....	703,624	703,624	0	
2598. Summary of remaining write-ins for Line 25 from overflow page.....	534,443	534,443	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	8,950,908	1,238,067	7,712,841	5,924,047

PROGRESSIVE DIRECT INSURANCE COMPANY
LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....1,522,461,514).....	2,802,077,409	2,609,037,012
2. Reinsurance payable on paid losses and loss adjustment expenses.....	550,952,442	442,536,205
3. Loss adjustment expenses.....	699,099,753	631,306,581
4. Commissions payable, contingent commissions and other similar charges.....	1,510,629	1,569,560
5. Other expenses (excluding taxes, licenses and fees).....	10,792,541	12,850,788
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	74,993,386	85,442,925
7.1 Current federal and foreign income taxes (including \$.....3,319,678 on realized capital gains (losses)).....	62,079,213	42,459,583
7.2 Net deferred tax liability.....		
8. Borrowed money \$.....0 and interest thereon \$.....0.....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....830,803,291 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act).....	2,780,596,797	2,395,198,999
10. Advance premium.....	22,250,695	16,927,083
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....	4,160,765	6,377,778
13. Funds held by company under reinsurance treaties.....		
14. Amounts withheld or retained by company for account of others.....		
15. Remittances and items not allocated.....		
16. Provision for reinsurance (including \$.....0 certified).....		
17. Net adjustments in assets and liabilities due to foreign exchange rates.....		
18. Drafts outstanding.....	121,028,654	107,075,710
19. Payable to parent, subsidiaries and affiliates.....		
20. Derivatives.....		
21. Payable for securities.....	6,216,124	1,456,972
22. Payable for securities lending.....		
23. Liability for amounts held under uninsured plans.....		
24. Capital notes \$.....0 and interest thereon \$.....0.....		
25. Aggregate write-ins for liabilities.....	8,242,549	7,001,852
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	7,144,000,957	6,359,241,048
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	7,144,000,957	6,359,241,048
29. Aggregate write-ins for special surplus funds.....	0	0
30. Common capital stock.....	3,000,480	3,000,480
31. Preferred capital stock.....		
32. Aggregate write-ins for other than special surplus funds.....	0	0
33. Surplus notes.....		
34. Gross paid in and contributed surplus.....	874,645,775	874,645,775
35. Unassigned funds (surplus).....	2,550,727,131	1,951,592,922
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 30 \$.....0).....		
36.2 .....0.000 shares preferred (value included in Line 31 \$.....0).....		
37. Surplus as regards policyholders (Lines 29 to 35, less 36).....	3,428,373,386	2,829,239,177
38. Totals (Page 2, Line 28, Col. 3).....	10,572,374,343	9,188,480,225

DETAILS OF WRITE-INS

2501. MISCELLANEOUS OTHER LIABILITIES.....	5,089,341	5,507,973
2502. ESCHEATABLE PROPERTY.....	1,667,134	406,042
2503. STATE PLAN LIABILITY.....	1,486,074	1,087,837
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	8,242,549	7,001,852
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page.....	0	0
3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....	0	0

PROGRESSIVE DIRECT INSURANCE COMPANY
STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct..... (written \$3,081,695,304).....	2,899,969,309	2,515,430,111	3,415,362,257
1.2 Assumed..... (written \$6,794,787,916).....	6,455,902,677	5,576,952,546	7,593,642,696
1.3 Ceded..... (written \$2,287,307,350).....	2,152,093,914	1,820,983,841	2,477,300,923
1.4 Net..... (written \$7,589,175,870).....	7,203,778,072	6,271,398,816	8,531,704,030
DEDUCTIONS:			
2. Losses incurred (current accident year \$4,259,155,116):			
2.1 Direct.....	1,719,107,246	1,535,551,291	2,096,311,152
2.2 Assumed.....	3,880,815,100	3,343,461,055	4,651,002,671
2.3 Ceded.....	1,288,028,392	1,097,813,801	1,518,197,462
2.4 Net.....	4,311,893,954	3,781,198,545	5,229,116,361
3. Loss adjustment expenses incurred.....	735,886,300	669,684,089	910,919,210
4. Other underwriting expenses incurred.....	1,507,282,220	1,277,500,823	1,705,082,174
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	6,555,062,474	5,728,383,457	7,845,117,745
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	648,715,598	543,015,359	686,586,285
INVESTMENT INCOME			
9. Net investment income earned.....	177,404,665	135,992,140	191,359,437
10. Net realized capital gains (losses) less capital gains tax of \$7,246,873.....	39,832,234	48,419,170	46,500,018
11. Net investment gain (loss) (Lines 9 + 10).....	217,236,899	184,411,310	237,859,455
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$4,600,856 amount charged off \$84,550,488).....	(79,949,632)	(62,402,649)	(82,254,512)
13. Finance and service charges not included in premiums.....	40,590,692	35,685,089	48,277,718
14. Aggregate write-ins for miscellaneous income.....	31,639,352	25,447,098	35,735,010
15. Total other income (Lines 12 through 14).....	(7,719,588)	(1,270,462)	1,758,216
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	858,232,909	726,156,207	926,203,956
17. Dividends to policyholders.....			
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17).....	858,232,909	726,156,207	926,203,956
19. Federal and foreign income taxes incurred.....	191,837,340	162,404,539	205,378,934
20. Net income (Line 18 minus Line 19) (to Line 22).....	666,395,569	563,751,668	720,825,022
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	2,829,239,177	2,352,706,561	2,352,706,561
22. Net income (from Line 20).....	666,395,569	563,751,668	720,825,022
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$29,796,718.....	112,028,943	15,514,051	(101,947,787)
25. Change in net unrealized foreign exchange capital gain (loss).....			
26. Change in net deferred income tax.....	17,872,373	21,888,815	23,210,505
27. Change in nonadmitted assets.....	2,837,324	(899,105)	(4,309,598)
28. Change in provision for reinsurance.....			
29. Change in surplus notes.....			
30. Surplus (contributed to) withdrawn from protected cells.....			
31. Cumulative effect of changes in accounting principles.....			
32. Capital changes:			
32.1 Paid in.....			
32.2 Transferred from surplus (Stock Dividend).....			
32.3 Transferred to surplus.....			
33. Surplus adjustments:			
33.1 Paid in.....			(245,526)
33.2 Transferred to capital (Stock Dividend).....			
33.3 Transferred from capital.....			
34. Net remittances from or (to) Home Office.....			
35. Dividends to stockholders.....	(200,000,000)	(100,000,000)	(161,000,000)
36. Change in treasury stock.....			
37. Aggregate write-ins for gains and losses in surplus.....	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37).....	599,134,209	500,255,429	476,532,616
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	3,428,373,386	2,852,961,990	2,829,239,177

DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....	0	0	0
1401. FINANCE & SERVICE CHARGE REVENUE ASSUMED.....	22,841,172	19,038,333	26,044,801
1402. INTEREST INCOME ON INTERCOMPANY BALANCES.....	5,028,283	3,477,310	4,977,817
1403. MISCELLANEOUS OTHER INCOME (EXPENSE).....	3,769,897	2,931,455	4,712,392
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	31,639,352	25,447,098	35,735,010
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page.....	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....	0	0	0

PROGRESSIVE DIRECT 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.....	7,251,200,741	6,370,223,668	8,710,023,041
2. Net investment income.....	200,081,723	142,008,000	201,593,879
3. Miscellaneous income.....	(4,439,918)	2,656,790	5,134,465
4. Total (Lines 1 through 3).....	7,446,842,546	6,514,888,458	8,916,751,385
5. Benefit and loss related payments.....	4,012,028,178	3,406,007,482	4,784,855,816
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	2,187,942,065	1,867,909,396	2,489,844,982
8. Dividends paid to policyholders.....			
9. Federal and foreign income taxes paid (recovered) net of \$.....3,417,033 tax on capital gains (losses).....	179,464,583	166,559,894	231,222,582
10. Total (Lines 5 through 9).....	6,379,434,826	5,440,476,772	7,505,923,380
11. Net cash from operations (Line 4 minus Line 10).....	1,067,407,720	1,074,411,686	1,410,828,005
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	4,266,523,542	2,473,617,378	3,497,930,380
12.2 Stocks.....	13,895,867	216,652,217	231,276,447
12.3 Mortgage loans.....			
12.4 Real estate.....			
12.5 Other invested assets.....	743,045	735,045	937,258
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....		178	(8,313)
12.7 Miscellaneous proceeds.....	4,806,848	4,642,909	7,132,821
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	4,285,969,302	2,695,647,727	3,737,268,593
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	5,087,140,432	3,812,490,615	5,292,903,576
13.2 Stocks.....	41,890,318	18,331,467	25,652,452
13.3 Mortgage loans.....			
13.4 Real estate.....	18,452,909	28,665,176	37,182,052
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....		14,389,323	
13.7 Total investments acquired (Lines 13.1 to 13.6).....	5,147,483,659	3,873,876,581	5,355,738,080
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).....	(861,514,357)	(1,178,228,854)	(1,618,469,487)
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.....			(245,526)
16.3 Borrowed funds.....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....			
16.5 Dividends to stockholders.....	200,000,000	100,000,000	161,000,000
16.6 Other cash provided (applied).....	(23,098,669)	32,671,299	67,680,251
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(223,098,669)	(67,328,701)	(93,565,275)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(17,205,306)	(171,145,869)	(301,206,757)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	55,104,477	356,311,234	356,311,234
19.2 End of period (Line 18 plus Line 19.1).....	37,899,171	185,165,365	55,104,477

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

20.0001			
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NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

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

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

	SSAP #	F/S Page	F/S Line #	2019	2018
NET INCOME					
(1) PROGRESSIVE DIRECT INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 2)	XXX	XXX	XXX	\$ 666,395,569	\$ 720,825,022
(2) State Prescribed Practices that increase/decrease NAIC SAP					
(3) State Permitted Practices that increase/decrease NAIC SAP					
(4) NAIC SAP (1 – 2 – 3 = 4)	XXX	XXX	XXX	\$ 666,395,569	\$ 720,825,022
SURPLUS					
(5) PROGRESSIVE DIRECT INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	XXX	XXX	XXX	\$ 3,428,373,386	\$ 2,829,239,177
(6) State Prescribed Practices that increase/decrease NAIC SAP					
(7) State Permitted Practices that increase/decrease NAIC SAP					
(8) NAIC SAP (5 – 6 – 7 = 8)	XXX	XXX	XXX	\$ 3,428,373,386	\$ 2,829,239,177

B. Use of Estimates in the Preparation of the Financial Statement

No significant changes

C. Accounting Policy

2. Basis for Bonds, Mandatory Convertible Securities, SVO-Identified Investments and Amortization Method

Not Applicable

6. Loan-backed securities

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

D. Going Concern

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

Note 2 – Accounting Changes and Corrections of Errors

Not Applicable

Note 3 – Business Combinations and Goodwill

Not Applicable

Note 4 – Discontinued Operations

Not Applicable

Note 5 – Investments

A - C Not Applicable

D. Loan-Backed Securities

1. The sources used to determine prepayment assumptions are derived from updated cash flows from widely utilized reputable industry sources. The Company’s portfolio managers review the available cash flow data and prepayment assumptions and make adjustments based on current performance indicators on the underlying assets (e.g., delinquency rates, foreclosure rates, and default rates), credit support (via current levels of subordination), and historical credit ratings.
2. Intent to Sell or Inability to Hold Securities with a Recognized Other-Than-Temporary Impairment

Not Applicable
3. The Company has not recorded an other-than-temporary impairment for loan-backed and structured debt securities during the current year.
4. At the end of the reporting period, the composition of fair value and gross unrealized losses on loan-backed and structured debt securities by the length of time that individual securities have been in a continuous unrealized loss position is as follows:

a. The aggregate amount of unrealized losses:	1. Less than 12 Months	\$ 421,001
	2. 12 Months or Longer	\$ 1,135,016
b. The aggregate related fair value of securities with unrealized losses:	1. Less than 12 Months	\$ 137,300,551
	2. 12 Months or Longer	\$ 274,111,306

NOTES TO FINANCIAL STATEMENTS

5.	Additional information
	Under SSAP No. 43R, the Company analyzes its structured debt securities to determine if the Company intends to sell, or if it is more likely than not that the Company will be required to sell, the security prior to recovery and, if so, the Company writes down the security to its current fair market value with the entire amount of the write-down recorded as a realized loss. To the extent that it is more likely than not that the Company will hold the debt security until recovery (which could be maturity), the Company determines if any of the decline in value is due to a credit loss (i.e., where the present value of cash flows expected to be collected is lower than the amortized cost basis of the security) and, if so, the Company recognizes that portion of the impairment as a realized loss.
E.	Dollar Repurchase Agreements and/or Securities Lending Transactions
	Not Applicable
F.	Repurchase Agreements Transactions Accounted for as Secured Borrowing
	Not Applicable
G.	Reverse Repurchase Agreements Transactions Accounted for as Secured Borrowing
	Not Applicable
H.	Repurchase Agreements Transactions Accounted for as a Sale
	Not Applicable
I.	Reverse Repurchase Agreements Transactions Accounted for as a Sale
	Not Applicable
J.	Real Estate
1.	Recognized Impairment Loss
	The Company recognized impairment write-downs for its investments in real estate during the statement period. The amount of impairment recognized of \$404,616 (see Schedule A-Verification, Column 1, Line 7) is reflected in realized capital gains (losses) in the Company's Statement of Income. The impairment losses primarily reflect write-downs associated with land improvements for a new office building.
2.	Sold or Classified Real Estate Investments as Held for Sale
	No significant changes
3.	Changes to a Plan of Sale for an Investment in Real Estate
	Not Applicable
4.	Retail Land Sales Operations
	Not Applicable
5.	Real Estate Investments with Participating Mortgage Loan Features
	Not Applicable
K - L.	No significant changes
M.	Working Capital Finance Investments
	Not Applicable
N.	Offsetting and Netting of Assets and Liabilities
	Not Applicable
O - R	No significant changes

Note 6 – Joint Ventures, Partnerships and Limited Liability Companies

No significant changes

Note 7 – Investment Income

No significant changes

Note 8 – Derivative Instruments

Not Applicable

Note 9 – Income Taxes

No significant changes

Note 10 – Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant changes

NOTES TO FINANCIAL STATEMENTS

Note 11 – Debt

Not Applicable

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

Not Applicable

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

1.

Outstanding Shares

No significant changes
2.

Dividend Rate of Preferred Stock

Not Applicable
- 3,4,5,6.

Dividends

The Company paid a \$200,000,000 ordinary cash dividend to Progressive Direct Holdings, Inc., a holding company incorporated in Delaware on September 26, 2019.
7.

Mutual Surplus Advances

Not Applicable
8.

Company Stock Held for Special Purposes

Not Applicable
9.

Changes in Special Surplus Funds

Not Applicable
10.

The portion of unassigned funds (surplus) represented or reduced by unrealized gains and losses.

Not Applicable
11.

The reporting entity issued the following surplus debentures or similar obligations:

Not Applicable
12.

The impact of any restatement due to prior quasi-reorganizations is as follows:

Not Applicable
13.

The effective dates of all quasi-reorganizations in the prior 10 years are:

Not Applicable

Note 14 – Liabilities, Contingencies and Assessments

- A - C

No significant changes
- D.

Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits

PROGRESSIVE DIRECT INSURANCE COMPANY paid the following amounts in the reporting period to settle claims related extra contractual obligations or bad faith claims stemming from lawsuits:

	Direct
Claims related ECO and bad faith losses paid during the reporting period	\$ 13,622

Number of claims where amounts were paid to settle claims related extra contractual obligations or bad faith claims resulting from lawsuits during the reporting period:

(a) 0-25 Claims	(b) 26-50 Claims	(c) 51-100 Claims	(d) 101-500 Claims	(e) More than 500 Claims
X				

Indicate whether claim count information is disclosed per claim or per claimant:
(f) Per Claim [] (g) Per Claimant [X]

- E-F

No significant changes
- G.

All Other Contingencies

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

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

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

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

NOTES TO FINANCIAL STATEMENTS

There was a putative class action lawsuit challenging the Company’s practices with regard to the sale of policies over the phone.

There was a putative class action lawsuit alleging that the Company’s uninsured motorist coverage is illusory.

There were two putative class action lawsuits alleging the Company improperly reduces or terminates Med-Pay and/or personal injury protection benefits.

There were two putative class action lawsuits challenging the Company’s compliance regarding Medicare/Medicaid reimbursement.

There was a putative class action lawsuit challenging the evaluation of physical damage claims regarding diminution of value.

There was a putative class action lawsuit alleging that the Company violated the Telephone Consumer Protection Act.

Note 15 – Leases

No significant changes

Note 16 – Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

Not Applicable

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

A. Transfers of Receivables Reported as Sales

Not Applicable

B. Transfer and Servicing of Financial Assets

Not Applicable

C. Wash Sales

Not Applicable

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

Not Applicable

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

No significant changes

Note 20 – Fair Value Measurements

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

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

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

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical instruments at the measurement date (e.g., U.S. government obligations, which are continually priced on a daily basis, active exchange-traded equity securities, and certain short-term securities).

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

Level 3 - Inputs that are unobservable. Unobservable inputs reflect our subjective evaluation about the assumptions market participants would use in pricing the financial instrument (e.g., certain structured securities and privately held investments).

Determining the fair value of the investment portfolio is the responsibility of management. As part of the responsibility, management evaluates whether a market is distressed or inactive in determining the fair value for our portfolio. Management reviews certain market level inputs to evaluate whether sufficient activity, volume, and new issuances exist to create an active market. Based on this evaluation, management concluded that there was sufficient activity related to the sectors and securities for which we obtained valuations.

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

Fair Value Measurements at the reporting date:

Description for Each Type of Asset or Liability	Level 1	Level 2	Level 3	Net Asset Value (NAV)	Total
Assets at Fair Value					
Bonds industrial & miscellaneous	\$	\$ 29,044	\$	\$	\$ 29,044
Common stock industrial & miscellaneous	\$ 1,007,328,378	\$	\$	\$	\$ 1,007,328,378
Preferred stock industrial & miscellaneous	\$	\$	\$	\$	\$
Total	\$ 1,007,328,378	\$ 29,044	\$	\$	\$ 1,007,357,422
Liabilities at Fair Value					
	\$	\$	\$	\$	\$
Total	\$	\$	\$	\$	\$

This table excludes the Companies investment in Gadsden as this investment is reported on the equity basis as described in the *Purposes and Procedures Manual of the Securities Valuation Office* of the NAIC.

The Company does not have any liabilities measured at fair value on the balance sheet.

NOTES TO FINANCIAL STATEMENTS

2.

Rollforward of Level 3 Items

Not Applicable
3.

Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.
4.

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

See Note 20.A.1 above.
5.

Derivative Fair Values

Not Applicable

B. Other Fair Value Disclosures

Not Applicable

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

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

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Not Practicable (Carrying Value)
Bonds	\$7,671,089,354	\$7,495,927,027	\$2,546,805,362	\$5,124,283,992	\$	\$	\$
Cash equivalents	\$ 35,942,416	\$ 35,942,416	\$ 35,942,416	\$	\$	\$	\$
Common stock	\$1,007,328,378	\$1,007,328,378	\$1,007,328,378	\$	\$	\$	\$
Preferred stock	\$ 37,341,400	\$ 31,100,000	\$	\$ 37,341,400	\$	\$	\$
Short-term investments	\$ 1,954,218	\$ 1,953,659	\$	\$ 1,954,218	\$	\$	\$

D. Not Practicable to Estimate Fair Value

Not Applicable

E. NAV Practical Expedient Investments

Not Applicable

Note 21 – Other Items

No significant changes

Note 22 – Events Subsequent

The Company was not impacted by any subsequent events. Subsequent events have been considered through November 8, 2019 for the statutory statement that was available for issuance by November 15, 2019.

A.

Did the reporting entity write accident and health insurance premium that is subject to Section 9010 of the Federal Affordable Care Act (YES/NO)?

Yes [] No [X]

B - H

Not applicable

Note 23 – Reinsurance

No significant changes

Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination

A - E

Not applicable

F.

Risk Sharing Provisions of the Affordable Care Act

1.

Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions?

Yes [] No [X]

2- 5

Not applicable

Note 25 – Change in Incurred Losses and Loss Adjustment Expenses

A.

Change in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years increased by \$46,835,581 in 2019, which is 1.5% of the total prior year net unpaid losses and LAE of \$3,219,438,150. The unfavorable development is primarily due to private passenger auto liability originally anticipated severity increasing by less than 1% for accident year 2018 and 2016 and prior. LAE reserves developed favorably in total primarily due to lower than anticipated attorney and claims costs.

B.

Information about Significant Changes in Methodologies and Assumptions

Not Applicable

Note 26 – Intercompany Pooling Arrangements

Effective January 1 , 2019, the Company's intercompany pooling reinsurance agreement with property-casualty affiliates was amended to include Progressive Choice Insurance Company at a pooling percentage of .5% while reducing Progressive Direct Insurance Company's percentage from 77.5% to 77%. This amendment to the agreement was approved by the Ohio DOI, Wisconsin DOI, Indiana DOI, and Michigan Department of Insurance and Financial Services.

NOTES TO FINANCIAL STATEMENTS

The pooling percentages for each Direct Pool member were as follows:

Company	NAIC Code	January 1, 2019 Pool %	December 31, 2018 Pool %
Progressive Direct Insurance Company (Lead)	16322	77.0%	77.5%
Progressive Marathon Insurance Company	37605	6.0	6.0
Progressive Max Insurance Company	24279	6.0	6.0
Progressive Advanced Insurance Company	11851	4.0	4.0
Progressive Universal Insurance Company	21727	4.0	4.0
Progressive Premier Insurance Company of Illinois	21735	2.0	2.0
Progressive Paloverde Insurance Company	44695	0.5	0.5
Progressive Choice Insurance Company	44288	0.5	--
Mountain Laurel Assurance Company	44180	--	--
		100.0%	100.0%

Note 27 – Structured Settlements

Not Applicable

Note 28 – Health Care Receivables

Not Applicable

Note 29 – Participating Policies

Not Applicable

Note 30 – Premium Deficiency Reserves

No significant changes

Note 31 – High Deductibles

Not Applicable

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

Not Applicable

Note 33 – Asbestos/Environmental Reserves

No significant changes

Note 34 – Subscriber Savings Accounts

Not Applicable

Note 35 – Multiple Peril Crop Insurance

Not Applicable

Note 36 – Financial Guaranty Insurance

Not Applicable

PROGRESSIVE DIRECT INSURANCE COMPANY
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.

0000080661

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?
If yes, complete and file the merger history data file with the NAIC for the annual filing corresponding to this period.

Yes ☐ No ☒

4.2

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

1	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.

12/31/2017

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.

12/31/2017

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).

05/08/2019

6.4

By what department or departments?
OHIO

6.5

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

Yes ☐ No ☐ N/A ☒

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

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

9.1

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

Yes ☒ No ☐

9.11

If the response to 9.1 is No, please explain:

9.2

Has the code of ethics for senior managers been amended?

Yes ☐ No ☒

9.21

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

9.3

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

Yes ☐ No ☒

9.31

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

PROGRESSIVE DIRECT INSURANCE COMPANY
GENERAL INTERROGATORIES
PART 1 - COMMON INTERROGATORIES

FINANCIAL

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

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

Yes ☒ No ☐

\$0

INVESTMENT

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

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

Yes ☐ No ☒

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?

14.2 If yes, please complete the following:

\$0

\$0

Yes ☒ No ☐

	1 Prior Year End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$0	\$0
14.22 Preferred Stock	0	0
14.23 Common Stock	0	0
14.24 Short-Term Investments	0	0
14.25 Mortgage Loans on Real Estate	0	0
14.26 All Other	5,611,406	5,404,935
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$5,611,406	\$5,404,935
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$0	\$0

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

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 ☒

Yes ☐ No ☐

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

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

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*?

\$0

\$0

\$0

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
Citibank,N.A.	338 Greenwich Street New York, NY 10013
State Street	801 Pennsylvania Ave Kansas City, MO 64105

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

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

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?

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

Yes ☐ No ☒

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

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
Progressive Capital Management Corp.	A
State Street Global Markets, LLC	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?

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 ☒

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
N/A	Progressive Capital Management Corp.		N/A	DS
30107	State Street Global Markets, LLC.		SEC	DS

18.1 Have all the filing requirements of the *Purposes and Procedures Manual of the NAIC Investment Analysis Office* been followed?

Yes ☒ No ☐

PROGRESSIVE DIRECT INSURANCE COMPANY
GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

18.2 If no, list exceptions:

19. By self-designating 5GI 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 or an NAIC CRP credit rating for an FE or PL security is not available.
 - 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 5GI securities?

Yes [] No [X]

20. By self-designating PLGI securities, the reporting entity is certifying the following elements for each self-designated PLGI security:
- a. The security was purchased prior to January 1, 2018.
 - b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - c. The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.
 - d. The reporting entity is not permitted to share this credit rating of the PL security with the SVO.
- Has the reporting entity self-designated PLGI securities?

Yes [] No [X]

PROGRESSIVE DIRECT INSURANCE COMPANY
GENERAL INTERROGATORIES (continued)

PART 2 – PROPERTY & CASUALTY INTERROGATORIES

1.

If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change?

If yes, attach an explanation.

INTERCOMPANY REINSURANCE TREATY AS OF DECEMBER 27, 2003. PROGRESSIVE DIRECT INSURANCE COMPANY AND CERTAIN OF ITS PROPERTY AND CASUALTY INSURANCE COMPANY AFFILIATES PARTICIPATE IN AN INTER-COMPANY POOLING ARRANGEMENT. PURSUANT TO WHICH EACH COMPANY'S PROPERTY/CASUALTY BUSINESS, NET OF EXTERNAL REINSURANCE, IS POOLED AND RETROCEDED TO PARTICIPATING AFFILIATES IN ACCORDANCE WITH PREDETERMINED POOL PERCENTAGES (SEE NOTE 26). THE AGREEMENT WAS AMENDED TO ADD PROGRESSIVE CHOICE INSURANCE COMPANY AS A PARTICIPATING COMPANY, AND TO ADD A GOVERNING LAW PROVISION. THE AMENDMENT WAS APPROVED BY THE NECESSARY INSURANCE DEPARTMENTS.

Yes [X] No [] 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 [X] No []
- 3.2

If yes, give full and complete information thereto:

The company received notification during the 3rd quarter 2019 that the umbrella quota share program with General Reinsurance Corporation will be canceled effective in the 4th quarter 2019.
- 4.1

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

Yes [] No [X]
- 4.2

If yes, complete the following schedule:

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

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

0.000%

0.000%

0.000%
- 6.1

Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 6.2

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

\$ 0
- 6.3

Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 6.4

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

\$ 0
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 []

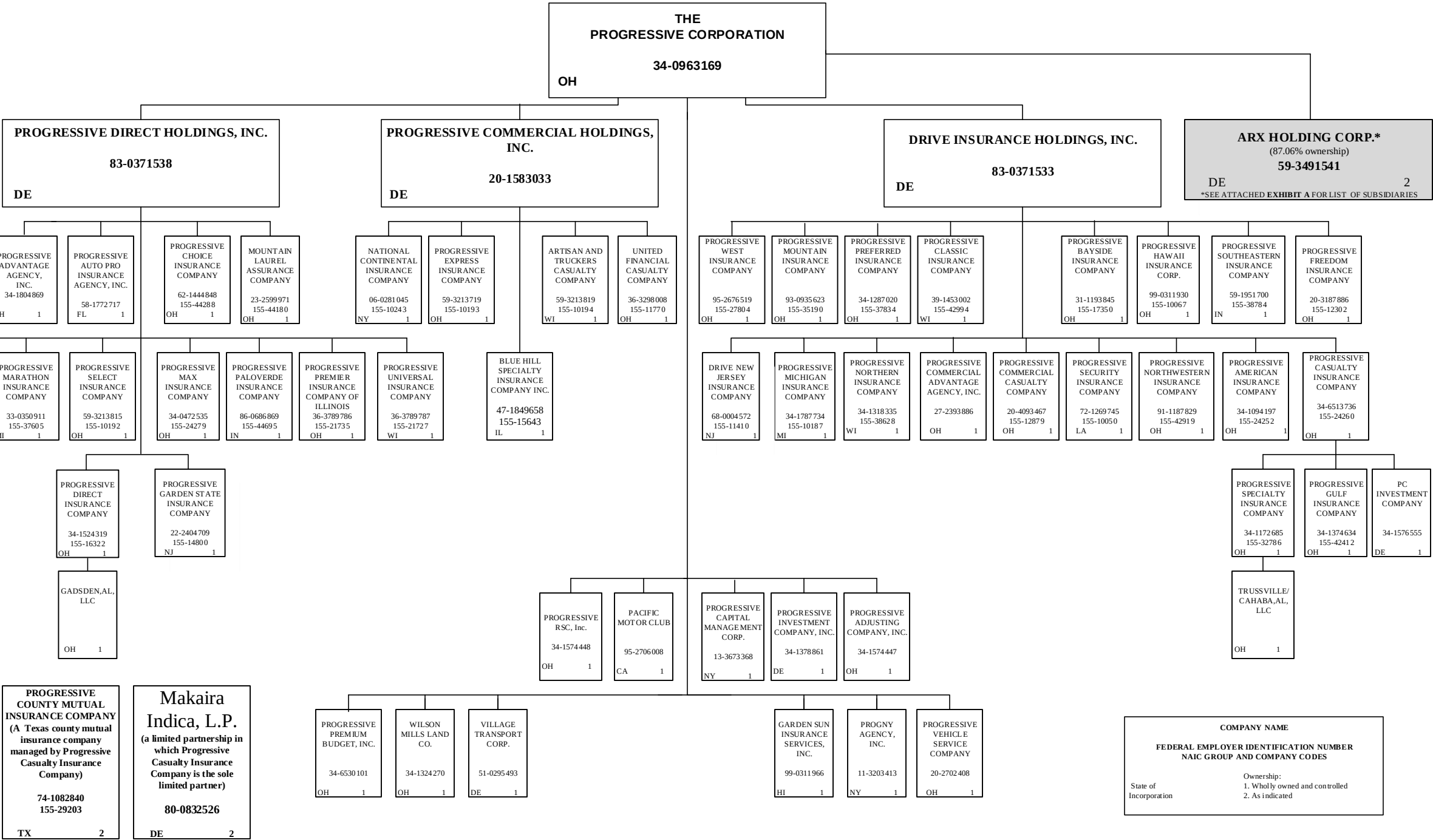
PROGRESSIVE DIRECT INSURANCE COMPANY
SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1	2	3	4	5	6	7
NAIC Company Code	ID Number	Name of Reinsurer	Domiciliary Jurisdiction	Type of Reinsurer	Certified Reinsurer Rating (1 through 6)	Effective Date of Certified Reinsurer Rating
Affiliates						
44288.....	62-1444848.....	Progressive Choice Insurance Company.....	OH.....	Authorized.....	.....	.....

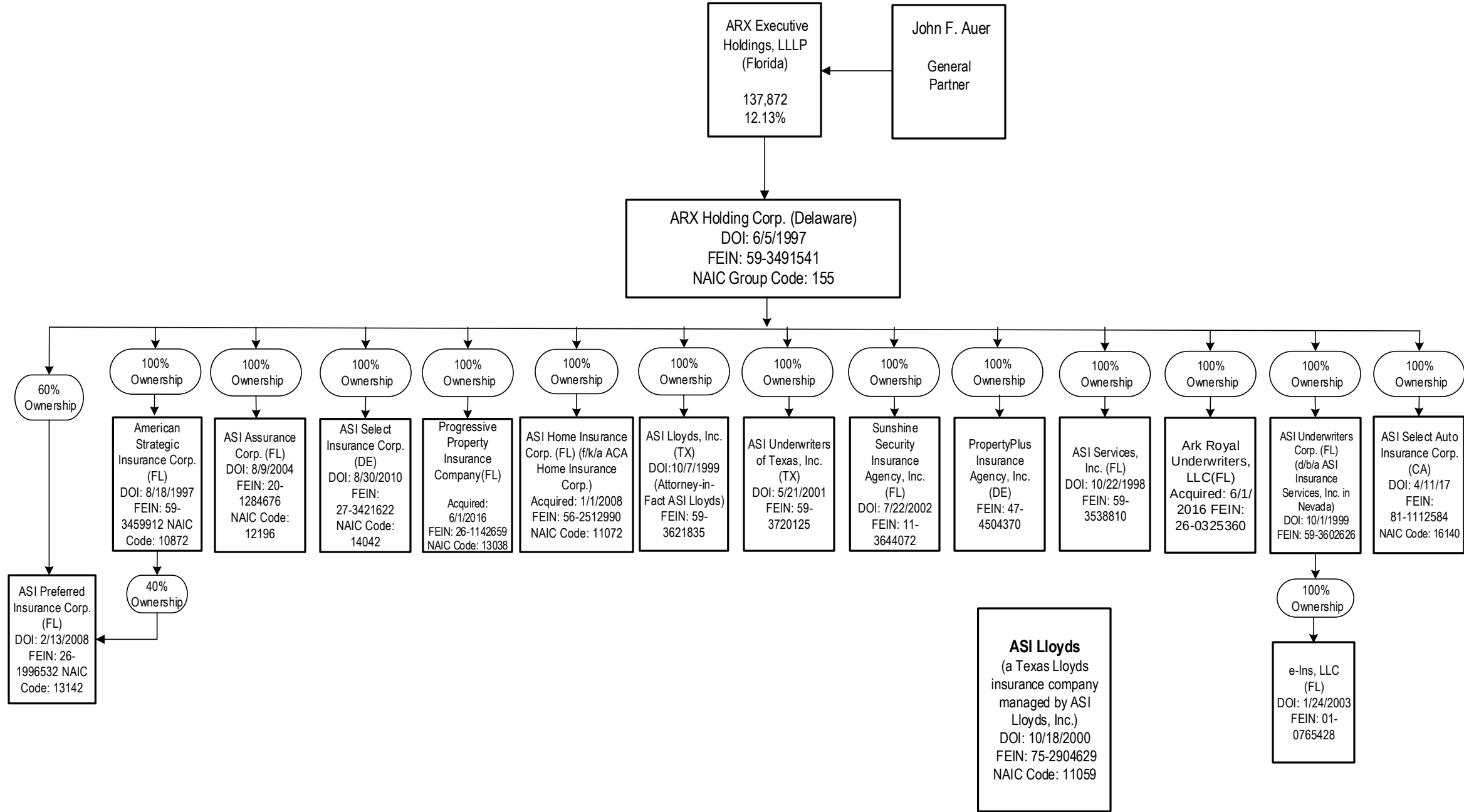
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP -- PART 1 – ORGANIZATIONAL CHART

Q11



SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP -- PART 1 – ORGANIZATIONAL CHART

Q11.1



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
Members															
Q12		00000...	34-0963169..		0000080661	NYSE.....	The Progressive Corporation.....	OH.....	UIP.....	Board, Management.....	Board.....		The Progressive Corporation.....	N.....	1, 3.....
		00000...	83-0371533..				Drive Insurance Holdings, Inc.....	DE.....	NIA.....	The Progressive Corporation.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	11410...	68-0004572..			Drive New Jersey Insurance Company.....	NJ.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	12879...	20-4093467..			Progressive Commercial Casualty Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	24252...	34-1094197..			Progressive American Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	17350...	31-1193845..			Progressive Bayside Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	24260...	34-6513736..			Progressive Casualty Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1576555..				PC Investment Company.....	DE.....	NIA.....	Progressive Casualty Insurance Company.....	Ownership.....	100.000	The Progressive Corporation.....	Y.....	1, 3.....
	0155	Progressive Insurance Group.	29203...	74-1082840..			Progressive County Mutual Insurance Company.....	TX.....	IA.....	Progressive Casualty Insurance Company.....	Management.....		The Progressive Corporation.....	N.....	2, 3.....
	0155	Progressive Insurance Group.	42412...	34-1374634..			Progressive Gulf Insurance Company.....	OH.....	IA.....	Progressive Casualty Insurance Company.....	Ownership.....	100.000	The Progressive Corporation.....	Y.....	1, 3.....
	0155	Progressive Insurance Group.	32786...	34-1172685..			Progressive Specialty Insurance Company.....	OH.....	IA.....	Progressive Casualty Insurance Company.....	Ownership.....	100.000	The Progressive Corporation.....	Y.....	1, 3.....
		00000...					Trussville/Cahaba, AL , LLC.....	OH.....	NIA.....	Progressive Specialty Insurance Company.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	42994...	39-1453002..			Progressive Classic Insurance Company.....	WI.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10067...	99-0311930..			Progressive Hawaii Insurance Corp.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10187...	34-1787734..			Progressive Michigan Insurance Company.....	MI.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	35190...	93-0935623..			Progressive Mountain Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	38628...	34-1318335..			Progressive Northern Insurance Company.....	WI.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	42919...	91-1187829..			Progressive Northwestern Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	37834...	34-1287020..			Progressive Preferred Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10050...	72-1269745..			Progressive Security Insurance Company.....	LA.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	38784...	59-1951700..			Progressive Southeastern Insurance Company.....	IN.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	27804...	95-2676519..			Progressive West Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	12302...	20-3187886..			Progressive Freedom Insurance Company.....	OH.....	IA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	27-2393886..				Progressive Commercial Advantage Agency, Inc.....	OH.....	NIA.....	Drive Insurance Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	20-1583033..				Progressive Commercial Holdings, Inc.....	DE.....	NIA.....	The Progressive Corporation.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10194...	59-3213819..			Artisan and Truckers Casualty Company.....	WI.....	IA.....	Progressive Commercial Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10243...	06-0281045..			National Continental Insurance Company.....	NY.....	IA.....	Progressive Commercial Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	10193...	59-3213719..			Progressive Express Insurance Company.....	OH.....	IA.....	Progressive Commercial Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	11770...	36-3298008..			United Financial Casualty Company.....	OH.....	IA.....	Progressive Commercial Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	15643...	47-1849658..			Blue Hill Specialty Insurance Company, Inc.....	IL.....	IA.....	Progressive Commercial Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	83-0371538..				Progressive Direct Holdings, Inc.....	DE.....	UDP.....	The Progressive Corporation.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	44180...	23-2599971..			Mountain Laurel Assurance Company.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	11851...	62-0484104..			Progressive Advanced Insurance Company.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	58-1772717..				Progressive Auto Pro Insurance Agency, Inc.....	FL.....	NIA.....	Progressive Direct Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	44288...	62-1444848..			Progressive Choice Insurance Company.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....
	0155	Progressive Insurance Group.	16322...	34-1524319..			Progressive Direct Insurance Company.....	OH.....	RE.....	Progressive Direct Holdings, Inc.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Q12.1

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
		00000...					Gadsden, AL, LLC.....	OH.....	DS.....	Progressive Direct Insurance Company.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	14800...	22-2404709..				Progressive Garden State Insurance Company.....	NJ.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	37605...	33-0350911..				Progressive Marathon Insurance Company.....	MI.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	24279...	34-0472535..				Progressive Max Insurance Company.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	44695...	86-0686869..				Progressive Paloverde Insurance Company.....	IN.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	21735...	36-3789786..				Progressive Premier Insurance Company of Illinois.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	10192...	59-3213815..				Progressive Select Insurance Company.....	OH.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1804869..				Progressive Advantage Agency, Inc.....	OH.....	NIA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
0155	Progressive Insurance Group.	21727...	36-3789787..				Progressive Universal Insurance Company.....	WI.....	IA.....	Progressive Direct Holdings, Inc.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	99-0311966..				Garden Sun Insurance Services, LLC.....	HI.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	95-2706008..				Pacific Motor Club.....	CA.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	11-3203413..				PROGNY Agency, Inc.....	NY.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1574447..				Progressive Adjusting Company, Inc.....	OH.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	13-3673368..				Progressive Capital Management Corp.....	NY.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1378861..				Progressive Investment Company, Inc.....	DE.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-6530101..				Progressive Premium Budget, Inc.....	OH.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1574448..				Progressive RSC, Inc.....	OH.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	20-2702408..				Progressive Vehicle Service Company.....	OH.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	51-0295493..				Village Transport Corp.....	DE.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	34-1324270..				Wilson Mills Land Co.....	OH.....	NIA.....	The Progressive Corporation.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3.....
		00000...	80-0832526..				Makaira Indica, LP.....	CA.....	NIA.....	Progressive Casualty Insurance Company.....	Other.....	.....	The Progressive Corporation.....	N.....	1, 3, 4.....
		00000...	59-3491541..				ARX Holding Corp.....	DE.....	NIA.....	The Progressive Corporation.....	Ownership.....	...87.060	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	11072...	56-2512990..				ASI Home Insurance Corp.....	FL.....	IA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	13142...	26-1996532..				ASI Preferred Insurance Corp.....	FL.....	IA.....	American Strategic Insurance Corp.....	Ownership.....	...40.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	13142...	26-1996532..				ASI Preferred Insurance Corp.....	FL.....	IA.....	ARX Holding Corp.....	Ownership.....	...60.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	10872...	59-3459912..				American Strategic Insurance Corp.....	FL.....	IA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	11059...	75-2904629..				ASI Lloyds.....	TX.....	IA.....	ASI Lloyds, Inc.....	Management.....	.....	The Progressive Corporation.....	N.....	1, 3, 5, 6.....
0155	Progressive Insurance Group.	12196...	20-1284676..				ASI Assurance Corp.....	FL.....	IA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	14042...	27-3421622..				ASI Select Insurance Corp.....	DE.....	IA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	59-3538810..				ASI Services Inc.....	FL.....	NIA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	59-3621835..				ASI Lloyds, Inc.....	TX.....	NIA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	59-3720125..				ASI Underwriters of Texas, Inc.....	TX.....	NIA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	11-3644072..				Sunshine Security Insurance Agency, Inc.....	FL.....	NIA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	59-3602626..				ASI Underwriters Corp.....	FL.....	NIA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
		00000...	01-0765428..				e-Ins, LLC.....	FL.....	NIA.....	ASI Underwriters Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
0155	Progressive Insurance Group.	13038...	26-1142659..				Progressive Property Insurance Company.....	FL.....	IA.....	ARX Holding Corp.....	Ownership.....	...100.000	The Progressive Corporation.....	N.....	1, 3, 5.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
0155	Progressive Insurance Group.	16140...	81-1112584..	.....	.....	.....	ASI Select Auto Insurance Corp.....	CA.....	IA.....	ARX Holding Corp.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1,3,5.....
.....	.....	00000...	26-0325360..	.....	.....	.....	Ark Royal Underwriters, LLC.....	FL.....	NIA.....	ARX Holding Corp.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3, 5.....
.....	.....	00000...	47-4504370..	.....	.....	.....	PropertyPlus Insurance Agency, Inc.....	DE.....	NIA.....	ARX Holding Corp.....	Ownership.....	100.000	The Progressive Corporation.....	N.....	1, 3, 5.....

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

PROGRESSIVE DIRECT INSURANCE COMPANY
PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date			Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....			0.000	
2. Allied lines.....			0.000	
3. Farmowners multiple peril.....			0.000	
4. Homeowners multiple peril.....			0.000	
5. Commercial multiple peril.....			0.000	
6. Mortgage guaranty.....			0.000	
8. Ocean marine.....			0.000	
9. Inland marine.....	27,709,607	13,561,308	48.941	55.148
10. Financial guaranty.....			0.000	
11.1. Medical professional liability - occurrence.....			0.000	
11.2. Medical professional liability - claims-made.....			0.000	
12. Earthquake.....			0.000	
13. Group accident and health.....			0.000	
14. Credit accident and health.....			0.000	
15. Other accident and health.....			0.000	
16. Workers' compensation.....			0.000	
17.1. Other liability-occurrence.....	10,832,857	5,707,992	52.691	31.181
17.2. Other liability-claims made.....	3,274	187,585	5,729.598	
17.3. Excess workers' compensation.....			0.000	
18.1. Products liability-occurrence.....			0.000	
18.2. Products liability-claims made.....			0.000	
19.1, 19.2. Private passenger auto liability.....	1,855,798,674	1,021,245,637	55.030	55.466
19.3, 19.4. Commercial auto liability.....			0.000	
21. Auto physical damage.....	1,005,624,897	678,404,723	67.461	71.917
22. Aircraft (all perils).....			0.000	
23. Fidelity.....			0.000	
24. Surety.....			0.000	
26. Burglary and theft.....			0.000	
27. Boiler and machinery.....			0.000	
28. Credit.....			0.000	
29. International.....			0.000	
30. Warranty.....			0.000	
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0.000	
35. Totals.....	2,899,969,309	1,719,107,246	59.280	61.045
DETAILS OF WRITE-INS				
3401.			0.000	
3402.			0.000	
3403.			0.000	
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0.000	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0.000	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire.....			
2. Allied lines.....			
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....			
5. Commercial multiple peril.....			
6. Mortgage guaranty.....			
8. Ocean marine.....			
9. Inland marine.....	12,736,629	35,484,216	31,475,878
10. Financial guaranty.....			
11.1. Medical professional liability - occurrence.....			
11.2. Medical professional liability - claims made.....			
12. Earthquake.....			
13. Group accident and health.....			
14. Credit accident and health.....			
15. Other accident and health.....			
16. Workers' compensation.....			
17.1. Other liability-occurrence.....	4,781,217	13,309,398	12,054,954
17.2. Other liability-claims made.....		5,000	
17.3. Excess workers' compensation.....			
18.1. Products liability-occurrence.....			
18.2. Products liability-claims made.....			
19.1 19.2. Private passenger auto liability.....	679,219,198	1,959,812,065	1,729,096,363
19.3 19.4. Commercial auto liability.....			
21. Auto physical damage.....	372,044,108	1,073,084,625	937,951,398
22. Aircraft (all perils).....			
23. Fidelity.....			
24. Surety.....			
26. Burglary and theft.....			
27. Boiler and machinery.....			
28. Credit.....			
29. International.....			
30. Warranty.....			
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0
35. Totals.....	1,068,781,151	3,081,695,304	2,710,578,592
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.

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

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

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

The data for this supplement is not required to be filed.

Bar Code:



PROGRESSIVE DIRECT INSURANCE COMPANY
Overflow Page for Write-Ins

Additional Write-ins for Assets:

	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 OTHER ASSETS.....	534,443	534,443	0	
2597. Summary of remaining write-ins for Line 25.....	534,443	534,443	0	0

PROGRESSIVE DIRECT INSURANCE COMPANY
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.....	177,321,230	149,377,338
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		15,984,124
2.2 Additional investment made after acquisition.....	18,452,909	21,197,928
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.....	404,616	338,680
8. Deduct current year's depreciation.....	6,641,596	8,899,480
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	188,727,927	177,321,230
10. Deduct total nonadmitted amounts.....		
11. Statement value at end of current period (Line 9 minus Line 10).....	188,727,927	177,321,230

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	12,628,141	13,566,362
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).....	(63,472)	(963)
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....	743,045	937,258
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).....	11,821,624	12,628,141
12. Deduct total nonadmitted amounts.....	11,821,624	12,628,141
13. Statement value at end of current period (Line 11 minus Line 12).....	0	0

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.....	7,512,412,800	6,009,255,845
2. Cost of bonds and stocks acquired.....	5,129,030,746	5,318,556,028
3. Accrual of discount.....	7,226,287	10,171,847
4. Unrealized valuation increase (decrease).....	141,889,132	(129,046,612)
5. Total gain (loss) on disposals.....	47,990,153	58,602,576
6. Deduct consideration for bonds and stocks disposed of.....	4,280,419,408	3,729,206,827
7. Deduct amortization of premium.....	23,267,876	25,721,797
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other-than-temporary impairment recognized.....	506,430	198,260
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees.....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7-8-9+10).....	8,534,355,404	7,512,412,800
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	8,534,355,404	7,512,412,800

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

	1	2	3	4	5	6	7	8
NAIC Designation	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	6,212,708,224	1,300,862,615	1,297,802,891	(5,544,388)	5,617,084,309	6,212,708,224	6,210,223,560	5,123,800,614
2. NAIC 2 (a).....	1,234,300,858	88,698,855	68,366,838	(162,204)	1,379,775,926	1,234,300,858	1,254,470,671	1,449,099,126
3. NAIC 3 (a).....	62,994,717	12,762,695	10,588,074	(22,817)	77,609,496	62,994,717	65,146,521	90,167,054
4. NAIC 4 (a).....	18,591,508		18,597,180	34,716	19,143,725	18,591,508	29,044	19,812,174
5. NAIC 5 (a).....	30,776		34	(30,742)		30,776	0	
6. NAIC 6 (a).....							0	
7. Total Bonds.....	7,528,626,083	1,402,324,165	1,395,355,017	(5,725,435)	7,093,613,456	7,528,626,083	7,529,869,796	6,682,878,968
PREFERRED STOCK								
8. NAIC 1.....							0	
9. NAIC 2.....	31,100,000				21,100,000	31,100,000	31,100,000	21,100,000
10. NAIC 3.....					5,729,100		0	5,258,139
11. NAIC 4.....							0	
12. NAIC 5.....							0	
13. NAIC 6.....							0	
14. Total Preferred Stock.....	31,100,000	0	0	0	26,829,100	31,100,000	31,100,000	26,358,139
15. Total Bonds and Preferred Stock.....	7,559,726,083	1,402,324,165	1,395,355,017	(5,725,435)	7,120,442,556	7,559,726,083	7,560,969,796	6,709,237,107

(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 \$.....33,942,769; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

PROGRESSIVE DIRECT INSURANCE COMPANY
SCHEDULE DA - PART 1

Short-Term Investments					
	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999.....	1,953,659	XXX.....	1,953,726	17,734	577

SCHEDULE DA - VERIFICATION

Short-Term Investments		
	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	34,911,078	179,174,446
2. Cost of short-term investments acquired.....	7,855,486	141,479,538
3. Accrual of discount.....	34,471	727,283
4. Unrealized valuation increase (decrease).....	.....	.....
5. Total gain (loss) on disposals.....	.....	.....
6. Deduct consideration received on disposals.....	40,841,299	286,123,537
7. Deduct amortization of premium.....	6,077	346,652
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).....	1,953,659	34,911,078
11. Deduct total nonadmitted amounts.....	.....	.....
12. Statement value at end of current period (Line 10 minus Line 11).....	1,953,659	34,911,078

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

PROGRESSIVE DIRECT INSURANCE COMPANY

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.....	19,985,958	163,010,900
2. Cost of cash equivalents acquired.....	576,756,140	1,143,116,882
3. Accrual of discount.....	157,776	1,751,397
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		(8,313)
6. Deduct consideration received on disposals.....	560,957,458	1,287,855,611
7. Deduct amortization of premium.....		29,297
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).....	35,942,416	19,985,958
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	35,942,416	19,985,958

SCHEDULE A - PART 2

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

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
Acquired by Purchase								
Alpha North Office Building - 747 Alpha Drive.....	Highland Heights.....	OH..	10/01/2007....	.....	.....	.....	.....	.....2,088,958
Alpha South PPA Center - 755 Alpha Drive.....	Highland Heights.....	OH..	10/01/2007....	.....	.....	.....	.....	.....79,288
Campus I Home Office Complex - 6300 Wilson Mills Road.....	Mayfield Village.....	OH..	10/01/2007....	.....	.....	.....	.....	.....1,537,708
Colorado Springs Call Center - 12710 Voyager Parkway.....	Colorado Springs.....	CO..	10/01/2007....	.....	.....	.....	.....	.....17,490
Colorado Springs Data Center/PPA Center - 650 Sybilla Lane.....	Colorado Springs.....	CO..	10/01/2007....	.....	.....	.....	.....	.....48,047
Eastmark Office Building - 6055 Parkland Boulevard.....	Mayfield Heights.....	OH..	10/01/2007....	.....	.....	.....	.....	.....16,000
Omega North Office Building - 603 Alpha Drive.....	Highland Heights.....	OH..	05/31/2018....	.....	.....	.....	.....	.....265,560
0199999. Totals.....	.....	.....	.....	.....	.....0	0	0	4,053,051
0399999. Totals.....	.....	.....	.....	.....	.....0	0	0	4,053,051

SCHEDULE A - PART 3

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

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

NONE

SCHEDULE B - PART 2

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

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

NONE

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SCHEDULE B - PART 3

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

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

NONE

SCHEDULE BA - PART 2

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

1	2	Location		5	6	7	8	9	10	11	12	13
		3	4									
CUSIP Identification	Name or Description	City	State	Name of Lender or Grantor/Partner	NAIC Designation and Administrative Symbol/Market Indicator	Date Originally Acquired	Type and Strategy	Actual Cost at Time of Acquisition	Additional Investment Made after Acquisition	Amount of Encumbrances	Commitment for Additional Investment	Percentage of Ownership
NONE												

SCHEDULE BA - PART 3

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

1	2	Location		5	6	7	8	Changes in Book/Adjusted Carrying Value						15	16	17	18	19	20
		3	4					9	10	11	12	13	14						
CUSIP Identification	Name or Description	City	State	Name of Purchaser or Nature of Disposal	Date Originally Acquired	Disposal Date	Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in B./A.C.V. (9+10-11+12)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value Less Encumbrances on Disposal	Consideration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Investment Income
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated																			
000000 00 0	CHURCHILL STATESIDE SOLAR TAX CREDIT FUND VI LLC	CLEARWATER	FL...	CHURCHILL STATESIDE SOLAR MANAGING MEMBER LLC	08/11/2016	07/29/2019	200,015	.....	.....	.....	.....	.....0	.....	.....	.....200,015	.....	.....	.....0	.....
2199999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated.....								200,015	0	0	0	0	0	0	200,015	0	0	0	0
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated																			
000000 00 0	GADSDEN, AL, LLC.....	GADSDEN.....	AL...	RETURN OF CAPITAL.....	10/18/2006	09/30/2019	70,000	.....	.....	.....	.....	.....0	.....	.....	.....70,000	.....	.....	.....0	.....
2299999. Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Affiliated.....								70,000	0	0	0	0	0	0	70,000	0	0	0	0
4499999. Subtotal - Unaffiliated.....								200,015	0	0	0	0	0	0	200,015	0	0	0	0
4599999. Subtotal - Affiliated.....								70,000	0	0	0	0	0	0	70,000	0	0	0	0
4699999. Totals.....								270,015	0	0	0	0	0	0	270,015	0	0	0	0

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During 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 and Administrative Symbol/Market Indicator (a)
Bonds - U.S. Government													
912828	6T	2	US TREASURY NOTE	2.375% 05/15/29.....		09/03/2019.....	Various.....			77,574,824	73,500,000	385,841	1.....
912828	6V	7	US TREASURY NOTE	2.125% 05/31/21.....		07/09/2019.....	Goldman Sachs.....			50,199,219	50,000,000	119,023	1.....
912828	6Z	8	US TREASURY NOTE	1.750% 06/30/24.....		09/03/2019.....	Various.....			52,347,539	52,000,000	86,121	1.....
912828	7A	2	US TREASURY NOTE	1.625% 06/30/21.....		09/09/2019.....	Various.....			40,004,297	40,000,000	96,264	1.....
912828	7B	0	US TREASURY NOTE	1.875% 06/30/26.....		07/23/2019.....	Various.....			59,717,773	60,000,000	68,020	1.....
912828	7C	8	US TREASURY NOTE	1.750% 07/15/22.....		08/05/2019.....	Citigroup.....			10,048,438	10,000,000	10,462	1.....
912828	7D	6	US TREASURY TIPS	0.250% 07/15/29.....		08/07/2019.....	Barclays Capital.....			51,191,611	50,000,000	8,162	1.....
912828	Y8	7	US TREASURY NOTE	1.750% 07/31/24.....		08/22/2019.....	Various.....			55,691,211	55,000,000	50,883	1.....
912828	Y9	5	US TREASURY NOTE	1.875% 07/31/26.....		08/23/2019.....	Various.....			30,645,313	30,000,000	33,628	1.....
912828	YB	0	US TREASURY NOTE	1.625% 08/15/29.....		09/25/2019.....	Various.....			11,488,105	11,500,000	17,796	1.....
912828	YD	6	US TREASURY NOTE	1.375% 08/31/26.....		09/10/2019.....	Various.....			37,740,547	38,000,000	9,821	1.....
912828	YE	4	US TREASURY NOTE	1.250% 08/31/24.....		09/23/2019.....	Barclays Capital.....			68,829,688	70,000,000	43,269	1.....
912828	YF	1	US TREASURY NOTE	1.500% 09/15/22.....		09/19/2019.....	Wells Fargo Bank.....			49,736,328	50,000,000	10,302	1.....
0599999. Total - Bonds - U.S. Government.....										595,214,893	590,000,000	939,592	XXX.....
Bonds - U.S. Special Revenue and Special Assessment													
235036	4K	3	DALLAS-FORT WORTH TX	2.039% 11/01/24.....		08/08/2019.....	JP Morgan Securities Inc.....			8,000,000	8,000,000		1FE.....
3137FM	U2	6	FHMS 2019-K094 X1 IO	0.881% 06/25/29.....		07/10/2019.....	Wells Fargo Bank.....			9,000,000		58,509	1FE.....
3137FN	WZ	9	FHMS 2019-K736 X1 IO	1.312% 07/25/26.....		09/06/2019.....	Goldman Sachs.....			13,019,034		100,736	1FE.....
3137FN	X7	0	FHMS 2019-K097 X1 IO	1.090% 07/25/29.....		09/11/2019.....	Wells Fargo Bank.....			6,700,000		50,818	1FE.....
917436	8L	4	UTAH HSG CORP SF	3.875% 01/01/50.....		09/13/2019.....	Barclays Capital.....			6,211,440	6,000,000		1FE.....
3199999. Total - Bonds - U.S. Special Revenue and Special Assessments.....										42,930,474	14,000,000	210,063	XXX.....
Bonds - Industrial and Miscellaneous													
02665W	DC	2	AMERICAN HONDA FINANCE	2.050% 01/10/23.....		09/05/2019.....	Mizuho Securities.....			7,497,225	7,500,000		1FE.....
05357H	AA	8	AVMT 2013-AVM A	3.743% 12/05/32.....		07/11/2019.....	Credit Suisse.....			12,219,112	12,065,000	18,919	1FM.....
05525B	AA	8	BAMLL 2013-WBRK A	3.534% 03/10/37.....		07/29/2019.....	Bank of America Corp.....			5,257,129	5,050,000	15,369	1FM.....
05531F	BJ	1	BB&T CORPORATION	2.200% 03/16/23.....		09/09/2019.....	Royal Bank of Canada.....			24,981,500	25,000,000		1FE.....
05588C	AB	8	BMWOT 2019-A A2	2.050% 05/25/22.....		09/10/2019.....	Barclays Capital.....			16,999,641	17,000,000		1FE.....
056059	AA	6	BX 2018-IND A	2.778% 11/15/35.....		08/02/2019.....	Morgan Stanley.....			7,810,399	7,808,569	14,674	1FM.....
097023	CM	5	BOEING CO	2.700% 02/01/27.....		07/29/2019.....	JP Morgan Securities Inc.....			14,959,500	15,000,000		1FE.....
125282	AJ	2	CGDBB 2017-BIOC C	3.078% 07/15/28.....		08/29/2019.....	Societe Generale.....			1,000,000	1,000,000	1,713	1FM.....
15189T	AW	7	CENTERPOINT ENERGY INC	2.500% 09/01/24.....		08/12/2019.....	Bank of America Corp.....			9,983,000	10,000,000		2FE.....
17309Q	AE	4	CMLTI 2006-WFH3 M1	2.435% 10/25/36.....		07/23/2019.....	JP Morgan Securities Inc.....			9,581,839	9,593,831		1FM.....
233062	AA	6	DBCG 2017-BBG A	2.728% 06/15/34.....		08/22/2019.....	Various.....			10,657,250	10,660,000	9,152	1FM.....
233062	AG	3	DBCG 2017-BBG B	2.878% 06/15/34.....		08/28/2019.....	JP Morgan Securities Inc.....			2,496,875	2,500,000	3,172	1FM.....
233851	DU	5	DAIMLER FINANCE NA LLC	2.550% 08/15/22.....		08/12/2019.....	Bank of America Corp.....			19,992,600	20,000,000		1FE.....
29372J	AB	3	EFF 2017-2 A2	1.970% 01/20/23.....		09/11/2019.....	JP Morgan Securities Inc.....			5,809,117	5,815,477	7,319	1FE.....
29374D	AA	6	EFF 2019-2 A1	2.267% 08/20/20.....		07/23/2019.....	JP Morgan Securities Inc.....			47,000,000	47,000,000		1FE.....
29429J	AA	8	CGCMT 2019-PRM A	3.341% 05/10/35.....		07/16/2019.....	Citigroup.....			44,808,434	43,500,000	96,889	1FE.....
29444U	AQ	9	EQUINIX INC	5.875% 01/15/26.....		08/02/2019.....	Various.....			19,682,265	18,481,000	61,136	2FE.....
30285F	AE	9	FREMF 2014-K40 B	4.072% 11/25/47.....		07/23/2019.....	Bank of America Corp.....			9,563,906	9,000,000	25,250	1FM.....
30291N	AE	4	FREMF 2013-K32 B	3.537% 10/25/46.....		07/23/2019.....	Bank of America Corp.....			2,074,922	2,000,000	4,868	1FM.....
30292P	AE	8	FREMF 2015-K45 B	3.590% 04/25/48.....		09/23/2019.....	JP Morgan Securities Inc.....			2,812,578	2,710,000	6,709	1FM.....
34528D	AB	9	FORDL 2019-B A2A	2.280% 02/15/22.....		07/23/2019.....	BNP Paribas Securities Corp.....			17,999,982	18,000,000		1FE.....
361841	AN	9	GLP CAPITAL LP / FIN II	3.350% 09/01/2.....		08/15/2019.....	Wells Fargo Bank.....			6,992,930	7,000,000		2FE.....

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SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During 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 and Administrative Symbol/Market Indicator (a)
37940X	AA 0	GLOBAL PAYMENTS INC 2.650% 02/15/25.....			08/07/2019.....	Bank of America Corp.....		29,992,500	30,000,000		2FE.....
40438D	AA 7	HPEFS 2019-1A A1 2.150% 10/20/20.....			09/12/2019.....	Goldman Sachs.....		15,000,000	15,000,000		1FE.....
40438D	AB 5	HPEFS 2019-1A A2 2.190% 09/20/29.....			09/12/2019.....	Goldman Sachs.....		21,998,695	22,000,000		1FE.....
446413	AH 9	HUNTINGTON INGALLS INDUST 5.000% 11/15.....			07/29/2019.....	Jefferies & Co Inc.....		5,247,500	5,000,000	52,778	2FE.....
46590Y	AA 2	JPMMT 2017-5 A1 3.178% 10/26/48.....			07/01/2019.....	JP Morgan Securities Inc.....		(593,664)	(587,332)	(498)	1FM.....
46642C	BJ 8	JPMCC 2014-C20 A5 3.805% 07/15/47.....			07/10/2019.....	JP Morgan Securities Inc.....		1,060,586	1,000,000	1,163	1FM.....
46651F	AD 3	JPMMT 2019-HYB1 A2 4.014% 10/25/49.....			08/13/2019.....	JP Morgan Securities Inc.....		20,531,517	20,000,000	62,442	1FE.....
55315X	AC 5	MMAF 2017-AA A3 2.040% 02/16/22.....			07/30/2019.....	Various.....		9,931,702	9,954,732	8,462	1FE.....
58769T	AB 1	MBART 2019-1 A2A 2.040% 06/15/22.....			09/18/2019.....	Mizuho Securities.....		19,998,088	20,000,000		1FE.....
61763Q	AA 9	MSC 2014-CPT A 3.350% 07/13/29.....			09/06/2019.....	Credit Suisse.....		9,929,116	9,724,000	8,144	1FM.....
637417	AH 9	NATIONAL RETAIL 4.000% 11/15/25.....			09/23/2019.....	Suntrust Robinson Humphrey.....		4,819,860	4,500,000	65,000	2FE.....
63941M	AA 9	NAVSL 2019-EA A1 2.390% 05/15/68.....			07/23/2019.....	Royal Bank of Canada.....		38,995,648	39,000,000		1FE.....
65479B	AD 2	NALT 2017-B A3 2.050% 09/15/20.....			07/25/2019.....	Lloyds Securities.....		8,570,927	8,575,282	6,836	1FE.....
67087M	AA 4	OBP 2010-OBP A 4.646% 07/15/45.....			07/30/2019.....	Bank of America Corp.....		12,612,755	12,505,000	11,120	1FM.....
74824D	AL 4	QCMT 2013-QCA D 3.474% 01/11/37.....			07/02/2019.....	Bank of America Corp.....		12,762,695	12,500,000	4,986	3FM.....
760759	AU 4	REPUBLIC SERVICES INC 2.500% 08/15/24.....			07/29/2019.....	JP Morgan Securities Inc.....		11,980,800	12,000,000		2FE.....
80286H	AB 5	SDART 2019-3 A2A 2.280% 02/15/22.....			08/13/2019.....	JP Morgan Securities Inc.....		21,498,811	21,500,000		1FE.....
98162G	AA 0	WOLS 2019-B A1 2.151% 08/17/20.....			08/13/2019.....	Wells Fargo Bank.....		21,500,000	21,500,000		1FE.....
380881	CP 5	GCCT 2015-2A A 2.020% 04/15/22.....		A.....	07/25/2019.....	Toronto Dominion.....		9,980,078	10,000,000	7,856	1FE.....
81376N	AD 7	SSTRT 2017-2A A3 2.040% 04/26/21.....		A.....	09/19/2019.....	HSBC Securities Inc.....		18,973,312	18,988,889	30,129	1FE.....
05600L	AA 4	BMW FINANCE NV 2.250% 08/12/22.....		D.....	08/07/2019.....	Barclays Capital.....		14,988,750	15,000,000		1FE.....
3899999. Total - Bonds - Industrial and Miscellaneous.....								609,959,880	604,844,448	523,588	XXX.....
8399997. Total - Bonds - Part 3.....								1,248,105,247	1,208,844,448	1,673,243	XXX.....
8399999. Total - Bonds.....								1,248,105,247	1,208,844,448	1,673,243	XXX.....
Common Stocks - Industrial and Miscellaneous											
03064D	10 8	AMERICOLD REALTY TRUST.....			07/26/2019.....	State Street Bank.....	17,600.000	585,596	XXX		L.....
22052L	10 4	CORTEVA INC.....			07/02/2019.....	State Street Bank.....	2.000	35	XXX		L.....
22052L	10 4	CORTEVA INC.....			07/01/2019.....	Spin Off.....		96,698	XXX		L.....
30212P	30 3	EXPEDIA GROUP INC.....			07/29/2019.....	Tax Free Exchange.....	1,848.600	36,362	XXX		L.....
747525	10 3	QUALCOMM INC.....			07/26/2019.....	State Street Bank.....	21,000.000	1,591,630	XXX		L.....
83200N	10 3	SMARTSHEET INC A.....			07/26/2019.....	State Street Bank.....	16,400.000	900,234	XXX		L.....
9099999. Total - Common Stocks - Industrial and Miscellaneous.....								3,210,555	XXX	0	XXX.....
9799997. Total - Common Stocks - Part 3.....								3,210,555	XXX	0	XXX.....
9799999. Total - Common Stocks.....								3,210,555	XXX	0	XXX.....
9899999. Total - Preferred and Common Stocks.....								3,210,555	XXX	0	XXX.....
9999999. Total - Bonds, Preferred and Common Stocks.....								1,251,315,802	XXX	1,673,243	XXX.....

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

QE04.1

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During 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						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	NAIC Designation and Admini- strative Symbol/ Market Indicator (a)
98162V AA 7	WOART 2019-B A1 2.543% 05/15/20.....						..	09/15/2019.	Paydown.....	.....	.....6,677,771	6,677,771	6,677,771	.....	.....	.....	.....	.....0	.....	.....6,677,771	.....	.....	.....0	44,076	05/15/2020.	1FE.....
13646B AC 2	CPART 2019-1A A2 2.780% 03/21/22.....						A	09/19/2019.	Paydown.....	.....	.....19,562	19,562	19,562	.....	.....	.....1	.....	.....1	.....	.....19,562	.....	.....	.....0	221	03/21/2022.	1FE.....
81376N AD 7	SSTRT 2017-2A A3 2.040% 04/26/21.....						A	09/25/2019.	Paydown.....	.....	.....2,420,020	2,420,020	2,418,035	.....	.....	.....1,985	.....	.....1,985	.....	.....2,420,020	.....	.....	.....0	4,114	04/26/2021.	1FE.....
81377D AA 4	SSTRT 2019-1A A2 2.862% 05/25/21.....						A	09/25/2019.	Paydown.....	.....	.....5,551,297	5,551,297	5,551,297	.....	.....	.....	.....	.....0	.....	.....5,551,297	.....	.....	.....0	78,809	05/25/2021.	1FE.....
05578D AN 2	BPCE SA 2.500% 07/15/19.....						D	07/15/2019.	Maturity.....	.....	.....34,900,000	34,900,000	34,818,611	34,868,007	.....	.....31,993	.....	.....31,993	.....	.....34,900,000	.....	.....	.....0	872,500	07/15/2019.	1FE.....
86803U AB 7	SUNTORY HOLDINGS LTD 2.550% 09/29/19.....						D	09/29/2019.	Maturity.....	.....	.....9,275,000	9,275,000	9,222,411	9,247,545	.....	.....27,455	.....	.....27,455	.....	.....9,275,000	.....	.....	.....0	236,513	09/29/2019.	2FE.....
3899999.	Total - Bonds - Industrial and Miscellaneous.....										716,410,722	710,138,969	719,781,189	488,373,154	1,187,273	(2,224,624)	0	(1,037,351)	0	711,146,003	0	5,264,721	5,264,721	15,923,705	XXX	XXX
8399997.	Total - Bonds - Part 4.....										..1,269,373,622	..1,250,572,586	..1,263,365,475	708,127,242	1,187,273	(2,349,088)	0	(1,161,815)	0	1,254,335,582	0	15,038,042	..15,038,042	23,995,384	XXX	XXX
8399999.	Total - Bonds.....										..1,269,373,622	..1,250,572,586	..1,263,365,475	708,127,242	1,187,273	(2,349,088)	0	(1,161,815)	0	1,254,335,582	0	15,038,042	..15,038,042	23,995,384	XXX	XXX

Common Stocks - Industrial and Miscellaneous

22052L 10 4	CORTEVA INC.....						..	07/02/2019.	Various.....	3.000	53	XXX	45	.....	.....	.....	.....	.....0	.....	.....45	.....	.....8	8	.....	XXX	L.....
205363 10 4	COMPUTER SCIENCES CORP.....						..	07/01/2019.	Class Action Litigation.....	6,596	XXX	.....	.....	.....	.....	.....	.....	.....0	.....	.....	.....	.....6,596	6,596	.....	XXX	L.....
26614N 10 2	DUPONT DE NEMOURS INC.....						..	07/01/2019.	State Street Bank.....	.....	.....XXX	(1)	(3)	1	.....	.....	.....1	.....	.....(1)	(1)	1	1	1	.....	XXX	L.....
26614N 10 2	DUPONT DE NEMOURS INC.....						..	07/01/2019.	Spin Off.....	96,697	XXX	96,697	162,688	(65,990)	.....	.....	.....	.....(65,990)	.....	.....96,697	.....	.....	.....0	.....	XXX	L.....
30212P 30 3	EXPEDIA GROUP INC.....						..	08/15/2019.	State Street Bank.....	0.600	76	XXX	11	.....	.....	.....	.....	.....0	.....	.....11	.....	.....65	65	.....	XXX	L.....
50050N 10 3	KONTOOR BRANDS INC.....						..	07/02/2019.	State Street Bank.....	0.710	19	XXX	5	.....	.....	.....	.....	.....0	.....	.....5	.....	.....14	14	.....	XXX	L.....
53046P 10 9	LIBERTY EXPEDIA HOLD A.....						..	07/29/2019.	Tax Free Exchange.....	5,135,000	36,362	XXX	36,362	200,830	(164,468)	.....	.....	.....(164,468)	.....	.....36,362	.....	.....	.....0	.....	XXX	L.....
756577 10 2	RED HAT INC.....						..	07/09/2019.	State Street Bank.....	7,200,000	1,368,000	XXX	222,395	1,264,608	(1,042,213)	.....	.....	.....(1,042,213)	.....	.....222,395	.....	..1,145,605	1,145,605	.....	XXX	L.....
85571Q 10 2	STARZ.....						..	07/01/2019.	Class Action Litigation.....	4,177	XXX	.....	.....	.....	.....	.....	.....	.....0	.....	.....	.....	.....4,177	4,177	.....	XXX	L.....
871508 10 7	SYMBOL TECHNOLOGIES INC.....						..	07/12/2019.	Class Action Litigation.....	347	XXX	.....	.....	.....	.....	.....	.....	.....0	.....	.....	.....	.....347	347	.....	XXX	L.....
9099999.	Total - Common Stocks - Industrial and Miscellaneous.....										1,512,327	XXX	355,514	1,628,123	(1,272,670)	0	0	(1,272,670)	0	355,514	0	..1,156,813	1,156,813	0	XXX	XXX
9799997.	Total - Common Stocks - Part 4.....										1,512,327	XXX	355,514	1,628,123	(1,272,670)	0	0	(1,272,670)	0	355,514	0	..1,156,813	1,156,813	0	XXX	XXX
9799999.	Total - Common Stocks.....										1,512,327	XXX	355,514	1,628,123	(1,272,670)	0	0	(1,272,670)	0	355,514	0	..1,156,813	1,156,813	0	XXX	XXX
9899999.	Total - Preferred and Common Stocks.....										1,512,327	XXX	355,514	1,628,123	(1,272,670)	0	0	(1,272,670)	0	355,514	0	..1,156,813	1,156,813	0	XXX	XXX
9999999.	Total - Bonds, Preferred and Common Stocks.....										..1,270,885,949	XXX	..1,263,720,989	709,755,365	(85,397)	(2,349,088)	0	(2,434,485)	0	1,254,691,096	0	16,194,855	..16,194,855	23,995,384	XXX	XXX

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

QE05.5

Sch. DB - Pt. A - Sn. 1

NONE

Sch. DB - Pt. B - Sn. 1

NONE

Sch. DB - Pt. D - Sn. 1

NONE

Sch. DB - Pt. D - Sn. 2

NONE

Sch. DL - Pt. 1

NONE

Sch. DL - Pt. 2

NONE

PROGRESSIVE DIRECT INSURANCE COMPANY
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount or interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
CITIBANK..... NEW YORK, NY .....	.....	.....	.....	.....	.....	.....	.....	XXX
STATE STREET BANK..... KANSAS CITY, MO.....	.....	.....	.....	.....	.....	.....	.....3,096	XXX
0199999. Total Open Depositories.....	XXX	XXX	0	0	0	0	3,096	XXX
0399999. Total Cash on Deposit.....	XXX	XXX	0	0	0	0	3,096	XXX
0599999. Total Cash.....	XXX	XXX	0	0	0	0	3,096	XXX

PROGRESSIVE DIRECT INSURANCE COMPANY

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8	9
CUSIP	Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due & Accrued	Amount Received During Year
U.S. Government Bonds - Issuer Obligations								
	TREASURY BILL.....		09/27/2019.....	1.750	10/08/2019.....	31,989,110	.....	.....1,555
01999999.	U.S. Government Bonds - Issuer Obligations.....					31,989,110	0	1,555
05999999.	Total - U.S. Government Bonds.....					31,989,110	0	1,555
Total Bonds								
77999999.	Subtotals - Issuer Obligations.....					31,989,110	0	1,555
83999999.	Subtotals - Bonds.....					31,989,110	0	1,555
Exempt Money Market Mutual Funds as Identified by the SVO								
85799J	9Y 2 STATE STREET TREASURY MMF.....		09/30/2019.....	1.935		3,953,306	.....	.....58,336
85999999.	Total - Exempt Money Market Mutual Funds as Identified by the SVO.....					3,953,306	0	58,336
88999999.	Total - Cash Equivalents					35,942,416	0	59,891