
AMENDED FILING EXPLANATION

Refilled Schedule Y part 2 due to a correction to the inter-company quota-share reinsurance agreements. Changes were made to columns 8, 9, and 13 for the below companies:

- ARX Holdings Corp
- American Strategic Insurance Corp
- ASI Lloyds
- Progressive Property Insurance Company
- ASI Assurance Corp
- ASI Home Insurance Corp
- ASI Preferred Insurance Corp
- ASI Select Insurance Corp



ANNUAL STATEMENT

For the Year Ended December 31, 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	(Signature) KAREN ANN KOSUDA	(Signature) SANDRA LEE RIHVALSKY#
1. (Printed Name) PRESIDENT	2. (Printed Name) ASSISTANT SECRETARY	3. (Printed Name) ASSISTANT TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me	a. Is this an original filing?	Yes [] No [X]
This 3RD day of APRIL, 2020	b. If no	1. State the amendment number 1
		2. Date filed APRIL 3, 2020
		3. Number of pages attached 3

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
Affiliated Transactions												
	34-0963169.....	The Progressive Corporation.....					1,129,562,480			N/A.....	1,129,562,480	
	83-0371533.....	Drive Insurance Holdings, Inc.....	1,439,400,000	(32,000,000)						N/A.....	1,407,400,000	
24260.....	34-6513736.....	Progressive Casualty Insurance Company.....	(695,000,000)		398,119,004		4,092,978,390	803,265,371	*	N/A.....	4,599,362,765	(3,608,014,506)
24252.....	34-1094197.....	Progressive American Insurance Company.....					(10,330,991)		*	N/A.....	(10,330,991)	
32786.....	34-1172685.....	Progressive Specialty Insurance Company.....	(120,000,000)				(38,093,300)		*	N/A.....	(158,093,300)	
38784.....	59-1951700.....	Progressive Southeastern Insurance Company.....	(6,000,000)				(5,851,179)		*	N/A.....	(11,851,179)	
38628.....	34-1318335.....	Progressive Northern Insurance Company.....	(185,000,000)				(63,000,279)		*	N/A.....	(248,000,279)	
37834.....	34-1287020.....	Progressive Preferred Insurance Company.....	(80,000,000)				(32,364,701)		*	N/A.....	(112,364,701)	
42412.....	34-1374634.....	Progressive Gulf Insurance Company.....	(20,000,000)				(10,176,384)		*	N/A.....	(30,176,384)	
42919.....	91-1187829.....	Progressive Northwestern Insurance Company.....	(195,000,000)				(64,944,471)		*	N/A.....	(259,944,471)	
42994.....	39-1453002.....	Progressive Classic Insurance Company.....	(36,000,000)				(15,411,437)		*	N/A.....	(51,411,437)	
17350.....	31-1193845.....	Progressive Bayside Insurance Company.....	(19,000,000)				(1,234,700)		*	N/A.....	(20,234,700)	
35190.....	93-0935623.....	Progressive Mountain Insurance Company.....	(6,000,000)				(5,328,964)		*	N/A.....	(11,328,964)	
10187.....	34-1787734.....	Progressive Michigan Insurance Company.....	(41,600,000)				(20,589,207)		*	N/A.....	(62,189,207)	
29203.....	74-1082840.....	Progressive County Mutual Insurance Company.....					(38,869,939)	(659,993,009)		N/A.....	(698,862,948)	2,606,996,904
27804.....	95-2676519.....	Progressive West Insurance Company.....		2,000,000			(61,702,565)	(14,081,840)		N/A.....	(73,784,405)	242,220,604
10050.....	72-1269745.....	Progressive Security Insurance Company.....	(2,600,000)				(71,440,841)	(79,988,532)		N/A.....	(154,029,373)	336,567,756
11410.....	68-0004572.....	Drive New Jersey Insurance Company.....	(1,600,000)				(61,887,441)	(50,304,146)		N/A.....	(113,791,587)	415,155,871
10067.....	99-0311930.....	Progressive Hawaii Insurance Corp.....	(24,600,000)				(48,195,402)			N/A.....	(72,795,402)	
12302.....	20-3187886.....	Progressive Freedom Insurance Company.....	(7,000,000)	30,000,000			(3,753,662)		*	N/A.....	19,246,338	
12879.....	20-4093467.....	Progressive Commercial Casualty Company.....					(27,320)	66,770		N/A.....	39,450	
	83-0371538.....	Progressive Direct Holdings, Inc.....	660,000,000	(76,500,000)						N/A.....	583,500,000	
16322.....	34-1524319.....	Progressive Direct Insurance Company.....	(575,000,000)		(14,495,365)		(2,760,872,268)	177,920,231	*	N/A.....	(3,172,447,402)	(2,577,843,666)
24279.....	34-0472535.....	Progressive Max Insurance Company.....	(27,600,000)				(19,535,126)	(12,616)	*	N/A.....	(47,147,742)	254,767
44695.....	86-0686869.....	Progressive Paloverde Insurance Company.....		5,000,000			(1,474,472)		*	N/A.....	3,525,528	
21735.....	36-3789786.....	Progressive Premier Insurance Company of Illinois.....		10,000,000			(5,050,310)		*	N/A.....	4,949,690	
21727.....	36-3789787.....	Progressive Universal Insurance Company.....	(16,000,000)				(14,037,011)		*	N/A.....	(30,037,011)	
37605.....	33-0350911.....	Progressive Marathon Insurance Company.....	(30,000,000)				(18,898,255)		*	N/A.....	(48,898,255)	
10192.....	59-3213815.....	Progressive Select Insurance Company.....		33,500,000			(680,589,764)	(102,319,891)		N/A.....	(749,409,655)	1,991,045,405
44288.....	62-1444848.....	Progressive Choice Insurance Company.....		20,000,000			(2,379,412)		*	N/A.....	17,620,588	
11851.....	62-0484104.....	Progressive Advanced Insurance Company.....		8,000,000			(11,013,224)		*	N/A.....	(3,013,224)	
14800.....	22-2404709.....	Progressive Garden State Insurance Company.....	(5,000,000)				(180,480,741)	(75,600,340)		N/A.....	(261,081,081)	586,798,261
44180.....	23-2599971.....	Mountain Laurel Assurance Company.....	(6,400,000)				(85,341,906)			N/A.....	(91,741,906)	
	20-1583033.....	Progressive Commercial Holdings, Inc.....	178,500,000	(34,000,000)						N/A.....	144,500,000	
11770.....	36-3298008.....	United Financial Casualty Company.....	(160,000,000)				(464,530,623)	119,048,260		N/A.....	(505,482,363)	(1,557,255,417)
10243.....	06-0281045.....	National Continental Insurance Company.....	(10,000,000)				(43,963,095)	1,048,003		N/A.....	(52,915,092)	6,818,603
10194.....	59-3213819.....	Artisan and Truckers Casualty Company.....		2,000,000			(102,891,491)	(83,105,745)		N/A.....	(183,997,236)	671,411,580
10193.....	59-3213719.....	Progressive Express Insurance Company.....	(8,500,000)				(103,526,658)	(37,485,439)		N/A.....	(149,512,097)	796,888,682
15643.....	47-1849658.....	Blue Hill Specialty Insurance Company, Inc.....		32,000,000			(2,142,606)	1,542,923		N/A.....	31,400,317	88,955,156
	34-1576555.....	PC Investment Company.....					547,861			N/A.....	(21,694,148)	
	34-1378861.....	Progressive Investment Company, Inc.....			(361,381,630)		578,947			N/A.....	(360,802,683)	

SCHEDULE Y

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NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
	13-3673368.....	Progressive Capital Management Corp.....					11,112,774			N/A.....	11,112,774	
	34-1574448.....	Progressive RSC, Inc.....					(24,772)			N/A.....	(24,772)	
	34-1804869.....	Progressive Advantage Agency, Inc.....					(138,134,034)			N/A.....	(138,134,034)	
	27-2393886.....	Progressive Commercial Advantage Agency, Inc.....					(41,611)			N/A.....	(41,611)	
	34-1574447.....	Progressive Adjusting Company, Inc.....					(79,778)			N/A.....	(79,778)	
	51-0295493.....	Village Transport Corp.....					1,159,312			N/A.....	1,159,312	
	59-3491541.....	ARX Holding Corp.....		(59,500,000)			2,296,215			N/A.....	(57,203,785)	
10872.....	59-3459912.....	American Strategic Insurance Corp.....		(3,000,000)			(170,860,907)	(12,545,509)	*	N/A.....	(186,406,416)	(246,406,867)
11059.....	75-2904629.....	ASI Lloyds.....		50,000,000			(59,478,290)		*	N/A.....	(9,478,290)	
13038.....	26-1142659.....	Progressive Property Insurance Company.....					(14,672,373)		*	N/A.....	(14,672,373)	
12196.....	20-1284676.....	ASI Assurance Corp.....					(454,401)		*	N/A.....	(454,401)	
11072.....	56-2512990.....	ASI Home Insurance Corp.....		5,000,000			(8,859,714)		*	N/A.....	(3,859,714)	
13142.....	26-1996532.....	ASI Preferred Insurance Corp.....		7,500,000			(18,592,975)	12,545,509		N/A.....	1,452,534	246,406,867
14042.....	27-3421622.....	ASI Select Insurance Corp.....					(6,794,559)	(447,928)	*	N/A.....	(7,242,487)	(2,204,856)
16140.....	81-1112584.....	ASI Select Auto Insurance Corp.....					(745,407)	447,928		N/A.....	(297,479)	2,204,856
	59-3602626.....	ASI Underwriters Corp.....					162,241,461			N/A.....	162,241,461	
	59-3720125.....	ASI Underwriters of Texas Inc.....					41,411,384			N/A.....	41,411,384	
	26-0325360.....	Ark Royal Underwriters, LLC.....					10,447,749			N/A.....	10,447,749	
	11-3644072.....	Sunshine Security Insurance Agency Inc.....					7,203,003			N/A.....	7,203,003	
	01-0765428.....	e-INS, LLC.....					9,258,902			N/A.....	9,258,902	
	47-4504370.....	PropertyPlus Insurance Agency, Inc.....					(129,912)			N/A.....	(129,912)	
9999999.....	Control Totals.....		0	0	0	0	0	0	XXX	0	0	0

SCHEDULE Y

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1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)

Pooling Information

98.2

NAIC Code	Name of Insurer	Pooling %	NAIC Code	Name of Insurer	Pooling %
24260	Progressive Casualty Insurance Company	49.00%	16322	Progressive Direct Insurance Company	77.00%
24252	Progressive American Insurance Company	2.00%	24279	Progressive Max Insurance Company	6.00%
32786	Progressive Specialty Insurance Company	7.00%	21735	Progressive Premier Insurance Company	2.00%
38784	Progressive Southeastern Insurance Company	1.00%	21727	Progressive Universal Insurance Company	4.00%
38628	Progressive Northern Insurance Company	12.00%	37605	Progressive Marathon Insurance Company	6.00%
37834	Progressive Preferred Insurance Company	6.00%	44695	Progressive Paloverde Insurance Company	0.50%
42412	Progressive Gulf Insurance Company	2.00%	11851	Progressive Advanced Insurance Company	4.00%
42919	Progressive Northwestern Insurance Company	12.00%	44288	Progressive Choice Insurance Company	0.50%
42994	Progressive Classic Insurance Company	3.00%			
17350	Progressive Bayside Insurance Company	0.50%			
35190	Progressive Mountain Insurance Company	1.00%			
10187	Progressive Michigan Insurance Company	4.00%			
12302	Progressive Freedom Insurance Company	0.50%			
10872	American Strategic Insurance Corp	76.50%			
11059	ASI Lloyds	17.00%			
11072	ASI Home Insurance Corp	2.00%			
14042	ASI Select Insurance Corp	2.00%			
13038	Progressive Property Insurance Company	2.00%			
12196	ASI Assurance Corp	0.50%			

Detailed Explanation

For the above listed companies, see Annual Statement Footnote 26 for further information.