



# ANNUAL STATEMENT

For the Year Ended December 31, 2019  
of the Condition and Affairs of the

## PROGRESSIVE MAX INSURANCE COMPANY

NAIC Group Code.....155	NAIC Company Code..... 24279	Employer's ID Number..... 34-0472535
(Current Period) (Prior Period)		
Organized under the Laws of OH	State of Domicile or Port of Entry OH	Country of Domicile US
Incorporated/Organized..... March 12, 1937	Commenced Business..... May 10, 1937	
Statutory Home Office	6300 WILSON MILLS ROAD, W33 .. CLEVELAND .. OH .. 44143-2182 (Street and Number) (City or Town, State, Country and Zip Code)	
Main Administrative Office	6300 WILSON MILLS ROAD, W33 .. CLEVELAND .. OH .. 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 .. 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 .. 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 SANJAY MAHESH VYAS DANIEL JOSEPH WITALEC	Title PRESIDENT TREASURER	Name MICHAEL ROBERT UTH	Title SECRETARY
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### OTHER

PATRICK KEVIN CALLAHAN CARL GORDON JOYCE # SANDRA LEE RIHALSKY #	(VICE PRESIDENT) (VICE PRESIDENT) (ASST. TREASURER)	MICHAEL VINCENT ESPOSITO KAREN ANN KOSUDA	(VICE PRESIDENT) (ASST. SECRETARY)
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### DIRECTORS OR TRUSTEES

PATRICK KEVIN CALLAHAN SCOTT WESLEY ZIEGLER	MICHAEL VINCENT ESPOSITO	SANJAY MAHESH VYAS	DANIEL JOSEPH WITALEC
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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) SANJAY MAHESH VYAS	(Signature) KAREN ANN KOSUDA	(Signature) SANDRA LEE RIHALSKY #
1. (Printed Name) PRESIDENT	2. (Printed Name) ASSISTANT SECRETARY	3. (Printed Name) ASSISTANT TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me  
This 18TH day of FEBRUARY, 2020

a. Is this an original filing?	Yes [ X ] No [ ]
b. If no	1. State the amendment number
	2. Date filed
	3. Number of pages attached

**PROGRESSIVE MAX INSURANCE COMPANY**  
**ASSETS**

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D).....	665,395,456		665,395,456	580,988,264
2. Stocks (Schedule D):				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....			0	
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....0, Schedule E-Part 1), cash equivalents (\$.....0, Schedule E-Part 2) and short-term investments (\$.....0, Schedule DA).....			0	
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives (Schedule DB).....			0	
8. Other invested assets (Schedule BA).....			0	
9. Receivables for securities.....			0	4,237,127
10. Securities lending reinvested collateral assets (Schedule DL).....			0	
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	665,395,456	0	665,395,456	585,225,391
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	3,838,430		3,838,430	3,994,087
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	20,513,681	3,905,850	16,607,831	13,628,432
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	50,264,284		50,264,284	47,721,450
15.3 Accrued retrospective premiums (\$.....0) and contracts subject to redetermination (\$.....0).....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	1,605,757		1,605,757	1,260,083
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.....	12,505,110	3,994	12,501,116	10,829,469
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.....	24,721,108		24,721,108	18,216,649
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other-than-invested assets.....	3,740,515	3,371,999	368,516	189,502
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	782,584,341	7,281,843	775,302,498	681,065,063
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. TOTAL (Lines 26 and 27).....	782,584,341	7,281,843	775,302,498	681,065,063

**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 through 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. STATE TAX CREDITS.....	287,000		287,000	112,000
2502. STATE UNEARNED SURCHARGE RECOVERABLE.....	81,516		81,516	77,502
2503. MISCELLANEOUS OTHER ASSETS.....	3,315,536	3,315,536	0	
2598. Summary of remaining write-ins for Line 25 from overflow page.....	56,463	56,463	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above).....	3,740,515	3,371,999	368,516	189,502

**PROGRESSIVE MAX INSURANCE COMPANY**  
**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Year	2 Prior Year
1. Losses (Part 2A, Line 35, Column 8).....	229,494,888	201,989,962
2. Reinsurance payable on paid losses and loss adjustment expenses (Schedule F, Part 1, Column 6).....	2,050,815	3,076,056
3. Loss adjustment expenses (Part 2A, Line 35, Column 9).....	56,807,640	48,875,348
4. Commissions payable, contingent commissions and other similar charges.....	205,096	121,514
5. Other expenses (excluding taxes, licenses and fees).....	265,546	805,133
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	7,624,082	6,302,407
7.1 Current federal and foreign income taxes (including \$... 461,099 on realized capital gains (losses)).....	3,855,472	3,176,288
7.2 Net deferred tax liability.....		
8. Borrowed money \$.....0 and interest thereon \$.....0.....		
9. Unearned premiums (Part 1A, Line 38, Column 5) (after deducting unearned premiums for ceded reinsurance of \$....77,168,704 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).....	207,867,839	185,434,761
10. Advance premium.....	751,311	811,105
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....		
13. Funds held by company under reinsurance treaties (Schedule F, Part 3, Column 20).....		
14. Amounts withheld or retained by company for account of others.....		
15. Remittances and items not allocated.....		
16. Provision for reinsurance (including \$.....0 certified) (Schedule F, Part 3, Column 78).....		
17. Net adjustments in assets and liabilities due to foreign exchange rates.....		
18. Drafts outstanding.....	8,998,796	8,261,863
19. Payable to parent, subsidiaries and affiliates.....		
20. Derivatives.....		
21. Payable for securities.....		4,237,949
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.....	704,760	537,271
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	518,626,245	463,629,657
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	518,626,245	463,629,657
29. Aggregate write-ins for special surplus funds.....	0	0
30. Common capital stock.....	3,604,824	3,604,824
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.....	42,166,521	42,166,521
35. Unassigned funds (surplus).....	210,904,908	171,664,061
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) (Page 4, Line 39).....	256,676,253	217,435,406
38. TOTAL (Page 2, Line 28, Col. 3).....	775,302,498	681,065,063

**DETAILS OF WRITE-INS**

2501. MISCELLANEOUS OTHER LIABILITIES.....	547,627	449,017
2502. STATE PLAN LIABILITY.....	136,905	68,043
2503. ESCHEATABLE PROPERTY.....	20,228	20,211
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above).....	704,760	537,271
2901. ....		
2902. ....		
2903. ....		
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0
2999. Totals (Lines 2901 through 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 through 3203 plus 3298) (Line 32 above).....	0	0

**PROGRESSIVE MAX INSURANCE COMPANY**  
**STATEMENT OF INCOME**

	1 Current Year	2 Prior Year
<b>UNDERWRITING INCOME</b>		
1. Premiums earned (Part 1, Line 35, Column 4).....	772,751,426	660,519,022
DEDUCTIONS:		
2. Losses incurred (Part 2, Line 35, Column 7).....	470,452,628	404,834,815
3. Loss adjustment expenses incurred (Part 3, Line 25, Column 1).....	79,002,776	70,522,778
4. Other underwriting expenses incurred (Part 3, Line 25, Column 2).....	160,301,965	132,006,362
5. Aggregate write-ins for underwriting deductions.....	0	(423,374)
6. Total underwriting deductions (Lines 2 through 5).....	709,757,369	606,940,581
7. Net income of protected cells.....		
8. Net underwriting gain (loss) (Line 1 minus Line 6 plus Line 7).....	62,994,057	53,578,441
<b>INVESTMENT INCOME</b>		
9. Net investment income earned (Exhibit of Net Investment Income, Line 17).....	17,600,755	13,837,384
10. Net realized capital gains (losses) less capital gains tax of \$....1,045,509 (Exhibit of Capital Gains (Losses)).....	3,933,107	(1,424,472)
11. Net investment gain (loss) (Lines 9 + 10).....	21,533,862	12,412,912
<b>OTHER INCOME</b>		
12. Net gain (loss) from agents' or premium balances charged off (amount recovered \$....660,011 amount charged off \$....7,756,761).....	(7,096,750)	(5,995,872)
13. Finance and service charges not included in premiums.....	5,961,178	5,565,371
14. Aggregate write-ins for miscellaneous income.....	980,059	743,728
15. Total other income (Lines 12 through 14).....	(155,513)	313,227
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	84,372,406	66,304,580
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).....	84,372,406	66,304,580
19. Federal and foreign income taxes incurred.....	18,293,733	15,828,580
20. Net income (Line 18 minus Line 19) (to Line 22).....	66,078,673	50,476,000
<b>CAPITAL AND SURPLUS ACCOUNT</b>		
21. Surplus as regards policyholders, December 31 prior year (Page 4, Line 39, Column 2).....	217,435,406	178,207,560
22. Net income (from Line 20).....	66,078,673	50,476,000
23. Net transfers (to) from Protected Cell accounts.....		
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....75,950.....	285,719	(272,489)
25. Change in net unrealized foreign exchange capital gain (loss).....		
26. Change in net deferred income tax.....	1,751,591	2,314,129
27. Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 28, Column 3).....	(1,275,136)	(2,789,794)
28. Change in provision for reinsurance (Page 3, Line 16, Column 2 minus Column 1).....		
29. Change in surplus notes.....		
30. Surplus (contributed to) withdrawn from Protected Cells.....		
31. Cumulative effect of changes in accounting principles.....		
32. Capital changes:		
32.1 Paid in.....		
32.2 Transferred from surplus (Stock Dividend).....		
32.3 Transferred to surplus.....		
33. Surplus adjustments:		
33.1 Paid in.....		
33.2 Transferred to capital (Stock Dividend).....		
33.3. Transferred from capital.....		
34. Net remittances from or (to) Home Office.....		
35. Dividends to stockholders.....	(27,600,000)	(10,500,000)
36. Change in treasury stock (Page 3, Lines 36.1 and 36.2, Column 2 minus Column 1).....		
37. Aggregate write-ins for gains and losses in surplus.....	0	0
38. Change in surplus as regards policyholders for the year (Lines 22 through 37).....	39,240,847	39,227,846
39. Surplus as regards policyholders, December 31 current year (Line 21 plus Line 38) (Page 3, Line 37).....	256,676,253	217,435,406
<b>DETAILS OF WRITE-INS</b>		
0501. LOSS (GAIN) ON COMMUTATION.....		(423,374)
0502.....		
0503.....		
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above).....	0	(423,374)
1401. MISCELLANEOUS OTHER INCOME (EXPENSE).....	518,196	364,830
1402. INTEREST INCOME ON INTERCOMPANY BALANCES.....	461,863	378,898
1403.....		
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above).....	980,059	743,728
3701.....		
3702.....		
3703.....		
3798. Summary of remaining write-ins for Line 37 from overflow page.....	0	0
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above).....	0	0

**PROGRESSIVE MAX INSURANCE COMPANY**  
**CASH FLOW**

	1 Current Year	2 Prior Year
<b>CASH FROM OPERATIONS</b>		
1. Premiums collected net of reinsurance.....	789,362,663	678,818,777
2. Net investment income.....	20,150,859	15,379,437
3. Miscellaneous income.....	(8,098)	519,311
4. Total (Lines 1 through 3).....	809,505,424	694,717,525
5. Benefit and loss related payments.....	444,318,617	377,351,750
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	.....	.....
7. Commissions, expenses paid and aggregate write-ins for deductions.....	230,507,284	192,338,819
8. Dividends paid to policyholders.....	.....	.....
9. Federal and foreign income taxes paid (recovered) net of \$....389,447 tax on capital gains (losses).....	18,660,058	16,678,561
10. Total (Lines 5 through 9).....	693,485,959	586,369,130
11. Net cash from operations (Line 4 minus Line 10).....	116,019,465	108,348,395
<b>CASH FROM INVESTMENTS</b>		
12. Proceeds from investments sold, matured or repaid:	.....	.....
12.1 Bonds.....	386,722,467	278,994,615
12.2 Stocks.....	.....	.....
12.3 Mortgage loans.....	.....	.....
12.4 Real estate.....	.....	.....
12.5 Other invested assets.....	.....	.....
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	562	(3,930)
12.7 Miscellaneous proceeds.....	4,237,127	4,178,558
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	390,960,156	283,169,243
13. Cost of investments acquired (long-term only):	.....	.....
13.1 Bonds.....	468,183,878	374,792,062
13.2 Stocks.....	.....	.....
13.3 Mortgage loans.....	.....	.....
13.4 Real estate.....	.....	.....
13.5 Other invested assets.....	.....	.....
13.6 Miscellaneous applications.....	4,237,949	4,019,694
13.7 Total investments acquired (Lines 13.1 to 13.6).....	472,421,827	378,811,756
14. Net increase (decrease) in contract loans and premium notes.....	.....	.....
15. Net cash from investments (Line 12.8 minus Lines 13.7 minus Line 14).....	(81,461,671)	(95,642,513)
<b>CASH FROM FINANCING AND MISCELLANEOUS SOURCES</b>		
16. Cash provided (applied):	.....	.....
16.1 Surplus notes, capital notes.....	.....	.....
16.2 Capital and paid in surplus, less treasury stock.....	.....	.....
16.3 Borrowed funds.....	.....	.....
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	.....	.....
16.5 Dividends to stockholders.....	27,600,000	10,500,000
16.6 Other cash provided (applied).....	(6,957,794)	(4,410,972)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(34,557,794)	(14,910,972)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17).....	0	(2,205,090)
19. Cash, cash equivalents and short-term investments:	.....	.....
19.1 Beginning of year.....	(0)	2,205,090
19.2 End of year (Line 18 plus Line 19.1).....	(0)	(0)

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

20.0001 .....	.....	.....
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**PROGRESSIVE MAX INSURANCE COMPANY**  
**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 1 - PREMIUMS EARNED**

Line of Business	1 Net Premiums Written per Column 6, Part 1B	2 Unearned Premiums December 31 Prior Year- per Col. 3, Last Year's Part 1	3 Unearned Premiums December 31 Current Year- per Col. 5, Part 1A	4 Premiums Earned During Year (Cols. 1 + 2 - 3)
1. Fire.....	0		0	0
2. Allied lines.....	0		0	0
3. Farmowners multiple peril.....	0		0	0
4. Homeowners multiple peril.....	0		0	0
5. Commercial multiple peril.....	0		0	0
6. Mortgage guaranty.....	0		0	0
8. Ocean marine.....	0		0	0
9. Inland marine.....	6,673,451	2,797,831	3,067,280	6,404,002
10. Financial guaranty.....	0		0	0
11.1 Medical professional liability - occurrence.....	0		0	0
11.2 Medical professional liability - claims-made.....	0		0	0
12. Earthquake.....	0		0	0
13. Group accident and health.....	0		0	0
14. Credit accident and health (group and individual).....	0		0	0
15. Other accident and health.....	0		0	0
16. Workers' compensation.....	0		0	0
17.1 Other liability - occurrence.....	2,148,515	912,530	1,001,163	2,059,881
17.2 Other liability - claims-made.....	300	28	23	305
17.3 Excess workers' compensation.....	0		0	0
18.1 Products liability - occurrence.....	0		0	0
18.2 Products liability - claims-made.....	0		0	0
19.1, 19.2 Private passenger auto liability.....	511,352,808	116,580,424	130,694,976	497,238,257
19.3, 19.4 Commercial auto liability.....	3,272,937	1,117,013	1,077,940	3,312,010
21. Auto physical damage.....	271,736,494	64,026,935	72,026,457	263,736,971
22. Aircraft (all perils).....	0		0	0
23. Fidelity.....	0		0	0
24. Surety.....	0		0	0
26. Burglary and theft.....	0		0	0
27. Boiler and machinery.....	0		0	0
28. Credit.....	0		0	0
29. International.....	0		0	0
30. Warranty.....	0		0	0
31. Reinsurance - nonproportional assumed property.....	0		0	0
32. Reinsurance - nonproportional assumed liability.....	0		0	0
33. Reinsurance - nonproportional assumed financial lines.....	0		0	0
34. Aggregate write-ins for other lines of business.....	0	0	0	0
35. TOTALS.....	795,184,505	185,434,761	207,867,839	772,751,426

**DETAILS OF WRITE-INS**

3401. ....	0		0	0
3402. ....	0		0	0
3403. ....	0		0	0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above).....	0	0	0	0

**PROGRESSIVE MAX INSURANCE COMPANY**  
**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 1A - RECAPITULATION OF ALL PREMIUMS**

Line of Business	1 Amount Unearned (Running One Year or Less from Date of Policy) (a)	2 Amount Unearned (Running More Than One Year from Date of Policy) (a)	3 Earned But Unbilled Premium	4 Reserve for Rate Credits and Retrospective Adjustments Based on Experience	5 Total Reserve for Unearned Premiums Cols. 1 + 2 + 3 + 4
1. Fire.....					0
2. Allied lines.....					0
3. Farmowners multiple peril.....					0
4. Homeowners multiple peril.....					0
5. Commercial multiple peril.....					0
6. Mortgage guaranty.....					0
8. Ocean marine.....					0
9. Inland marine.....	3,067,280				3,067,280
10. Financial guaranty.....					0
11.1 Medical professional liability - occurrence.....					0
11.2 Medical professional liability - claims-made.....					0
12. Earthquake.....					0
13. Group accident and health.....					0
14. Credit accident and health (group and individual).....					0
15. Other accident and health.....					0
16. Workers' compensation.....					0
17.1 Other liability - occurrence.....	1,001,163				1,001,163
17.2 Other liability - claims-made.....	23				23
17.3 Excess workers' compensation.....					0
18.1 Products liability - occurrence.....					0
18.2 Products liability - claims-made.....					0
19.1, 19.2 Private passenger auto liability.....	130,694,976				130,694,976
19.3, 19.4 Commercial auto liability.....	1,077,940				1,077,940
21. Auto physical damage.....	72,026,457				72,026,457
22. Aircraft (all perils).....					0
23. Fidelity.....					0
24. Surety.....					0
26. Burglary and theft.....					0
27. Boiler and machinery.....					0
28. Credit.....					0
29. International.....					0
30. Warranty.....					0
31. Reinsurance - nonproportional assumed property.....					0
32. Reinsurance - nonproportional assumed liability.....					0
33. Reinsurance - nonproportional assumed financial lines.....					0
34. Aggregate write-ins for other lines of business.....	0	0	0	0	0
35. TOTALS.....	207,867,839	0	0	0	207,867,839
36. Accrued retrospective premiums based on experience.....					
37. Earned but unbilled premiums.....					0
38. Balance (sum of Lines 35 through 37).....					207,867,839

**DETAILS OF WRITE-INS**

3401. ....					0
3402. ....					0
3403. ....					0
3498. Summary of remaining write-ins for Line 34 from overflow page	0	0	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above).....	0	0	0	0	0

(a) State here basis of computation used in each case: Pro Rata

**PROGRESSIVE MAX INSURANCE COMPANY**  
**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 1B - PREMIUMS WRITTEN**

Line of Business	1 Direct Business (a)	Reinsurance Assumed		Reinsurance Ceded		6 Net Premiums Written (Cols. 1 + 2 + 3 - 4 - 5)
		2 From Affiliates	3 From Non-Affiliates	4 To Affiliates	5 To Non-Affiliates	
1. Fire.....						0
2. Allied lines.....						0
3. Farmowners multiple peril.....						0
4. Homeowners multiple peril.....						0
5. Commercial multiple peril.....						0
6. Mortgage guaranty.....						0
8. Ocean marine.....						0
9. Inland marine.....	2,728,025	6,673,451		2,728,025		6,673,451
10. Financial guaranty.....						0
11.1 Medical professional liability - occurrence.....						0
11.2 Medical professional liability - claims-made.....						0
12. Earthquake.....						0
13. Group accident and health.....						0
14. Credit accident and health (group and individual).....						0
15. Other accident and health.....						0
16. Workers' compensation.....						0
17.1 Other liability - occurrence.....	824,635	2,148,515		824,635		2,148,515
17.2 Other liability - claims-made.....		300				300
17.3 Excess workers' compensation.....						0
18.1 Products liability - occurrence.....						0
18.2 Products liability - claims-made.....						0
19.1, 19.2 Private passenger auto liability.....	211,268,866	511,352,808		211,268,866		511,352,808
19.3, 19.4 Commercial auto liability.....		3,272,937				3,272,937
21. Auto physical damage.....	85,544,924	271,736,494		85,544,924		271,736,494
22. Aircraft (all perils).....						0
23. Fidelity.....						0
24. Surety.....						0
26. Burglary and theft.....						0
27. Boiler and machinery.....						0
28. Credit.....						0
29. International.....						0
30. Warranty.....						0
31. Reinsurance - nonproportional assumed property.....	XXX					0
32. Reinsurance - nonproportional assumed liability.....	XXX					0
33. Reinsurance - nonproportional assumed financial lines.....	XXX					0
34. Aggregate write-ins for other lines of business.....	0	0	0	0	0	0
35. TOTALS.....	300,366,450	795,184,505	0	300,366,450	0	795,184,505

**DETAILS OF WRITE-INS**

3401.....						0
3402.....						0
3403.....						0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0	0	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above).....	0	0	0	0	0	0

(a) Does the company's direct premiums written include premiums recorded on an installment basis? Yes [ ] No [X]

If yes: 1. The amount of such installment premiums \$.....0.

2. Amount at which such installment premiums would have been reported had they been recorded on an annualized basis \$.....0.

## UNDERWRITING AND INVESTMENT EXHIBIT

## PART 2 - LOSSES PAID AND INCURRED

Line of Business	Losses Paid Less Salvage				5 Net Losses Unpaid Current Year (Part 2A, Col. 8)	6 Net Losses Unpaid Prior Year	7 Losses Incurred Current Year (Cols. 4 + 5 - 6)	8 Percentage of Losses Incurred (Col. 7, Part 2) to Premiums Earned (Col. 4, Part 1)
	1 Direct Business	2 Reinsurance Assumed	3 Reinsurance Recovered	4 Net Payments (Cols. 1 + 2 - 3)				
1. Fire.....				0	0		0	0.0
2. Allied lines.....				0	0		0	0.0
3. Farmowners multiple peril.....				0	0		0	0.0
4. Homeowners multiple peril.....				0	0		0	0.0
5. Commercial multiple peril.....				0	0		0	0.0
6. Mortgage guaranty.....				0	0		0	0.0
8. Ocean marine.....				0	0		0	0.0
9. Inland marine.....	1,222,262	2,811,187	1,222,262	2,811,187	.275,746	.288,301	2,798,631	43.7
10. Financial guaranty.....				0	0		0	0.0
11.1 Medical professional liability - occurrence.....				0	0		0	0.0
11.2 Medical professional liability - claims-made.....				0	0		0	0.0
12. Earthquake.....				0	0		0	0.0
13. Group accident and health.....				0	0		0	0.0
14. Credit accident and health (group and individual).....				0	0		0	0.0
15. Other accident and health.....				0	0		0	0.0
16. Workers' compensation.....				0	0		0	0.0
17.1 Other liability - occurrence.....	338,926	.812,802	.338,926	.812,802	.790,730	.685,667	.917,866	44.6
17.2 Other liability - claims-made.....	6,000,000	360,000	.6,000,000	.360,000	13,062	.382,687	(9,625)	(3,156.5)
17.3 Excess workers' compensation.....				0	0		0	0.0
18.1 Products liability - occurrence.....				0	0		0	0.0
18.2 Products liability - claims-made.....				0	0		0	0.0
19.1, 19.2 Private passenger auto liability.....	106,927,328	.253,834,948	106,927,328	.253,834,948	.226,369,421	.197,809,800	.282,394,569	.56.8
19.3, 19.4 Commercial auto liability.....		1,936,059		1,936,059	3,432,306	.2,928,376	.2,439,988	.73.7
21. Auto physical damage.....	60,857,049	183,192,706	60,857,049	183,192,706	(1,386,377)	(104,870)	181,911,198	.69.0
22. Aircraft (all perils).....				0	0		0	0.0
23. Fidelity.....				0	0		0	0.0
24. Surety.....				0	0		0	0.0
26. Burglary and theft.....				0	0		0	0.0
27. Boiler and machinery.....				0	0		0	0.0
28. Credit.....				0	0		0	0.0
29. International.....				0	0		0	0.0
30. Warranty.....				0	0		0	0.0
31. Reinsurance - nonproportional assumed property.....	XXX.			0	0		0	0.0
32. Reinsurance - nonproportional assumed liability.....	XXX.	.35,484	.35,483	.1	0		1	0.0
33. Reinsurance - nonproportional assumed financial lines.....	XXX.			0	0		0	0.0
34. Aggregate write-ins for other lines of business.....	0	0	0	0	0	0	0	0.0
35. TOTALS.....	175,345,565	.442,983,185	.175,381,047	.442,947,703	.229,494,888	.201,989,962	.470,452,628	.60.9
DETAILS OF WRITE-INS								
3401. ....				0	0		0	0.0
3402. ....				0	0		0	0.0
3403. ....				0	0		0	0.0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0	0	0	0	0	0	XXX.
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above).....	0	0	0	0	0	0	0	0.0

## UNDERWRITING AND INVESTMENT EXHIBIT

## PART 2A - UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

Line of Business	Reported Losses				Incurred But Not Reported			8	9
	1	2	3	4	5	6	7		
	Direct	Reinsurance Assumed	Deduct Reinsurance Recoverable	Net Losses Excluding Incurred but not Reported (Cols. 1 + 2 - 3)	Direct	Reinsurance Assumed	Reinsurance Ceded	Net Losses Unpaid (Cols. 4 + 5 + 6 - 7)	Net Unpaid Loss Adjustment Expenses
1. Fire.....				0				0	0
2. Allied lines.....				0				0	0
3. Farmowners multiple peril.....				0				0	0
4. Homeowners multiple peril.....				0				0	0
5. Commercial multiple peril.....				0				0	0
6. Mortgage guaranty.....				0				0	0
8. Ocean marine.....				0				0	0
9. Inland marine.....	111,035	164,782	111,035	164,782	48,979	110,964	48,979	275,746	71,669
10. Financial guaranty.....				0				0	0
11.1 Medical professional liability - occurrence.....				0				0	0
11.2 Medical professional liability - claims-made.....				0				0	0
12. Earthquake.....				0				0	0
13. Group accident and health.....				0				(a).	0
14. Credit accident and health (group and individual).....				0				0	0
15. Other accident and health.....				0				(a).	0
16. Workers' compensation.....				0				0	0
17.1 Other liability - occurrence.....	431,899	583,865	431,899	583,865	68,799	206,865	68,799	790,730	130,069
17.2 Other liability - claims-made.....				0	21,130	13,062	21,130	13,062	.298
17.3 Excess workers' compensation.....				0				0	0
18.1 Products liability - occurrence.....				0				0	0
18.2 Products liability - claims-made.....				0				0	0
19.1, 19.2 Private passenger auto liability.....	74,362,857	173,420,335	74,362,857	173,420,335	22,033,815	52,949,086	22,033,815	226,369,421	53,188,944
19.3, 19.4 Commercial auto liability.....		3,006,117		3,006,117		426,189		3,432,306	410,727
21. Auto physical damage.....	3,593,357	11,595,974	3,593,357	11,595,974	(4,849,867)	(12,982,351)	(4,849,867)	(1,386,377)	3,005,934
22. Aircraft (all perils).....				0				0	0
23. Fidelity.....				0				0	0
24. Surety.....				0				0	0
26. Burglary and theft.....				0				0	0
27. Boiler and machinery.....				0				0	0
28. Credit.....				0				0	0
29. International.....				0				0	0
30. Warranty.....				0				0	0
31. Reinsurance - nonproportional assumed property.....	XXX			0	XXX			0	0
32. Reinsurance - nonproportional assumed liability.....	XXX	57,415		57,415	XXX	197,352	254,767	0	0
33. Reinsurance - nonproportional assumed financial lines.....	XXX			0	XXX			0	0
34. Aggregate write-ins for other lines of business.....	0	0	0	0	0	0	0	0	0
35. TOTALS.....	78,499,149	188,828,488	78,499,149	188,828,488	17,322,856	40,921,166	17,577,623	229,494,888	56,807,641

## DETAILS OF WRITE-INS

3401. ....					0				0
3402. ....					0				0
3403. ....					0				0
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0	0	0	0	0	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above).....	0	0	0	0	0	0	0	0	0

(a) Including \$.....0 for present value of life indemnity claims.

**PROGRESSIVE MAX INSURANCE COMPANY**  
**UNDERWRITING AND INVESTMENT EXHIBIT**

**PART 3 - EXPENSES**

	1	2 Other Underwriting Expenses	3 Investment Expenses	4
	Loss Adjustment Expenses			Total
1. Claim adjustment services:				
1.1 Direct.....	7,286,317			7,286,317
1.2 Reinsurance assumed.....	12,122,686			12,122,686
1.3 Reinsurance ceded.....	7,286,317			7,286,317
1.4 Net claim adjustment services (1.1 + 1.2 - 1.3).....	12,122,686	0	0	12,122,686
2. Commission and brokerage:				
2.1 Direct, excluding contingent.....		643,844		643,844
2.2 Reinsurance assumed, excluding contingent.....		569,968		569,968
2.3 Reinsurance ceded, excluding contingent.....		643,844		643,844
2.4 Contingent - direct.....		106,052		106,052
2.5 Contingent - reinsurance assumed.....		235,538		235,538
2.6 Contingent - reinsurance ceded.....		106,052		106,052
2.7 Policy and membership fees.....				0
2.8 Net commission and brokerage (2.1 + 2.2 - 2.3 + 2.4 + 2.5 - 2.6 + 2.7).....	0	805,506	0	805,506
3. Allowances to manager and agents.....				0
4. Advertising.....	1,787	76,793,259		76,795,046
5. Boards, bureaus and associations.....	171,286	245,191	14,486	430,962
6. Surveys and underwriting reports.....		5,572,937		5,572,937
7. Audit of assureds' records.....				0
8. Salary and related items:				
8.1 Salaries.....	45,688,963	35,242,406	274,699	81,206,068
8.2 Payroll taxes.....	3,222,843	2,433,742	9,090	5,665,676
9. Employee relations and welfare.....	7,343,640	4,940,082	10,615	12,294,337
10. Insurance.....	167,902	67,211		235,114
11. Directors' fees.....				0
12. Travel and travel items.....	1,743,876	671,261	2,518	2,417,656
13. Rent and rent items.....	1,890,517	2,432,808	5,287	4,328,613
14. Equipment.....	198,254	798,555		996,809
15. Cost or depreciation of EDP equipment and software.....	3,843,685	7,473,905	688	11,318,278
16. Printing and stationery.....	172,602	377,292	444	550,339
17. Postage, telephone and telegraph, exchange and express.....	1,869,909	5,399,458	1,871	7,271,237
18. Legal and auditing.....	295,494	820,032	19,018	1,134,544
19. Totals (Lines 3 to 18).....	66,610,758	143,268,141	338,716	210,217,615
20. Taxes, licenses and fees:				
20.1 State and local insurance taxes deducting guaranty association credits of \$....6,083.....		11,574,456		11,574,456
20.2 Insurance department licenses and fees.....	161,582	777,432		939,014
20.3 Gross guaranty association assessments.....		(15,597)		(15,597)
20.4 All other (excluding federal and foreign income and real estate).....	9,602	3,372,779		3,382,380
20.5 Total taxes, licenses and fees (20.1 + 20.2 + 20.3 + 20.4).....	171,184	15,709,068	0	15,880,252
21. Real estate expenses.....				0
22. Real estate taxes.....				0
23. Reimbursements by uninsured plans.....				0
24. Aggregate write-ins for miscellaneous expenses.....	98,148	519,250	49,387	666,784
25. Total expenses incurred.....	79,002,776	160,301,965	388,102	(a) 239,692,843
26. Less unpaid expenses - current year.....	56,807,641	8,090,148	4,576	64,902,365
27. Add unpaid expenses - prior year.....	48,875,348	7,224,982	4,072	56,104,402
28. Amounts receivable relating to uninsured plans, prior year.....				0
29. Amounts receivable relating to uninsured plans, current year.....				0
30. TOTAL EXPENSES PAID (Lines 25 - 26 + 27 - 28 + 29).....	71,070,483	159,436,799	387,598	230,894,880

**DETAILS OF WRITE-INS**

2401. MISCELLANEOUS EXPENSES.....	98,148	519,250	49,387	666,784
2402. ....				0
2403. ....				0
2498. Summary of remaining write-ins for Line 24 from overflow page.....	0	0	0	0
2499. Totals (Lines 2401 through 2403 plus 2498) (Line 24 above).....	98,148	519,250	49,387	666,784

(a) Includes management fees of \$....210,884,398 to affiliates and \$.....0 to non-affiliates.

**PROGRESSIVE MAX INSURANCE COMPANY**  
**EXHIBIT OF NET INVESTMENT INCOME**

	1 Collected During Year	2 Earned During Year
1. U.S. government bonds.....	(a).....6,243,144	.....6,735,514
1.1 Bonds exempt from U.S. tax.....	(a).....638,850	.....529,570
1.2 Other bonds (unaffiliated).....	(a).....11,223,382	.....10,684,635
1.3 Bonds of affiliates.....	(a).....	.....
2.1 Preferred stocks (unaffiliated).....	(b).....	.....
2.11 Preferred stocks of affiliates.....	(b).....	.....
2.2 Common stocks (unaffiliated).....	.....	.....
2.21 Common stocks of affiliates.....	.....	.....
3. Mortgage loans.....	(c).....	.....
4. Real estate.....	(d).....	.....
5. Contract loans.....	.....	.....
6. Cash, cash equivalents and short-term investments.....	(e).....39,138	.....39,138
7. Derivative instruments.....	(f).....	.....
8. Other invested assets.....	.....	.....
9. Aggregate write-ins for investment income.....	0	0
10. Total gross investment income.....	18,144,514	17,988,857
11. Investment expenses.....	(g).....388,102	.....
12. Investment taxes, licenses and fees, excluding federal income taxes.....	(g).....	.....
13. Interest expense.....	(h).....	.....
14. Depreciation on real estate and other invested assets.....	(i).....0	0
15. Aggregate write-ins for deductions from investment income.....	.....	0
16. Total deductions (Lines 11 through 15).....	.....	388,102
17. Net investment income (Line 10 minus Line 16).....	.....	17,600,755

**DETAILS OF WRITE-INS**

0901.....	.....	.....
0902.....	.....	.....
0903.....	.....	.....
0998. Summary of remaining write-ins for Line 9 from overflow page.....	0	0
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 9 above).....	0	0
1501.....	.....	.....
1502.....	.....	.....
1503.....	.....	.....
1598. Summary of remaining write-ins for Line 15 from overflow page.....	0	0
1599. Totals (Lines 1501 through 1503 plus 1598) (Line 15 above).....	0	0

- (a) Includes \$....747,668 accrual of discount less \$....3,141,610 amortization of premium and less \$....468,206 paid for accrued interest on purchases.
- (b) Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued dividends on purchases.
- (c) Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (d) Includes \$.....0 for company's occupancy of its own buildings; and excludes \$.....0 interest on encumbrances.
- (e) Includes \$....39,140 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (f) Includes \$.....0 accrual of discount less \$.....0 amortization of premium.
- (g) Includes \$.....0 investment expenses and \$.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$.....0 interest on surplus notes and \$.....0 interest on capital notes.
- (i) Includes \$.....0 depreciation on real estate and \$.....0 depreciation on other invested assets.

**EXHIBIT OF CAPITAL GAINS (LOSSES)**

	1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. government bonds.....	1,378,644	.....	1,378,644	.....	.....
1.1 Bonds exempt from U.S. tax.....	203,267	.....	203,267	.....	.....
1.2 Other bonds (unaffiliated).....	3,396,143	.....	3,396,143	.....	361,669
1.3 Bonds of affiliates.....	.....	.....	0	.....	.....
2.1 Preferred stocks (unaffiliated).....	.....	.....	0	.....	.....
2.11 Preferred stocks of affiliates.....	.....	.....	0	.....	.....
2.2 Common stocks (unaffiliated).....	.....	.....	0	.....	.....
2.21 Common stocks of affiliates.....	.....	.....	0	.....	.....
3. Mortgage loans.....	.....	.....	0	.....	.....
4. Real estate.....	.....	.....	0	.....	.....
5. Contract loans.....	.....	.....	0	.....	.....
6. Cash, cash equivalents and short-term investments.....	562	.....	562	.....	.....
7. Derivative instruments.....	.....	.....	0	.....	.....
8. Other invested assets.....	.....	.....	0	.....	.....
9. Aggregate write-ins for capital gains (losses).....	0	0	0	0	0
10. Total capital gains (losses).....	4,978,616	0	4,978,616	.....	361,669

**DETAILS OF WRITE-INS**

0901.....	.....	.....	0	.....	.....
0902.....	.....	.....	0	.....	.....
0903.....	.....	.....	0	.....	.....
0998. Summary of remaining write-ins for Line 9 from overflow page.....	0	0	0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998) (Line 9 above).....	0	0	0	0	0

**PROGRESSIVE MAX INSURANCE COMPANY**  
**EXHIBIT OF NONADMITTED ASSETS**

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....			0
2. Stocks (Schedule D):			0
2.1 Preferred stocks.....			0
2.2 Common stocks.....			0
3. Mortgage loans on real estate (Schedule B):			0
3.1 First liens.....			0
3.2 Other than first liens.....			0
4. Real estate (Schedule A):			0
4.1 Properties occupied by the company.....			0
4.2 Properties held for the production of income.....			0
4.3 Properties held for sale.....			0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA).....			0
6. Contract loans.....			0
7. Derivatives (Schedule DB).....			0
8. Other invested assets (Schedule BA).....			0
9. Receivables for securities.....			0
10. Securities lending reinvested collateral assets (Schedule DL).....			0
11. Aggregate write-ins for invested assets.....	.0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	0	0	0
13. Title plants (for Title insurers only).....			0
14. Investment income due and accrued.....			0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection.....	3,905,850	3,813,451	(92,399)
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....			0
15.3 Accrued retrospective premiums and contracts subject to redetermination.....			0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers.....			0
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.....	3,994		(3,994)
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
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0
23. Receivables from parent, subsidiaries and affiliates.....			0
24. Health care and other amounts receivable.....			0
25. Aggregate write-ins for other-than-invested assets.....	3,371,999	2,193,257	(1,178,742)
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	7,281,843	6,006,708	(1,275,135)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0
28. TOTALS (Lines 26 and 27).....	7,281,843	6,006,708	(1,275,135)

**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
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above).....	0	0	0
2501. MISCELLANEOUS OTHER ASSETS.....	3,315,536	2,101,036	(1,214,500)
2502. PREPAID EXPENSES.....	56,463	92,221	35,758
2503.....			0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above).....	3,371,999	2,193,257	(1,178,742)

**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 Max 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
<b>NET INCOME</b>					
(1) PROGRESSIVE MAX INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 2)	XXX	XXX	XXX	\$ 66,078,673	\$ 50,476,000
(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	\$ 66,078,673	\$ 50,476,000
<b>SURPLUS</b>					
(5) PROGRESSIVE MAX INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	XXX	XXX	XXX	\$ 256,676,253	\$ 217,435,406
(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	\$ 256,676,253	\$ 217,435,406

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

The Company is required to make estimates and assumptions when preparing its financial statements and accompanying notes in conformity with NAIC SAP. Actual results may differ from those estimates. Material estimates that are susceptible to significant changes in the near term include the loss and loss adjustment expense ("LAE") reserves.

**C. Accounting Policy**

Insurance premiums written are being earned into income on a pro rata basis over the period of risk based on a daily earnings convention. Unearned premiums are established to cover the unexpired portion of premiums written. The Company offers a variety of payment plans to meet individual customer needs. Generally, insurance premiums are collected in advance of providing risk coverage, minimizing the Company's exposure to credit risk.

Acquisition costs, such as agents' commissions, premium taxes, and other policy initiation costs, are charged to operations as incurred. Advertising costs are expensed as incurred.

Certain assets designated as "nonadmitted assets", in accordance with Statement of Statutory Accounting Principles ("SSAP") No. 4, Assets and Nonadmitted Assets, are reported on page 13, Exhibit of Nonadmitted Assets. The change in nonadmitted assets is charged directly against surplus as regards policyholders on page 4, Statement of Income, capital and surplus section.

In addition, the Company uses the following accounting policies:

## Investments

- Cash and cash equivalents include bank accounts and certificates of deposit as well as short-term investments with original maturities of three months or less and securities acquired with remaining maturities of three months or less that are reported at amortized cost which approximates market value. Also includes money market mutual funds valued at fair value or net asset value (NAV) as a practical expedient.
- Short-term investments include securities acquired within one year of maturity, excluding those with maturities of three months or less (see cash and cash equivalents above) and are reported at amortized cost which approximates market value.
- Investment grade bond valuations are based on NAIC designations or NAIC Credit Rating Provider ("CRP") designations from the Acceptable Rating Organization ("ARO") list and are reported at amortized cost using the scientific method which closely approximates the effective interest method. Non-investment grade bond valuations are also based on NAIC designations or NAIC CRP-ARO designations and are reported at the lower of amortized cost or fair market value. Loan-backed and structured securities follow the guidance prescribed by SSAP No. 43R for the determination of the bond valuation and reporting designation. The difference between the original cost and redemption value of these securities is recognized over the lives of the respective issues and included in net investment gain.
- Common stocks, other than investments in stocks of subsidiaries and affiliates, are reported at fair market values based on active market closing quotations from a regulated exchange. Changes in the fair market values of these securities are reflected directly as unrealized gains or losses in statutory surplus, net of deferred income taxes.
- Non-redeemable preferred stocks are reported at fair market values. Changes in the fair market values of these securities are reflected directly as unrealized gains or losses in statutory surplus, net of deferred income taxes. Investment grade redeemable preferred stocks are reported at amortized cost, while non-investment grade redeemable preferred stocks are reported at the lower of amortized cost or fair market value. The difference between the original cost and redemption value of the redeemable preferred securities is recognized using the scientific method, which closely approximates the effective interest method, over the lives of the respective issues and included in net investment gain.
- The fair market values reported are derived from independent and observable market input evaluations provided by reputable pricing services, independent broker/dealer bid lists, independent broker/dealer quotations, independent broker/dealer pricing services, or active market closing quotations from a regulated exchange. In very rare cases, if none of the aforementioned primary sources are available, matrix pricing using the reporting entity's own market based assumptions may be utilized. The approved methods for computation of fair market value are prescribed in the Securities Valuation Office *Purposes and Procedures Manual*.
- The Company has no investments in mortgage loans.
- Loan-backed and structured securities are accounted for as prescribed by SSAP No. 43R. 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.
- The Company has no investments in joint ventures, partnerships, or limited liability companies.
- The Company has no investments in derivatives.

**NOTES TO FINANCIAL STATEMENTS**

- The Company may enter into repurchase agreements in which it borrows cash by providing certain underlying securities as collateral for the arrangement. The cash borrowed is invested in cash equivalents and an offsetting liability is established. The cash equivalent investment maturities and the term of the borrowing arrangement on the collateralized securities match, eliminating duration risk exposure to the Company. The Company did not have any open repurchase agreements at December 31, 2019 and December 31, 2018.
- Realized gains and losses on sales of securities are computed based on the first-in, first-out method.
- The Company's management routinely monitors individual securities in its investment portfolio for pricing changes that might indicate potential impairments and performs detailed reviews of securities with unrealized losses based on predetermined guidelines to determine whether a decline in the value of a security is other-than-temporary. A review for other-than-temporary impairment ("OTTI") requires making certain judgments regarding the materiality of the decline, its effect on the financial statements, the probability, extent, and timing of a valuation recovery, and the Company's ability and intent to hold the security. The scope of this review is broad and requires a forward-looking assessment of the fundamental characteristics of a security, as well as the market-related prospects of the issuer and its industry.

Management assesses valuation declines to determine the extent to which such changes are attributable to (i) fundamental factors specific to the issuer, such as financial conditions, business prospects or other factors, or (ii) market-related factors such as interest rates or equity market declines (i.e., negative returns at either a sector index level or the broader market level), or (iii) credit-related losses where the present value of cash flows expected to be collected are lower than the amortized cost basis of the security (includes only those securities covered under SSAP No. 43R). This evaluation reflects management's assessment of current conditions, as well as predictions of uncertain future events that may have a material effect on the financial statements related to security valuation.

When persuasive evidence exists that causes management to conclude that a decline in fair value is other-than-temporary, the book value of such security is written down and recognized as a realized loss. All other unrealized gains or losses are reflected in statutory surplus.

**Loss, Loss Adjustment Expense, and Premium Deficiency Reserves**

- Loss reserves represent the estimated liability on claims reported to the Company, plus reserves for losses incurred but not yet reported ("IBNR"). These estimates are reported net of amounts recoverable from salvage and subrogation. LAE reserves represent the estimated expenses required to settle reported claims and IBNR losses. Such loss and LAE reserves could be susceptible to significant change in the near term. The Company conducts extensive reviews each month on portions of its business to help ensure that the Company is meeting its objective of always having reserves that are adequate with minimal variation. Results would differ if different assumptions were made (see Notes 25 and 33).
- The Company does anticipate investment income when evaluating the need for premium deficiency reserves (see Note 30).

**Capitalization of Assets**

- Prepaid assets above a \$100,000 threshold are capitalized. Under certain circumstances, the Company may decide to establish a prepaid expense for amounts less than the threshold. Prepaid assets are nonadmitted. There have been no changes to the written policy or predefined capitalization threshold from the prior year.

**Pharmaceutical Rebate Receivables**

- The Company does not write medical insurance or prescription drug coverage.

**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 Correction of Errors**

Not Applicable

**Note 3 – Business Combinations and Goodwill**

Not Applicable

**Note 4 – Discontinued Operations**

Not Applicable

**Note 5 – Investments****A. Mortgage Loans, including Mezzanine Real Estate Loans**

Not Applicable

**B. Debt Restructuring**

Not Applicable

**C. Reverse Mortgages**

Not Applicable

**NOTES TO FINANCIAL STATEMENTS****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	\$ 68,815
	2. 12 Months or Longer	\$ 29,872
b. The aggregate related fair value of securities with unrealized losses:	1. Less than 12 Months	\$ 27,615,771
	2. 12 Months or Longer	\$ 10,276,103

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**

Not Applicable

**K. Low-Income Housing Tax Credits (LIHTC)**

Not Applicable

**NOTES TO FINANCIAL STATEMENTS****L. Restricted Assets****1. Restricted Assets (Including Pledged)**

Restricted Asset Category	Gross (Admitted & Nonadmitted) Restricted Current Year					6	7	8	9	Current Year Percentage	
	1 Total General Account (G/A)	2 G/A Supporting Protected Cell Account Activity (a)	3 Total Protected Cell Account Restricted Assets	4 Protected Cell Account Assets Supporting G/A Activity (b)	5 Total (1 plus 3)					10 Gross (Admitted & Nonadmitted)	11 Admitted Restricted to Total Admitted Assets (c)
a. Subject to contractual obligation for which liability is not shown	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
b. Collateral held under security lending arrangements										%	%
c. Subject to repurchase agreements										%	%
d. Subject to reverse repurchase agreements										%	%
e. Subject to dollar repurchase agreements										%	%
f. Subject to dollar reverse repurchase agreements										%	%
g. Placed under option contracts										%	%
h. Letter stock or securities restricted as to sale – excluding FHLB capital stock										%	%
i. FHLB capital stock										%	%
j. On deposit with states	7,237,440				7,237,440	7,257,888	(20,448)		7,237,440	0.9%	0.9%
k. On deposit with other regulatory bodies										%	%
l. Pledged as collateral to FHLB (including assets backing funding agreements)										%	%
m. Pledged as collateral not captured in other categories										%	%
n. Other restricted assets										%	%
o. Total Restricted Assets	\$ 7,237,440	\$	\$	\$	\$ 7,237,440	\$ 7,257,888	\$ (20,448)	\$	\$ 7,237,440	0.9%	0.9%

(a) Subset of column 1

(b) Subset of column 3

(c) Column 5 divided by Asset Page, Column 1, Line 28

(d) Column 9 divided by Asset Page, Column 3, Line 28

2. Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, are Reported in the Aggregate)

Not Applicable

3. Detail of Other Restricted Assets (Contracts that Share Similar Characteristics, such as Reinsurance and Derivatives, are Reported in the Aggregate)

Not Applicable

4. Collateral Received and Reflected as Assets Within the Reporting Entity's Financial Statements

Not Applicable

**M. Working Capital Finance Investments**

Not Applicable

**N. Offsetting and Netting of Assets and Liabilities**

Not Applicable

**O. 5GI Securities**

Not Applicable

**P. Short Sales**

Not Applicable

**Q. Prepayment Penalty and Acceleration Fees**

Not Applicable

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

Not Applicable

**Note 7 – Investment Income****A. Accrued Investment Income**

The Company nonadmits investment income due and accrued if the amounts are greater than 90 days past due.

**NOTES TO FINANCIAL STATEMENTS****B. Amounts Nonadmitted**

Not Applicable

**Note 8 – Derivative Instruments**

Not Applicable

**Note 9 – Income Taxes****A. Deferred Tax Assets/(Liabilities)****1. Components of Net Deferred Tax Asset/(Liability)**

	2019			2018			Change		
	1 Ordinary	2 Capital	3 (Col 1+2) Total	4 Ordinary	5 Capital	6 (Col 4+5) Total	7 (Col 1-4) Ordinary	8 (Col 2-5) Capital	9 (Col 7+8) Total
a. Gross deferred tax assets	\$ 13,670,623	\$ 3,994	\$ 13,674,617	\$ 12,138,787	\$ 79,680	\$ 12,218,467	\$ 1,531,836	\$ (75,686)	\$ 1,456,150
b. Statutory valuation allowance adjustment									
c. Adjusted gross deferred tax assets (1a-1b)	\$ 13,670,623	\$ 3,994	\$ 13,674,617	\$ 12,138,787	\$ 79,680	\$ 12,218,467	\$ 1,531,836	\$ (75,686)	\$ 1,456,150
d. Deferred tax assets nonadmitted		3,994	3,994					3,994	3,994
e. Subtotal net admitted deferred tax asset (1c-1d)	\$ 13,670,623	\$	\$ 13,670,623	\$ 12,138,787	\$ 79,680	\$ 12,218,467	\$ 1,531,836	\$ (79,680)	\$ 1,452,156
f. Deferred tax liabilities	\$ 1,169,507	\$	\$ 1,169,507	\$ 1,388,998	\$	\$ 1,388,998	\$ (219,491)	\$	\$ (219,491)
g. Net admitted deferred tax assets/(net deferred tax liability) (1e-1f)	\$ 12,501,116	\$	\$ 12,501,116	\$ 10,749,789	\$ 79,680	\$ 10,829,469	\$ 1,751,327	\$ (79,680)	\$ 1,671,647

**2. Admission Calculation Components SSAP No. 101**

	2019			2018			Change		
	1 Ordinary	2 Capital	3 (Col 1+2) Total	4 Ordinary	5 Capital	6 (Col 4+5) Total	7 (Col 1-4) Ordinary	8 (Col 2-5) Capital	9 (Col 7+8) Total
a. Federal income taxes paid in prior years recoverable through loss carrybacks	\$ 12,865,072	\$	\$ 12,865,072	\$ 12,138,787	\$ 79,680	\$ 12,218,467	\$ 726,285	\$ (79,680)	\$ 646,605
b. Adjusted gross deferred tax assets expected to be realized (excluding the amount of deferred tax assets from 2(a) above) after application of the threshold limitation. (The lesser of 2(b)1 and 2(b)2 below)	\$ 553,774		\$ 553,774				\$ 553,774		\$ 553,774
1. Adjusted gross deferred tax assets expected to be realized following the balance sheet date	\$ 553,774		\$ 553,774				\$ 553,774		\$ 553,774
2. Adjusted gross deferred tax assets allowed per limitation threshold			\$ 36,626,271			\$ 30,990,891			\$ 5,635,380
c. Adjusted gross deferred tax assets (excluding the amount of deferred tax assets from 2(a) and 2(b) above) offset by gross deferred tax liabilities	\$ 251,777	\$	\$ 251,777				\$ 251,777	\$	\$ 251,777
d. Deferred tax assets admitted as the result of application of SSAP 101.									
Total (2(a)+2(b)+2(c))	\$ 13,670,623	\$	\$ 13,670,623	\$ 12,138,787	\$ 79,680	\$ 12,218,467	\$ 1,531,836	\$ (79,680)	\$ 1,452,156

**3. Other Admissibility Criteria**

	2019	2018
a. Ratio percentage used to determine recovery period and threshold limitation amount	792.0%	875.7%
b. Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in 2(b)2 above	\$ 244,175,137	\$ 206,605,937

**NOTES TO FINANCIAL STATEMENTS**

## 4. Impact of Tax Planning Strategies

(a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets, by tax character as a percentage.

	2019		2018		Change	
	1 Ordinary	2 Capital	3 Ordinary	4 Capital	5 (Col. 1-3) Ordinary	6 (Col. 2-4) Capital
1. Adjusted gross DTAs amount from Note 9A1(c)	\$ 13,670,623	\$ 3,994	\$ 12,138,787	\$ 79,680	\$ 1,531,836	\$ (75,686)
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0 %	100.0%	0 %	100.0%	0 %	0 %
3. Net Admitted Adjusted Gross DTAs amount from Note 9A1(e)	\$ 13,670,623	\$	\$ 12,138,787	\$ 79,680	\$ 1,531,836	\$ (79,680)
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0 %	0 %	0 %	0 %	0 %	0 %

(b) Does the company's tax planning strategies include the use of reinsurance? NO

## B. Deferred Tax Liabilities Not Recognized

Not Applicable

## C. Current and Deferred Income Taxes

## 1. Current Income Tax

	1 2019	2 2018	3 (Col 1-2) Change
a. Federal	\$ 18,293,733	\$ 15,828,580	\$ 2,465,153
b. Foreign	\$	\$	\$
c. Subtotal	\$ 18,293,733	\$ 15,828,580	\$ 2,465,153
d. Federal income tax on net capital gains	\$ 1,045,509	\$ (378,657)	\$ 1,424,166
e. Utilization of capital loss carry-forwards	\$	\$	\$
f. Other	\$	\$	\$
g. Federal and Foreign income taxes incurred	\$ 19,339,242	\$ 15,449,923	\$ 3,889,319

**NOTES TO FINANCIAL STATEMENTS**

## 2. Deferred Tax Assets

	1 2019	2 2018	3 (Col 1-2) Change
a. Ordinary:			
1. Discounting of unpaid losses	\$ 2,933,399	\$ 2,646,489	\$ 286,910
2. Unearned premium reserve	\$ 8,796,098	\$ 7,850,050	\$ 946,048
3. Policyholder reserves	\$	\$	\$
4. Investments	\$	\$	\$
5. Deferred acquisition costs	\$	\$	\$
6. Policyholder dividends accrual	\$	\$	\$
7. Fixed assets	\$	\$	\$
8. Compensation and benefits accrual	\$ 198	\$ 198	\$
9. Pension accrual	\$	\$	\$
10. Receivables - nonadmitted	\$ 820,229	\$ 800,825	\$ 19,404
11. Net operating loss carry-forward	\$	\$	\$
12. Tax credit carry-forward	\$	\$	\$
13. Other (items <=5% and >5% of total ordinary tax assets)	\$ 1,120,699	\$ 841,225	\$ 279,474
Other (items listed individually >5% of total ordinary tax assets)			
Other nonadmitted assets	\$ 708,120	\$	\$ 708,120
99. Subtotal	\$ 13,670,623	\$ 12,138,787	\$ 1,531,836
b. Statutory valuation allowance adjustment	\$	\$	\$
c. Nonadmitted	\$	\$	\$
d. Admitted ordinary deferred tax assets (2a99-2b-2c)	\$ 13,670,623	\$ 12,138,787	\$ 1,531,836
e. Capital:			
1. Investments	\$ 3,994	\$ 79,680	\$ (75,686)
2. Net capital loss carry-forward	\$	\$	\$
3. Real estate	\$	\$	\$
4. Other (items <=5% and >5% of total capital tax assets)	\$	\$	\$
Other (items listed individually >5% of total capital tax assets)			
99. Subtotal	\$ 3,994	\$ 79,680	\$ (75,686)
f. Statutory valuation allowance adjustment	\$	\$	\$
g. Nonadmitted	\$ 3,994	\$	\$ 3,994
h. Admitted capital deferred tax assets (2e99-2f-2g)	\$	\$ 79,680	\$ (79,680)
i. Admitted deferred tax assets (2d+2h)	\$ 13,670,623	\$ 12,218,467	\$ 1,452,156

## 3. Deferred Tax Liabilities

	1 2019	2 2018	3 (Col 1-2) Change
a. Ordinary:			
1. Investments	\$ 105,521	\$ 139,828	\$ (34,307)
2. Fixed assets	\$	\$	\$
3. Deferred and uncollected premium	\$	\$	\$
4. Policyholder reserves	\$	\$	\$
5. Other (items <=5% and >5% of total ordinary tax liabilities)	\$ 1,063,986	\$ 1,249,170	\$ (185,184)
Other (items listed individually >5% of total ordinary tax liabilities)			
Salvage and subrogation	\$ 143,893	\$ 127,454	\$ 16,439
Loss discounting transition adjustment	\$ 910,032	\$ 1,112,301	\$ (202,269)
99. Subtotal	\$ 1,169,507	\$ 1,388,998	\$ (219,491)
b. Capital:			
1. Investments	\$	\$	\$
2. Real estate	\$	\$	\$
3. Other (items <=5% and >5% of total capital tax liabilities)			
Other (items listed individually >5% of total capital tax liabilities)			
99. Subtotal	\$	\$	\$
c. Deferred tax liabilities (3a99+3b99)	\$ 1,169,507	\$ 1,388,998	\$ (219,491)
4. Net Deferred Tax Assets/Liabilities (2i – 3c)	\$ 12,501,116	\$ 10,829,469	\$ 1,671,647

The change in net deferred income tax is comprised of the following (this analysis excludes nonadmitted assets; the change in nonadmitted assets is reported separately from the change in net deferred income tax in the Statement of Income, Surplus section):

Description	December 31, 2019	December 31, 2018	Change
Total deferred tax assets	\$ 13,674,617	\$ 12,218,467	\$ 1,456,150
Total deferred tax liabilities	\$ 1,169,507	\$ 1,388,998	\$ (219,491)
Net deferred tax asset (liability)	\$ 12,505,110	\$ 10,829,469	\$ 1,675,641
Tax effect of unrealized gains (losses)			\$ (75,950)
Change in net deferred income tax			\$ 1,751,591

**NOTES TO FINANCIAL STATEMENTS**

On December 22, 2017, legislation commonly known as the Tax Cuts and Jobs Act of 2017 (the "Tax Act"), was signed into law and was generally effective beginning January 1, 2018. The Tax Act made several changes to the loss discounting rules that insurance companies must apply to their loss and loss adjustment expense reserves for tax purposes. At December 31, 2017, the Company did not record any amounts related to these changes because the Internal Revenue Service ("IRS") had not yet determined the interest rate or the loss payment patterns that must be applied to make these calculations and the Company was unable to make a reasonable estimate of such amounts. In December 2018, the IRS published the loss payment patterns, interest rate, and discount factors which enabled us to compute the adjustments. As a result, the Company recorded an increase to the deferred tax asset for discounting of unpaid losses of \$1,338,044 and an increase to the deferred tax liability for salvage and subrogation of \$66,843. The net increase of \$1,271,201 was offset by a deferred tax liability in the same amount for the transition adjustment required by the Tax Act, and therefore there was no net impact on deferred taxes.

**D. Reconciliation of Federal Income Tax Rate to Actual Effective Rate Among the more significant book to tax adjustments were the following:**

<b>Description</b>	<b>Tax Effect Amount</b>	<b>Effective Tax Rate</b>
Provision computed at statutory rate	\$ 17,937,762	21.0%
Exempt interest income	(83,407)	-0.1%
Dividends received deduction	--	0.0%
Impact of nonadmitted assets	(266,940)	-0.3%
Other	236	0.0%
<b>Total</b>	<b>\$ 17,587,651</b>	<b>20.6%</b>
Federal and foreign income taxes incurred	\$ 19,339,242	
Change in net deferred income tax	(1,751,591)	
<b>Total statutory income taxes</b>	<b>\$ 17,587,651</b>	

**E. Operating Loss Carry Forwards and Income Taxes Available for Recoupment**

1. During the reporting period, the Company did not have any unused operating loss carryforwards available to offset against future taxable income.
2. The following is income tax expense for current year and proceeding years that is available for recoupment in the event of future net losses:

<b>Period</b>	<b>Amount</b>
Current tax year:	\$ 19,418,061
First preceding tax year:	\$ 15,369,099

The amounts that can be recouped may be subject to the alternative minimum tax rules, and therefore may be limited.

3. The Company did not have any protective tax deposits under Section 6603 of the Internal Revenue Code.

**F. Consolidated Federal Income Tax Return**

1. The Company's Federal income tax return is consolidated with The Progressive Corporation ("TPC") and all of its eligible subsidiaries (the "Group").
2. The method of allocation between the companies is subject to written agreement and is jointly approved by an officer of TPC and the Company. The allocation is based upon separate tax return calculations with current credit for net losses or other items utilized in the consolidated tax return. Intercompany tax balances are settled quarterly.

**G. Federal or Foreign Federal Income Tax Loss Contingencies:**

The Company does not have any tax loss contingencies for which it is reasonably possible that the total liability will significantly increase within twelve months of the reporting date.

**H. Repatriation Transition Tax (RTT) - RTT owed under the TCJA**

Not Applicable

**I. Alternative Minimum Tax Credit**

Not Applicable

**Note 10 – Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties****A. Nature of Relationships**

The Company is wholly owned by Progressive Direct Holdings, Inc. ("PDH"), a holding company incorporated in Delaware. The structure of the holding company organization is shown on Schedule Y, Part 1.

**B. Detail of Transactions Greater than 1/2% of Admitted Assets**

All significant transactions by the Company or any affiliated insurer with any affiliate are summarized in Schedule Y, Part 2.

See Note 13.4

**C. Change in Terms of Intercompany Arrangements**

Not Applicable

**NOTES TO FINANCIAL STATEMENTS****D. Amounts Due to or from Related Parties**

The Company reported a \$24,721,108 and \$18,216,649 receivable from parent, subsidiaries, and affiliates at December 31, 2019 and 2018, respectively. These balances are due to cash collections and disbursements on behalf of the Company under the Group's centralized cash management system and the reinsurance and management agreements in which the Company participates. The Company also reported a \$3,855,472 and \$3,176,288 current Federal income tax payable at December 31, 2019 and 2018, respectively. These balances are due to TPC for the Company's Federal income tax liability. The intercompany balances are settled by the end of the following quarter depending on the timing of investment cash transactions. These transactions are dependent upon market timing, investment needs and overall portfolio strategy as to the timing of such settlement transactions.

**E. Guarantees or Contingencies for Related Parties**

Not Applicable

**F. Management, Service Contracts, Cost Sharing Arrangements**

Management, operations and claims services are provided under a management agreement with Progressive Direct Insurance Company ("Progressive Direct"), an insurance affiliate domiciled in Ohio. Under the terms of the agreement, the Company is provided underwriting and loss adjustment services for business produced in exchange for a management fee based on the Company's use of services.

The Company participates in an investment services agreement with Progressive Capital Management Corp., a non-insurance affiliate. Under the terms of the agreement, the Company is provided investment and capital management services in exchange for an investment management fee based on its use of services.

The Company participates in an aggregate stop loss reinsurance agreement with Progressive Casualty Insurance Company, an insurance affiliate domiciled in Ohio, for business assumed by the Company from various reinsurance pools from 1965 to 1975 which underwrote general liability insurance (see Note 33).

All intercompany agreements are approved by the participating insurance companies' states of domicile when established.

**G. Nature of Relationships that Could Affect Operations**

All outstanding shares of the Company are owned by PDH.

**H. Amount Deducted for Investment in Upstream Company**

Not Applicable

**I. Detail of Investments in Affiliates Greater than 10% of Admitted Assets**

Not Applicable

**J. Write-Downs for Impairment of Investments in Affiliates**

Not Applicable

**K. Investment in Foreign Insurance Subsidiary**

Not Applicable

**L. Investment in Downstream Non-Insurance Holding Company**

Not Applicable

**M. Subsidiary, Controlled and Affiliated Entities (except insurance subsidiary, controlled and affiliated entities) Value**

Not Applicable

**N. Insurance Subsidiary, Controlled and Affiliated Entities Valuation That Departs From NAIC Statutory Accounting Practices and Procedures**

Not Applicable

**O. SCA Loss Tracking**

Not Applicable

**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, Dividend Restrictions and Quasi-Reorganizations****1. Outstanding Shares**

The Company has 2,000,000 shares of \$3 par value common stock authorized and 1,201,608 shares issued and outstanding. The Company has no preferred stock authorized, issued, or outstanding.

**2. Dividend Rate of Preferred Stock**

Not Applicable

**3,4,5,6. Dividends**

The maximum amount of dividends the Company can pay to PDH in 2020 without prior regulatory approval is limited by insurance laws in Ohio. Based on the dividend laws currently in effect, the Company may pay dividends of \$66,078,673 in 2020 without prior approval from the Ohio DOI, provided the dividend payment is not made within 12 months of the previous payment.

Within the limitations described above, there are no additional restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

**NOTES TO FINANCIAL STATEMENTS**

The Company paid dividends to PDH as follows:

Date Paid	Amount Paid	Dividend Type
December 12, 2019	\$ 27,600,000	Ordinary
December 12, 2018	\$ 10,500,000	Ordinary

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 is: \$(17,761)
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. Contingent Commitments

Not Applicable

## B. Assessments

The Company is subject to state guaranty fund and other assessments by the states in which it writes business. State guaranty fund assessments are accrued at the time of any known insolvencies. Other assessments are accrued either at the time of assessment or at the time the premiums are written. These accruals are based on information received from the states in which the Company writes business and may change due to many factors including the Company's share of the ultimate cost of current insolvencies.

As of December 31, 2019 and 2018, the Company's estimated liability for state guaranty fund and other assessments was \$1,392,847 and \$1,377,007, respectively. The Company did not recognize any premium tax benefit associated with its various assessments.

As of December 31, 2019 and 2018, the Company's estimated liability for various surcharges was \$428,341 and \$371,513, respectively.

## C. Gain Contingencies

Not Applicable

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

PROGRESSIVE MAX 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	\$ 6,100,000

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. Product Warranties

Not Applicable

## F. Joint and Several Liabilities

Not Applicable

## G. All Other Contingencies

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

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and LAE reserves. The Company also has, on a net basis, potential exposure relating to lawsuits due to its participation in a 100% pooling reinsurance agreement for which it is allocated litigation expenses (see Note 26).

**NOTES TO FINANCIAL STATEMENTS**

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 case consolidated into multi-district proceedings alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

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

There was an individual lawsuit challenging the Company's evaluation of physical damage claims regarding diminution of value.

**Note 15 – Leases**

Not Applicable

**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**

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**

Not Applicable

**Note 20 – Fair Value Measurements**

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

## 1. Fair Value Measurements at Reporting Date

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.

See Note 1, Investment Policies section for further information regarding methods used to determine fair market value.

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
<b>Assets at Fair Value</b>					
Bonds industrial & miscellaneous	\$	\$ 2,570,650	\$	\$	\$ 2,570,650
Common stock industrial & miscellaneous	\$	\$	\$	\$	\$
Preferred stock industrial & miscellaneous	\$	\$	\$	\$	\$
<b>Total</b>	<b>\$</b>	<b>\$ 2,570,650</b>	<b>\$</b>	<b>\$</b>	<b>\$ 2,570,650</b>
<b>Liabilities at Fair Value</b>					
	\$	\$	\$	\$	\$
<b>Total</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>	<b>\$</b>

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

## 2 Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

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.

**NOTES TO FINANCIAL STATEMENTS**

## 4. Description of Valuation Techniques and Inputs Used in Fair Value Measurement

See Note 20.A.1 above.

## 5. Derivative Fair Values

Not Applicable

## B. Fair Value Reporting under SSAP 100 and Other Accounting Pronouncements

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	\$ 676,136,197	\$ 665,395,456	\$ 349,441,537	\$ 326,694,660	\$	\$	\$
Cash equivalents	\$	\$	\$	\$	\$	\$	\$
Common stock	\$	\$	\$	\$	\$	\$	\$
Preferred stock	\$	\$	\$	\$	\$	\$	\$
Short-term investments	\$	\$	\$	\$	\$	\$	\$

## D. Not Practicable to Estimate Fair Value

Not Applicable

## E. NAV Practical Expedient Investments

Not Applicable

**Note 21 – Other Items**

## A. Unusual or Infrequent Items

Not Applicable

## B. Troubled Debt Restructuring Debtors

Not Applicable

## C. Other Disclosures

Not Applicable

## D. Business Interruption Insurance Recoveries

Not Applicable

## E. State Transferable and Non-Transferable Tax Credits

## 1. Carrying Value of Transferable and Non-Transferable State Tax Credits Gross of any Related Tax Liabilities and Total Unused Transferable and Non-Transferable State Tax Credits by State and in Total

Description of State Transferable and Non-Transferable Tax Credits	State	Carrying Value	Unused Amount
Low-Income Housing Tax Credit (NT)	MO	\$ 183,000	\$ 200,000
Textile Mill Rehabilitation Tax Credit (NT)	SC	\$ 104,000	\$ 130,000
Total		\$ 287,000	\$ 330,000

2. The Company estimated the utilization of the remaining transferable and non-transferable state tax credits by projecting future premium, taking into account policy growth and rate changes, projecting the future tax liability based on projected premium, tax rates, and tax credits, and comparing the projected future tax liability to the availability of remaining transferable and non-transferable state tax credits.

3. The Company recognized an impairment loss of \$0 related to write-downs as a result of impairment analysis of the carrying amount for transferable and non-transferable state tax credits.

## 4. State Tax Credits Admitted and Nonadmitted

	Total Admitted	Total Nonadmitted
a. Transferable	\$	\$
b. Non-Transferable	\$ 287,000	\$

## F. Subprime Mortgage Related Risk Exposure

## 1. Description of the Subprime-Mortgage-Related Risk Exposure and Related Risk Management Practices

The following subprime disclosure and the review and procedures described within are completed at a consolidated level for all the Progressive companies. To the extent the Company had any direct subprime exposure, those securities would be listed in Note 21.F.3.

Management's review of the investment portfolio for securities with direct subprime exposure, such as Alt-A residential mortgage loan-backed bonds and home equity loan-backed bonds is performed in conjunction with the OTTI analysis and procedures (see Note 1.C). Additionally, securities that were determined to have an indirect subprime exposure were also reviewed as part of the OTTI process.

**NOTES TO FINANCIAL STATEMENTS**

The Company's management continues to perform a detailed review of its investment portfolio, paying particular attention to the credit profile of the issuers to identify the extent to which any asset values may have been impacted by direct or indirect exposure to the subprime mortgage loan disruption, as well as broader credit and financial market events.

In the reporting period, the Company recorded no OTTI write-downs on any securities as a result of direct subprime exposure.

2. Direct Exposure Through Investments in Subprime Mortgage Loans  
Not Applicable

3. Direct Exposure Through Other Investments  
Not Applicable

4. Underwriting Exposure to Subprime Mortgage Risk Through Mortgage Guaranty or Financial Guaranty Insurance Coverage  
Not Applicable

G. Insurance-Linked Securities (ILS) Contracts  
Not Applicable

H. The Amount that Could be Realized on Life Insurance Where the Reporting Entity is Owner and Beneficiary or has Otherwise Obtained Rights to Control the Policy  
Not Applicable

**Note 22 – Events Subsequent**

The Company was not impacted by any subsequent events. Subsequent events have been considered through February 10, 2020 for the statutory statement that was available for issuance by March 1, 2020.

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 ]

**Note 23 – Reinsurance**

A. Unsecured Reinsurance Recoverables at the reporting date the Company had the following unsecured reinsurance recoverable balances which exceeded 3% of policyholders' surplus:

Reinsurer	NAIC Code	Federal ID#	Amount
Progressive Direct Insurance Company	16322	34-1524319	\$ 209,640,000
Total			\$ 209,640,000

B. Reinsurance Recoverable in Dispute  
Not Applicable

C. Reinsurance Assumed and Ceded

1. The table below summarizes ceded and assumed unearned premiums and the related commission equity at reporting date.

	Assumed Reinsurance		Ceded Reinsurance		Net	
	Premium Reserve	Commission Equity	Premium Reserve	Commission Equity	Premium Reserve	Commission Equity
a. Affiliates	\$ 207,868,000	\$	\$ 77,169,000	\$	\$ 130,699,000	\$
b. All Other						
c. Total	\$ 207,868,000	\$	\$ 77,169,000	\$	\$ 130,699,000	\$
d. Direct Unearned Premium Reserves			\$ 77,169,000			

2. The Company has no return commission or profit sharing arrangements.

D. Uncollectible Reinsurance  
Not Applicable

E. Commutation of Ceded Reinsurance  
Not Applicable

F. Retroactive Reinsurance  
Not Applicable

G. Reinsurance Accounted for as a Deposit  
Not Applicable

H. Disclosures for the Transfer of Property and Casualty Run-off Agreements  
Not Applicable

**NOTES TO FINANCIAL STATEMENTS**

## I. Certified Reinsurer Rating Downgraded or Status Subject to Revocation

Not Applicable

## J. Reinsurance Agreements Qualifying for Reinsurer Aggregation

Not Applicable

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

## A. Method Used by Reporting Entity to Estimate Accrued Retrospective Premium Adjustments

Not Applicable

## B. Accrued Retrospective Premiums Recorded Through Written Premium or an Adjustment to Earned Premium

Not Applicable

## C. Amount of Net Premiums Written Subject to Retrospective Rating Features and Percentage to Total Net Premiums Written

Not Applicable

## D. Medical Loss Ratio Rebates Required Pursuant to the Public Health Service Act.

Not Applicable

## E. Nonadmitted Retrospective Premium

Not Applicable

## F. Risk-Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk sharing provisions

Yes [ ] No [ X ]

**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 \$4,259,717 in 2019, which is 1.7% of the total prior year net unpaid losses and LAE of \$250,865,310. The unfavorable development is primarily due to private passenger auto liability originally anticipated severity for accident year 2018 and 2016 and prior increasing by less than 1%. LAE reserves developed favorably in total. Defense and cost containment reserves and adjusting and other reserves developed favorably 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**

The Company participates in a pooling reinsurance agreement with the property-casualty affiliates listed below (the "Direct Pool") under which 100% of the underwriting business of each member company, net of external reinsurance, is ceded to Progressive Direct, the Direct Pool manager and a Direct Pool participant. The combined premiums, losses, and expenses are then retroceded to each Direct Pool member based on pre-determined pooling percentages.

Mountain Laurel Assurance Company ("Mountain Laurel"), an insurance affiliate domiciled in Ohio, terminated its future participation in the Direct Pool effective November 5, 2005. Mountain Laurel has a zero percent retrocession participation in the Direct Pool for all policies written prior to that date.

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.

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

Company	NAIC Code	2019 Pool %	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%

**NOTES TO FINANCIAL STATEMENTS**

All business written by each Direct Pool member is subject to pooling with the exception of loss reserves from Progressive Max Insurance Company's assumed asbestos and environmental claims, for which the Company has no exposure. Business ceded by Direct Pool members to non-affiliated reinsurers prior to pooling, is primarily due to state-provided reinsurance programs. The Direct Pool does not participate in any intercompany sharing of the provision for reinsurance and the write-offs of uncollectible reinsurance. At the reporting period, amounts recoverable from and payable to Progressive Direct and all affiliates participating in the Direct Pool are as follows:

	<b>Amounts Recoverable</b>	<b>Amounts Payable</b>
Progressive Direct Insurance Company (Lead)	\$ 58,160,851	\$ 23,802,141
Progressive Marathon Insurance Company	--	12,473,482
Progressive Max Insurance Company	9,956,931	2,050,815
Progressive Advanced Insurance Company	3,329,584	20,897,655
Progressive Universal Insurance Company	3,364,175	7,498,056
Progressive Premier Insurance Company of Illinois	4,110,382	11,326,278
Progressive Paloverde Insurance Company	2,669,125	3,742,731
Progressive Choice Insurance Company	371,944	170,900
Mountain Laurel Assurance Company	--	934
<b>Total</b>	<b>\$ 81,962,992</b>	<b>\$ 81,962,992</b>

**Note 27 – Structured Settlements**

Not Applicable

**Note 28 – Health Care Receivables**

Not Applicable

**Note 29 – Participating Policies**

Not Applicable

**Note 30 – Premium Deficiency Reserves**

1. Liability carried for premium deficiency reserve: \$0

2. Date of most recent evaluation of this liability: December 31, 2019

3. Was anticipated investment income utilized in the calculation? Yes [ ] No [ X ]

**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**

Because the Company is primarily an insurer of motor vehicles, it has limited exposure for asbestos and environmental claims. The Company's exposure arises from participation in various reinsurance pools from 1972 to 1974, which underwrote general liability insurance. These exposures are recorded by the Company as assumed business and are not subject to the pooling reinsurance agreement (see Note 26). During 2018, Max entered a commutation agreement to commute various reinsurance pool reserves from 1965 to 1975. (see Notes 10.F and 26).

The Company records case and DCC reserves based on financial information received from the various external reinsurance pool managers. IBNR reserves are established based on previous experience.

A. Asbestos reserves direct, assumed, and net of reinsurance are as follows:

## (1) Direct

	2015	2016	2017	2018	2019
a. Beginning reserves (including Case, Bulk + IBNR Loss & LAE)	\$	\$	\$	\$	\$
b. Incurred losses and loss adjustment expense					
c. Calendar year payments for losses and loss adjustment expenses					
d. Ending reserves (including Case, Bulk + IBNR Loss & LAE)	\$	\$	\$	\$	\$

## (2) Assumed Reinsurance

	2015	2016	2017	2018	2019
a. Beginning reserves (including Case, Bulk + IBNR Loss & LAE)	\$ 760,891	\$ 638,738	\$ 577,792	\$ 453,810	\$ 277,068
b. Incurred losses and loss adjustment expense	(50,697)	(6,301)	(97,268)	78,931	(8,103)
c. Calendar year payments for losses and loss adjustment expenses	71,456	54,645	26,714	255,673	34,945
d. Ending reserves (including Case, Bulk + IBNR Loss & LAE)	\$ 638,738	\$ 577,792	\$ 453,810	\$ 277,068	\$ 234,020

**NOTES TO FINANCIAL STATEMENTS**

## (3) Net of Ceded Reinsurance

	2015	2016	2017	2018	2019
a. Beginning reserves (including Case, Bulk + IBNR Loss & LAE)	\$	\$	\$	\$	\$
b. Incurred losses and loss adjustment expense					
c. Calendar year payments for losses and loss adjustment expenses					
d. Ending reserves (including Case, Bulk + IBNR Loss & LAE)	\$	\$	\$	\$	\$

## B. Ending Reserves for Asbestos Claims for Bulk and IBNR Included in A above (Losses and LAE):

(1) Direct basis	\$
(2) Assumed reinsurance basis	178,442
(3) Net of ceded reinsurance basis	\$(55,578)

## C. Ending Reserves for Asbestos Claims for LAE Included in A above (Case, Bulk, and IBNR):

(1) Direct basis	\$
(2) Assumed reinsurance basis	
(3) Net of ceded reinsurance basis	\$

## D. Environmental reserves direct, assumed, and net of reinsurance are as follows:

## (1) Direct

	2015	2016	2017	2018	2019
a. Beginning reserves	\$	\$	\$	\$	\$
b. Incurred losses and loss adjustment expense					
c. Calendar year payments for losses and loss adjustment expenses					
d. Ending reserves	\$	\$	\$	\$	\$

## (2) Assumed Reinsurance

	2015	2016	2017	2018	2019
a. Beginning reserves	\$ 1,730,933	\$ 1,773,420	\$ 1,742,263	\$ 1,656,702	\$ 795
b. Incurred losses and loss adjustment expense	47,772	(26,543)	(67,819)	(507,908)	196
c. Calendar year payments for losses and loss adjustment expenses	5,285	4,614	17,742	1,147,999	
d. Ending reserves	\$ 1,773,420	\$ 1,742,263	\$ 1,656,702	\$ 795	\$ 991

## (3) Net of Ceded Reinsurance

	2015	2016	2017	2018	2019
a. Beginning reserves	\$	\$	\$	\$	\$
b. Incurred losses and loss adjustment expense					
c. Calendar year payments for losses and loss adjustment expenses					
d. Ending reserves	\$	\$	\$	\$	\$

## E. Ending Reserves for Environmental Claims for Bulk and IBNR Included in D above (Losses and LAE):

(1) Direct basis	\$
(2) Assumed reinsurance basis	596
(3) Net of ceded reinsurance basis	\$(395)

## F. Ending Reserves for Environmental Claims for LAE Included in D above (Case, Bulk, and IBNR):

(1) Direct basis	\$
(2) Assumed reinsurance basis	
(3) Net of ceded reinsurance basis	\$

**Note 34 – Subscriber Savings Accounts**

Not Applicable

**Note 35 – Multiple Peril Crop Insurance**

Not Applicable

**Note 36 – Financial Guaranty Insurance**

Not Applicable

# PROGRESSIVE MAX INSURANCE COMPANY

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

#### GENERAL

1.1	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, 1A and 2.		Yes [X]   No [ ]				
1.2	If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations?		Yes [X]   No [ ]   N/A [ ]				
1.3	State regulating? <u>OHIO</u>		Yes [X]   No [ ]				
1.4	Is the reporting entity publicly traded or a member of publicly traded group?		Yes [X]   No [ ]				
1.5	If the response to 1.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group.		0000080661				
2.1	Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?		Yes [ ]   No [X]				
2.2	If yes, date of change:		12/31/2017				
3.1	State as of what date the latest financial examination of the reporting entity was made or is being made.		12/31/2017				
3.2	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				
3.3	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				
3.4	By what department or departments? <u>OHIO</u>		Yes [ ]   No [ ]   N/A [X]				
3.5	Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments?		Yes [ ]   No [ ]   N/A [X]				
3.6	Have all of the recommendations within the latest financial examination report been complied with?		Yes [X]   No [ ]   N/A [ ]				
4.1	During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:		Yes [ ]   No [X]				
4.11	4.11 sales of new business?		Yes [ ]   No [X]				
4.12	4.12 renewals?		Yes [ ]   No [X]				
4.2	During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:		Yes [ ]   No [X]				
4.21	4.21 sales of new business?		Yes [ ]   No [X]				
4.22	4.22 renewals?		Yes [ ]   No [X]				
5.1	Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? If the answer is YES, complete and file the merger history data file with the NAIC.		Yes [ ]   No [X]				
5.2	If yes, provide the 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.		Yes [ ]   No [X]				
1 Name of Entity		2 NAIC Company Code	3 State of Domicile				
6.1	Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?		Yes [ ]   No [X]				
6.2	If yes, give full information:		Yes [ ]   No [X]				
7.1	Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity?		Yes [ ]   No [X]				
7.2	If yes,		%				
7.21	7.21 State the percentage of foreign control		_____				
7.22	7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).		_____				
1 Nationality		2 Type of Entity					
8.1	Is the company a subsidiary of a bank holding company regulated with the Federal Reserve Board?		Yes [ ]   No [X]				
8.2	If response to 8.1 is yes, please identify the name of the bank holding company.		Yes [ ]   No [X]				
8.3	Is the company affiliated with one or more banks, thrifts or securities firms?		Yes [ ]   No [X]				
8.4	If the response to 8.3 is yes, please provide below the names and locations (city and state of the main office) of any affiliates regulated by a federal financial 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.		Yes [ ]   No [X]				
1 Affiliate Name		2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC	
9.	What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit? <u>PRICEWATERHOUSECOOPERS, LLP 200 PUBLIC SQUARE, 19TH FLOOR CLEVELAND, OH 44114</u>						
10.1	Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation?		Yes [ ]   No [X]				
10.2	If the response to 10.1 is yes, provide information related to this exemption:						
10.3	Has the insurer been granted any exemptions related to other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 18A of the Model Regulation, or substantially similar state law or regulation?		Yes [ ]   No [X]				
10.4	If the response to 10.3 is yes, provide information related to this exemption:						

# PROGRESSIVE MAX INSURANCE COMPANY

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

10.5	Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> N/A <input type="checkbox"/>
10.6	If the response to 10.5 is no or n/a, please explain:			
11.	What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?			<u>GARY S. TRAICOFF, FCAS, MAAA CORPORATE ACTUARY 6300 WILSON MILLS ROAD MAYFIELD VILLAGE, OH 44143-2182</u>
12.1	Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
	12.11	Name of real estate holding company		
	12.12	Number of parcels involved		0
	12.13	Total book/adjusted carrying value		\$ 0
12.2	If yes, provide explanation			
13.	<b>FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:</b>			
13.1	What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?			N/A
13.2	Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located?			Yes <input type="checkbox"/> No <input type="checkbox"/>
13.3	Have there been any changes made to any of the trust indentures during the year?			Yes <input type="checkbox"/> No <input type="checkbox"/>
13.4	If answer to (13.3) is yes, has the domiciliary or entry state approved the changes?			Yes <input type="checkbox"/> No <input type="checkbox"/> N/A <input type="checkbox"/>
14.1	Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
	(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.		
14.11	If the response to 14.1 is no, please explain:			
14.2	Has the code of ethics for senior managers been amended?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
14.21	If the response to 14.2 is yes, provide information related to amendment(s).			
14.3	Have any provisions of the code of ethics been waived for any of the specified officers?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
14.31	If the response to 14.3 is yes, provide the nature of any waiver(s).			
15.1	Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
15.2	If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.			
	1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount
				\$

### BOARD OF DIRECTORS

16.	Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinator committee thereof?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
17.	Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
18.	Has the reporting entity an established procedure for disclosure to its Board of Directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

### FINANCIAL

19.	Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
20.1	Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):			
	20.11	To directors or other officers		\$ 0
	20.12	To stockholders not officers		\$ 0
	20.13	Trustees, supreme or grand (Fraternal only)		\$ 0
20.2	Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):			
	20.21	To directors or other officers		\$ 0
	20.22	To stockholders not officers		\$ 0
	20.23	Trustees, supreme or grand (Fraternal only)		\$ 0
21.1	Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
21.2	If yes, state the amount thereof at December 31 of the current year:			
	21.21	Rented from others		\$ 0
	21.22	Borrowed from others		\$ 0
	21.23	Leased from others		\$ 0
	21.24	Other		\$ 0
22.1	Does this statement include payments for assessments as described in the <i>Annual Statement Instructions</i> other than guaranty fund or guaranty association assessments?			Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
22.2	If answer is yes:			
	22.21	Amount paid as losses or risk adjustment		\$ 0
	22.22	Amount paid as expenses		\$ 0
	22.23	Other amounts paid		\$ 0
23.1	Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?			Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>

# PROGRESSIVE MAX INSURANCE COMPANY

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

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

\$ \_\_\_\_\_ 0

#### INVESTMENT

24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date (other than securities lending programs addressed in 24.03)? Yes [X] No [ ]

24.02 If no, give full and complete information, relating thereto:

24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet (an alternative is to reference Note 17 where this information is also provided). N/A

24.04 Does the company's security lending program meet the requirements for a conforming program as outlined in the *Risk-Based Capital Instructions*? Yes [ ] No [ ] N/A [X]

24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs. \$ \_\_\_\_\_ 0

24.06 If answer to 24.04 is no, report amount of collateral for other programs \$ \_\_\_\_\_ 0

24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes [ ] No [ ] N/A [X]

24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes [ ] No [ ] N/A [X]

24.09 Does the reporting entity or the reporting entity's securities lending agent utilize the Master Securities Lending Agreement (MSLA) to conduct securities lending? Yes [ ] No [ ] N/A [X]

24.10 For the reporting entity's security lending program, state the amount of the following as of December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$ \_\_\_\_\_ 0

24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$ \_\_\_\_\_ 0

24.103 Total payable for securities lending reported on the liability page: \$ \_\_\_\_\_ 0

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity or has the reporting entity sold or transferred any assets subject to a put option contract that is current in force? (Exclude securities subject to Interrogatory 21.1 and 24.03). Yes [X] No [ ]

25.2 If yes, state the amount thereof at December 31 of the current year:

25.21 Subject to repurchase agreements	\$ _____ 0
25.22 Subject to reverse repurchase agreements	\$ _____ 0
25.23 Subject to dollar repurchase agreements	\$ _____ 0
25.24 Subject to reverse dollar repurchase agreements	\$ _____ 0
25.25 Placed under option agreements	\$ _____ 0
25.26 Letter stock or securities restricted as sale – excluding FHLB Capital Stock	\$ _____ 0
25.27 FHLB Capital Stock	\$ _____ 0
25.28 On deposit with states	\$ _____ 7,237,440
25.29 On deposit with other regulatory bodies	\$ _____ 0
25.30 Pledged as collateral – excluding collateral pledged to an FHLB	\$ _____ 0
25.31 Pledged as collateral to FHLB – including assets backing funding agreements	\$ _____ 0
25.32 Other	\$ _____ 0

25.3 For category (25.26) provide the following:

1 Nature of Restriction	2 Description	3 Amount
		\$ _____

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [ ] No [X]

26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ] N/A [X]

If no, attach a description with this statement.

**Lines 26.3 through 26.5: FOR LIFE/FRATERNAL REPORTING ENTITIES ONLY:**

26.3 Does the reporting entity utilize derivatives to hedge variable annuity guarantees subject to fluctuations as a results of interest rate sensitivity? Yes [ ] No [ ]

26.4 If the response to 26.3 is yes, does the reporting entity utilize:

26.41 Special accounting provision of SSAP No. 108	Yes [ ] No [ ]
26.42 Permitted accounting practice	Yes [ ] No [ ]
26.43 Other accounting guidance	Yes [ ] No [ ]

26.5 By responding yes to 26.41 regarding utilizing the special accounting provisions of SSAP No. 108, the reporting entity attests to the following:

- The reporting entity has obtained explicit approval from the domiciliary state.
- Hedging strategy subject to the special accounting provisions is consistent with the requirements of VM-21.
- Actuarial certification has been obtained which indicates that the hedging strategy is incorporated within the establishment of VM-21 reserves and provides the impact of the hedging strategy within the Actuarial Guidance Conditional Tail Expectation Amount.
- Financial Officer Certification has been obtained which indicates that the hedging strategy meets the definition of a Clearly Defined Hedging Strategy within VM-21 and the Clearly Defined Hedging Strategy is the hedging strategy being used by the company in its actual day-to-day risk mitigation efforts.

27.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes [ ] No [X]

27.2 If yes, state the amount thereof at December 31 of the current year: \$ \_\_\_\_\_ 0

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

28.01 For agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
CITIBANK, N.A.	338 GREENWICH STREET, NEW YORK, NY 10013

28.02 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

# PROGRESSIVE MAX INSURANCE COMPANY

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

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

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year? Yes [ ] No [X]

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

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

28.05 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

28.0597 For those firms/individuals listed in the table for Question 28.05, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's invested assets? Yes [ ] No [ ]

28.0598 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 28.05, does the total assets under management aggregate to more than 50% of the reporting entity's invested assets? Yes [ ] No [ ]

28.06 For those firms or individuals listed in the table for 28.05 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

29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D-Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])? Yes [ ] No [X]

29.2 If yes, complete the following schedule:

1 CUSIP	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
		\$
29.2999 TOTAL		\$

29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation
		\$	

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

		1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1	Bonds	\$ 665,395,456	\$ 676,136,197	\$ 10,740,741
30.2	Preferred Stocks	\$ 0	\$ 0	\$ 0
30.3	Totals	\$ 665,395,456	\$ 676,136,197	\$ 10,740,741

30.4 Describe the sources or methods utilized in determining the fair values:

THE FAIR MARKET VALUES REPORTED ARE DERIVED FROM INDEPENDENT AND OBSERVABLE MARKET INPUT EVALUATIONS PROVIDED BY WIDELY UTILIZED REPUTABLE PRICING SERVICES, INDEPENDENT BROKER/DEALER BID LISTS, INDEPENDENT BROKER/DEALER QUOTATIONS, INDEPENDENT BROKER/DEALER PRICING SERVICES, OR ACTIVE MARKET CLOSING QUOTATIONS FROM A REGULATED EXCHANGE. IN VERY RARE CASES, IF NONE OF THE AFOREMENTIONED PRIMARY SOURCES ARE AVAILABLE, MATRIX PRICING USING THE REPORTING ENTITY'S OWN MARKET BASED ASSUMPTIONS MAY BE UTILIZED. THE APPROVED METHODS FOR COMPUTATION OF FAIR MARKET VALUE ARE PRESCRIBED IN THE SECURITIES VALUATION OFFICE PURPOSES AND PROCEDURES MANUAL.

31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes [ ] No [X]

31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes [ ] No [ ]

31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

32.1 Have all the filing requirements of the *Purposes and Procedures Manual of the NAIC Investment Analysis Office* been followed? Yes [X] No [ ]

32.2 If no, list exceptions:

33. By self-designating 5GI securities, the reporting entity is certifying the following elements for each self-designation 5GI 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]

34. By self-designating PLGI securities, the reporting entity is certifying the following elements of 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 an NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.

**PROGRESSIVE MAX INSURANCE COMPANY**  
**GENERAL INTERROGATORIES**

**PART 1 - COMMON INTERROGATORIES**

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 ]

35. By assigning FE to a Schedule BA non-registered private fund, the reporting entity is certifying the following elements of each self-designated FE fund:

- a. The shares were purchased prior to January 1, 2019.
- b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
- c. The security had a public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO prior to January 1, 2019.
- d. The fund only or predominantly holds bonds in its portfolio.
- e. The current reported NAIC Designation was derived from the public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO.
- f. The public credit rating(s) with annual surveillance assigned by an NAIC CRP has not lapsed.

Has the reporting entity assigned FE to Schedule BA non-registered private funds that complied with the above criteria?

Yes [ ] No [ X ]

**OTHER**

36.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? \$ 20,030

36.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
INDEPENDENT STATISTICAL SVCS I	\$ 20,030

37.1 Amount of payments for legal expenses, if any? \$ 0

37.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
	\$

38.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? \$ 0

38.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
	\$

**GENERAL INTERROGATORIES****PART 2 – PROPERTY & CASUALTY INTERROGATORIES**

1.1	Does the reporting entity have any direct Medicare Supplement Insurance in force?	Yes [ ]	No [X]
1.2	If yes, indicate premium earned on U.S. business only.	\$	0
1.3	What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?	\$	0
1.31	Reason for excluding:		
1.4	Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above.	\$	0
1.5	Indicate total incurred claims on all Medicare Supplement insurance.	\$	0
1.6	Individual policies:		
	Most current three years:		
1.61	Total premium earned	\$	0
1.62	Total incurred claims	\$	0
1.63	Number of covered lives		0
	All years prior to most current three years:		
1.64	Total premium earned	\$	0
1.65	Total incurred claims	\$	0
1.66	Number of covered lives		0
1.7	Group policies:		
	Most current three years:		
1.71	Total premium earned	\$	0
1.72	Total incurred claims	\$	0
1.73	Number of covered lives		0
	All years prior to most current three years:		
1.74	Total premium earned	\$	0
1.75	Total incurred claims	\$	0
1.76	Number of covered lives		0
2.	Health Test:		
		1 Current Year	2 Prior Year
2.1	Premium Numerator	\$	0
2.2	Premium Denominator	\$	772,751,426
2.3	Premium Ratio (2.1/2.2)		0.0%
2.4	Reserve Numerator	\$	0
2.5	Reserve Denominator	\$	496,221,182
2.6	Reserve Ratio (2.4/2.5)		0.0%
3.1	Does the reporting entity issue both participating and non-participating policies?	Yes [ ]	No [X]
3.2	If yes, state the amount of calendar year premiums written on:		
3.21	Participating policies	\$	0
3.22	Non-participating policies	\$	0
4.	FOR MUTUAL REPORTING ENTITIES AND RECIPROCAL EXCHANGES ONLY:		
4.1	Does the reporting entity issue assessable policies?	Yes [ ]	No [ ]
4.2	Does the reporting entity issue non-assessable policies?	Yes [ ]	No [ ]
4.3	If assessable policies are issued, what is the extent of the contingent liability of the policyholders?		%
4.4	Total amount of assessments paid or ordered to be paid during the year on deposit notes or contingent premiums.	\$	0
5.	FOR RECIPROCAL EXCHANGES ONLY:		
5.1	Does the exchange appoint local agents?	Yes [ ]	No [ ]
5.2	If yes, is the commission paid:		
5.21	Out of Attorney's-in-fact compensation	Yes [ ]	No [ ]
5.22	As a direct expense of the exchange	Yes [ ]	N/A [ ]
5.3	What expenses of the exchange are not paid out of the compensation of the Attorney-in-fact?	Yes [ ]	No [ ]
5.4	Has any Attorney-in-fact compensation, contingent on fulfillment of certain conditions, been deferred?	Yes [ ]	No [ ]
5.5	If yes, give full information:		
6.1	What provision has this reporting entity made to protect itself from an excessive loss in the event of a catastrophe under a workers' compensation contract issued without limit of loss?		
	<u>THE COMPANY DOES NOT WRITE WORKERS' COMPENSATION.</u>		
6.2	Describe the method used to estimate this reporting entity's probable maximum insurance loss, and identify the type of insured exposures comprising that probable maximum loss, the locations of concentrations of those exposures and the external resources (such as consulting firms or computer software models), if any, used in the estimation process:		
	<u>THE COMPANY'S PROBABLE MAXIMUM LOSS (PML) IS ESTIMATED BY ANALYZING HISTORICAL MAJOR OCCURRENCES AND ESTIMATING FREQUENCY OF LOSS AND SEVERITY BASED ON THE POTENTIAL FORCE OF AN OCCURRENCE AND THE TOTAL NUMBER OF AUTOS AND BOATS EXPOSED. THE ESTIMATE OF THE PML WAS COMPLETED BY PROGRESSIVE EMPLOYEES. THE COMPANY'S NET COMPREHENSIVE EXPOSURE IN THE CATASTROPHE PRONE STATES FLORIDA, LOUISIANA, TEXAS, MISSISSIPPI, ALABAMA, NEW YORK, AND CALIFORNIA IS LIMITED SINCE THE COMPANY IS A MEMBER OF A 100% POOLING REINSURANCE ARRANGEMENT WITH 7 OF ITS PROPERTY AND CASUALTY AFFILIATES. THE PRIMARY PROPERTY COVERAGE SOLD BY THE COMPANY IS COMPREHENSIVE FOR AUTOMOBILE AND INLAND MARINE FOR BOATS. THE ESTIMATE OF THE PML IS 6% OF THE SURPLUS.</u>		
6.3	What provision has this reporting entity made (such as catastrophic reinsurance program) to protect itself from an excessive loss arising from the types and concentrations of insured exposures comprising its probable maximum property insurance loss?		
	<u>THE COMPANY'S ESTIMATED PML IS 6% OF THE SURPLUS. THE COMPANY CARRIES NO EXTERNAL CATASTROPHE REINSURANCE TO COVER ITS LIMITED CATASTROPHE EXPOSURE. THE COMPANY PARTICIPATES IN A POOLING ARRANGEMENT WHICH SPREADS THE UNDERWRITING RISK INCLUDING THE CATASTROPHE EXPOSURE AMONG ALL PARTIES TO THE POOLING ARRANGEMENT.</u>		

**GENERAL INTERROGATORIES****PART 2 – PROPERTY & CASUALTY INTERROGATORIES**

6.4 Does the reporting entity carry catastrophe reinsurance protection for at least one reinstatement, in an amount sufficient to cover its estimated probable maximum loss attributable to a single loss event or occurrence?  Yes [ ]  No [X]

6.5 If no, describe any arrangements or mechanisms employed by the reporting entity to supplement its catastrophe reinsurance program or to hedge its exposure to uninsured catastrophic loss:  
NONE

7.1 Has the reporting entity reinsured any risk with any other entity under a quota share reinsurance contract that includes a provision that would limit the reinsurer's losses below the stated quota share percentage (e.g., a deductible, a loss ratio corridor, a loss cap, an aggregate limit or any similar provisions)?  Yes [ ]  No [X]  0

7.2 If yes, indicate the number of reinsurance contracts containing such provisions.  Yes [ ]  No [ ]

7.3 If yes, does the amount of reinsurance credit taken reflect the reduction in quota share coverage caused by any applicable limiting provision(s)?  Yes [ ]  No [ ]

8.1 Has this reporting entity reinsured any risk with any other entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on this risk, or portion thereof, reinsured?  Yes [ ]  No [X]

8.2 If yes, give full information

9.1 Has the reporting entity ceded any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates) for which during the period covered by the statement: (i) it recorded a positive or negative underwriting result greater than 5% of prior year-end surplus as regards policyholders or it reported calendar year written premium ceded or year-end loss and loss expense reserves ceded greater than 5% of prior year-end surplus as regards policyholders; (ii) it accounted for that contract as reinsurance and not as a deposit; and (iii) the contract(s) contain one or more of the following features or other features that would have similar results:  
 (a) A contract term longer than two years and the contract is noncancelable by the reporting entity during the contract term;  
 (b) A limited or conditional cancellation provision under which cancellation triggers an obligation by the reporting entity, or an affiliate of the reporting entity, to enter into a new reinsurance contract with the reinsurer, or an affiliate of the reinsurer;  
 (c) Aggregate stop loss reinsurance coverage;  
 (d) A unilateral right by either party (or both parties) to commute the reinsurance contract, whether conditional or not, except for such provisions which are only triggered by a decline in the credit status of the other party;  
 (e) A provision permitting reporting of losses, or payment of losses, less frequently than on a quarterly basis (unless there is no activity during the period); or  
 (f) Payment schedule, accumulating retentions from multiple years or any features inherently designed to delay timing of the reimbursement to the ceding entity?  Yes [ ]  No [X]

9.2 Has the reporting entity during the period covered by the statement ceded any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates), for which, during the period covered by the statement, it recorded a positive or negative underwriting result greater than 5% of prior year-end surplus as regards policyholders or it reported calendar year written premium ceded or year-end loss and loss expense reserves ceded greater than 5% of prior year-end surplus as regards policyholders; excluding cessions to approved pooling arrangements or to captive insurance companies that are directly or indirectly controlling, controlled by, or under common control with (i) one or more unaffiliated policyholders of the reporting entity, or (ii) an association of which one or more unaffiliated policyholders of the reporting entity is a member where:  
 (a) The written premium ceded to the reinsurer by the reporting entity or its affiliates represents fifty percent (50%) or more of the entire direct and assumed premium written by the reinsurer based on its most recently available financial statement; or  
 (b) Twenty-five percent (25%) or more of the written premium ceded to the reinsurer has been retroceded back to the reporting entity or its affiliates in a separate reinsurance contract.  Yes [ ]  No [X]

9.3 If yes to 9.1 or 9.2, please provide the following information in the Reinsurance Summary Supplemental Filing for General Interrogatory 9:  
 (a) The aggregate financial statement impact gross of all such ceded reinsurance contracts on the balance sheet and statement of income;  
 (b) A summary of the reinsurance contract terms and indicate whether it applies to the contracts meeting the criteria in 9.1 or 9.2; and  
 (c) A brief discussion of management's principle objectives in entering into the reinsurance contract including the economic purpose to be achieved.

9.4 Except for transactions meeting the requirements of paragraph 37 of SSAP No. 62R, *Property and Casualty Reinsurance*, has the reporting entity ceded any risk under any reinsurance contract (or multiple contracts with the same reinsurer or its affiliates) during the period covered by the financial statement, and either:  
 (a) Accounted for that contract as reinsurance (either prospective or retroactive) under statutory accounting principles ("SAP") and as a deposit under generally accepted accounting principles ("GAAP"); or  
 (b) Accounted for that contract as reinsurance under GAAP and as a deposit under SAP?  Yes [ ]  No [X]

9.5 If yes to 9.4, explain in the Reinsurance Summary Supplemental Filing for General Interrogatory 9 (Section D) why the contract(s) is treated differently for GAAP and SAP.

9.6 The reporting entity is exempt from the Reinsurance Attestation Supplement under one or more of the following criteria:  
 (a) The entity does not utilize reinsurance; or  
 (b) The entity only engages in a 100% quota share contract with an affiliate and the affiliated or lead company has filed an attestation supplement; or  
 (c) The entity has no external cessions and only participates in an intercompany pool and the affiliated or lead company has filed an attestation supplement.  Yes [ ]  No [X]

10. If the reporting entity has assumed risks from another entity, there should be charged on account of such reinsurance a reserve equal to that which the original entity would have been required to charge had it retained the risks. Has this been done?  Yes [X]  No [ ]  N/A [ ]

11.1 Has the reporting entity guaranteed policies issued by any other entity and now in force?  Yes [ ]  No [X]

11.2 If yes, give full information

12.1 If the reporting entity recorded accrued retrospective premiums on insurance contracts on Line 15.3 of the assets schedule, Page 2, state the amount of corresponding liabilities recorded for:  
 12.11 Unpaid losses  \$ \_\_\_\_\_ 0  
 12.12 Unpaid underwriting expenses (including loss adjustment expenses)  \$ \_\_\_\_\_ 0

12.2 Of the amount on Line 15.3, Page 2, state the amount that is secured by letters of credit, collateral and other funds?  \$ \_\_\_\_\_ 0

12.3 If the reporting entity underwrites commercial insurance risks, such as workers' compensation, are premium notes or promissory notes accepted from its insureds covering unpaid premiums and/or unpaid losses?  Yes [ ]  No [ ]  N/A [X]

12.4 If yes, provide the range of interest rates charged under such notes during the period covered by this statement:  
 12.41 From  %  
 12.42 To  %

12.5 Are letters of credit or collateral and other funds received from insureds being utilized by the reporting entity to secure premium notes or promissory notes taken by a reporting entity, or to secure any of the reporting entity's reported direct unpaid loss reserves, including unpaid losses under loss deductible features of commercial policies?  Yes [ ]  No [X]

12.6 If yes, state the amount thereof at December 31 of current year:

**GENERAL INTERROGATORIES****PART 2 – PROPERTY & CASUALTY INTERROGATORIES**

12.61 Letters of Credit	\$	0			
12.62 Collateral and other funds	\$	0			
13.1 Largest net aggregate amount insured in any one risk (excluding workers' compensation):	\$	3,000,000			
13.2 Does any reinsurance contract considered in the calculation of this amount include an aggregate limit of recovery without also including a reinstatement provision?	Yes [ ]	No [X]			
13.3 State the number of reinsurance contracts (excluding individual facultative risk certificates, but including facultative programs, automatic facilities or facultative obligatory contracts) considered in the calculation of the amount.	4				
14.1 Is the reporting entity a cedant in a multiple cedant reinsurance contract?	Yes [ ]	No [X]			
14.2 If yes, please describe the method of allocating and recording reinsurance among the cedants:					
14.3 If the answer to 14.1 is yes, are the methods described in item 14.2 entirely contained in the respective multiple cedant reinsurance contracts?	Yes [ ]	No [ ]			
14.4 If the answer to 14.3 is no, are all the methods described in 14.2 entirely contained in written agreements?	Yes [ ]	No [ ]			
14.5 If the answer to 14.4 is no, please explain:					
15.1 Has the reporting entity guaranteed any financed premium accounts?	Yes [ ]	No [X]			
15.2 If yes, give full information					
16.1 Does the reporting entity write any warranty business?	Yes [ ]	No [X]			
If yes, disclose the following information for each of the following types of warranty coverage:					
	1 Direct Losses Incurred	2 Direct Losses Unpaid	3 Direct Written Premium	4 Direct Premium Unearned	5 Direct Premium Earned
16.11 Home	\$ 0 \$	0 \$	0 \$	0 \$	0
16.12 Products	\$ 0 \$	0 \$	0 \$	0 \$	0
16.13 Automobile	\$ 0 \$	0 \$	0 \$	0 \$	0
16.14 Other*	\$ 0 \$	0 \$	0 \$	0 \$	0
* Disclose type of coverage:					
17.1 Does the reporting entity include amounts recoverable on unauthorized reinsurance in Schedule F-Part 3 that is exempt from the statutory provision for unauthorized reinsurance?	Yes [ ]	No [X]			
Incurred but not reported losses on contracts in force prior to July 1, 1984, and not subsequently renewed are exempt from the statutory provision for unauthorized reinsurance. Provide the following information for this exemption:					
17.11 Gross amount of unauthorized reinsurance in Schedule F-Part 3 exempt from the statutory provision for unauthorized reinsurance	\$	0			
17.12 Unfunded portion of Interrogatory 17.11	\$	0			
17.13 Paid losses and loss adjustment expenses portion of Interrogatory 17.11	\$	0			
17.14 Case reserves portion of Interrogatory 17.11	\$	0			
17.15 Incurred but not reported portion of Interrogatory 17.11	\$	0			
17.16 Unearned premium portion of Interrogatory 17.11	\$	0			
17.17 Contingent commission portion of Interrogatory 17.11	\$	0			
18.1 Do you act as a custodian for health savings accounts?	Yes [ ]	No [X]			
18.2 If yes, please provide the amount of custodial funds held as of the reporting date.	\$	0			
18.3 Do you act as an administrator for health savings accounts?	Yes [ ]	No [X]			
18.4 If yes, please provide the balance of the funds administered as of the reporting date.	\$	0			
19. Is the reporting entity licensed or charted, registered, qualified, eligible, or writing business in at least 2 states?	Yes [X]	No [ ]			
19.1 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 MAX INSURANCE COMPANY

## FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.

	1 2019	2 2018	3 2017	4 2016	5 2015
<b>Gross Premiums Written (Page 8, Part 1B, Cols. 1, 2 &amp; 3)</b>					
1. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 17.3, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4).....	728,868,061	645,734,561	539,510,291	465,804,260	408,852,506
2. Property lines (Lines 1, 2, 9, 12, 21 & 26).....	366,682,893	321,968,956	269,227,550	236,294,461	208,493,413
3. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27).....					(30)
4. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34).....					
5. Nonproportional reinsurance lines (Lines 31, 32 & 33).....					
6. Total (Line 35).....	1,095,550,954	967,703,517	808,737,842	702,098,721	617,345,889
<b>Net Premiums Written (Page 8, Part 1B, Col. 6)</b>					
7. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 17.3, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4).....	516,774,560	448,818,347	370,396,555	318,646,422	278,310,338
8. Property lines (Lines 1, 2, 9, 12, 21 & 26).....	278,409,945	240,357,856	199,728,342	173,654,591	149,185,011
9. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27).....					(30)
10. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34).....					
11. Nonproportional reinsurance lines (Lines 31, 32 & 33).....					
12. Total (Line 35).....	795,184,505	689,176,203	570,124,897	492,301,013	427,495,319
<b>Statement of Income (Page 4)</b>					
13. Net underwriting gain (loss) (Line 8).....	62,994,057	53,578,441	37,655,120	20,581,162	21,737,993
14. Net investment gain (loss) (Line 11).....	21,533,862	12,412,912	10,747,943	8,576,638	7,539,373
15. Total other income (Line 15).....	(155,513)	313,227	(757,479)	(36,715)	(141,614)
16. Dividends to policyholders (Line 17).....					
17. Federal and foreign income taxes incurred (Line 19).....	18,293,733	15,828,580	17,746,043	10,581,388	10,544,556
18. Net income (Line 20).....	66,078,673	50,476,000	29,899,541	18,539,697	18,591,196
<b>Balance Sheet Lines (Pages 2 and 3)</b>					
19. Total admitted assets excluding protected cell business (Page 2, Line 26, Col. 3).....	775,302,498	681,065,063	568,656,211	500,268,977	433,920,244
20. Premiums and considerations (Page 2, Col. 3):					
20.1 In course of collection (Line 15.1).....	16,607,831	13,628,432	7,087,651	6,276,328	5,153,815
20.2 Deferred and not yet due (Line 15.2).....	50,264,284	47,721,450	41,975,372	35,539,986	31,717,390
20.3 Accrued retrospective premiums (Line 15.3).....					
21. Total liabilities excluding protected cell business (Page 3, Line 26).....	518,626,245	463,629,657	390,448,651	338,089,934	295,419,453
22. Losses (Page 3, Line 1).....	229,494,888	201,989,962	173,260,252	152,534,992	133,989,272
23. Loss adjustment expenses (Page 3, Line 3).....	56,807,640	48,875,348	40,660,888	34,498,335	29,926,222
24. Unearned premiums (Page 3, Line 9).....	207,867,839	185,434,761	156,777,580	132,653,577	116,231,921
25. Capital paid up (Page 3, Lines 30 & 31).....	3,604,824	3,604,824	3,604,824	3,604,824	3,604,824
26. Surplus as regards policyholders (Page 3, Line 37).....	256,676,253	217,435,406	178,207,560	162,179,043	138,500,791
<b>Cash Flow (Page 5)</b>					
27. Net cash from operations (Line 11).....	116,019,465	108,348,395	78,572,686	49,223,389	61,899,329
<b>Risk-Based Capital Analysis</b>					
28. Total adjusted capital.....	256,676,253	217,435,406	178,207,560	162,179,043	138,500,791
29. Authorized control level risk-based capital.....	30,847,906	23,592,586	15,079,790	13,983,473	13,125,475
<b>Percentage Distribution of Cash, Cash Equivalents and Invested Assets</b>					
(Page 2, Col. 3) (Item divided by Page 2, Line 12, Col. 3) x 100.0					
30. Bonds (Line 1).....	100.0	99.3	99.5	91.5	88.9
31. Stocks (Lines 2.1 & 2.2).....					
32. Mortgage loans on real estate (Lines 3.1 & 3.2).....					
33. Real estate (Lines 4.1, 4.2 & 4.3).....					
34. Cash, cash equivalents and short-term investments (Line 5).....			0.4	8.5	11.1
35. Contract loans (Line 6).....					
36. Derivatives (Line 7).....					
37. Other invested assets (Line 8).....					
38. Receivables for securities (Line 9).....		0.7	0.0		
39. Securities lending reinvested collateral assets (Line 10).....					
40. Aggregate write-ins for invested assets (Line 11).....					
41. Cash, cash equivalents and invested assets (Line 12).....	100.0	100.0	100.0	100.0	100.0
<b>Investments in Parent, Subsidiaries and Affiliates</b>					
42. Affiliated bonds (Sch. D, Summary, Line 12, Col. 1).....					
43. Affiliated preferred stocks (Sch. D, Summary, Line 18, Col. 1).....					
44. Affiliated common stocks (Sch. D, Summary, Line 24, Col. 1).....					
45. Affiliated short-term investments					
(subtotals included in Schedule DA, Verification, Column 5, Line 10).....					
46. Affiliated mortgage loans on real estate.....					
47. All other affiliated.....					
48. Total of above lines 42 to 47.....	0	0	0	0	0
49. Total investment in parent included in Lines 42 to 47 above.....					
50. Percentage of investments in parent, subsidiaries and affiliates to surplus as regards policyholders (Line 48 above divided by Page 3, Col. 1, Line 37 x 100.0).....	0.0				

**PROGRESSIVE MAX INSURANCE COMPANY**  
**FIVE-YEAR HISTORICAL DATA**  
(Continued)

	1 2019	2 2018	3 2017	4 2016	5 2015
<b>Capital and Surplus Accounts (Page 4)</b>					
51. Net unrealized capital gains (losses) (Line 24).....	285,719	(272,489)	(27,261)	.....	.....
52. Dividends to stockholders (Line 35).....	(27,600,000)	(10,500,000)	(10,000,000)	.....	(4,000,000)
53. Change in surplus as regards policyholders for the year (Line 38).....	39,240,847	39,227,846	16,028,517	23,678,252	15,608,486
<b>Gross Losses Paid (Page 9, Part 2, Cols. 1 &amp; 2)</b>					
54. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 17.3, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4).....	370,210,063	321,249,485	275,731,260	245,746,328	215,282,360
55. Property lines (Lines 1, 2, 9, 12, 21 & 26).....	248,083,203	214,760,325	179,474,234	168,716,459	141,265,247
56. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27).....	.....	751	.....	44	1,833
57. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34).....	.....	.....	.....	.....	.....
58. Nonproportional reinsurance lines (Lines 31, 32 & 33).....	35,484	1,772,014	62,591	110,543	103,794
59. Total (Line 35).....	618,328,750	537,782,575	455,268,084	414,573,374	356,653,234
<b>Net Losses Paid (Page 9, Part 2, Col. 4)</b>					
60. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 17.3, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4).....	256,943,809	217,425,821	187,117,805	169,013,138	142,956,857
61. Property lines (Lines 1, 2, 9, 12, 21 & 26).....	186,003,893	158,678,532	131,700,928	122,431,233	101,735,841
62. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27).....	.....	751	.....	44	1,833
63. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34).....	.....	.....	.....	.....	.....
64. Nonproportional reinsurance lines (Lines 31, 32 & 33).....	1	0	.....	.....	.....
65. Total (Line 35).....	442,947,703	376,105,105	318,818,733	291,444,415	244,694,531
<b>Operating Percentages (Page 4)</b> (Item divided by Page 4, Line 1) x 100.0					
66. Premiums earned (Line 1).....	100.0	100.0	100.0	100.0	100.0
67. Losses incurred (Line 2).....	60.9	61.3	62.2	65.1	63.2
68. Loss expenses incurred (Line 3).....	10.2	10.7	11.4	11.3	11.3
69. Other underwriting expenses incurred (Line 4).....	20.7	20.0	19.5	19.2	20.2
70. Net underwriting gain (loss) (Line 8).....	8.2	8.1	6.9	4.3	5.3
<b>Other Percentages</b>					
71. Other underwriting expenses to net premiums written (Page 4, Lines 4 + 5 - 15 divided by Page 8, Part 1B, Col. 6, Line 35 x 100.0).....	20.2	19.0	18.8	18.6	19.5
72. Losses and loss expenses incurred to premiums earned (Page 4, Lines 2 + 3 divided by Page 4, Line 1 x 100.0).....	71.1	72.0	73.6	76.5	74.5
73. Net premiums written to policyholders' surplus (Page 8, Part 1B, Col. 6, Line 35, divided by Page 3, Line 37, Col. 1 x 100.0).....	309.8	317.0	319.9	303.6	308.7
<b>One Year Loss Development (\$000 omitted)</b>					
74. Development in estimated losses and loss expenses incurred prior to current year (Schedule P, Part 2-Summary, Line 12, Col. 11).....	4,707	2,923	(359)	(1,103)	(5,078)
75. Percent of development of losses and loss expenses incurred to policyholders' surplus of prior year-end (Line 74 above divided by Page 4, Line 21, Col. 1 x 100.0).....	2.2	1.6	(0.2)	(0.8)	(4.1)
<b>Two Year Loss Development (\$000 omitted)</b>					
76. Development in estimated losses and loss expenses incurred 2 years before the current year and prior year (Schedule P, Part 2-Summary, Line 12, Col. 12).....	4,277	2,618	(639)	(5,232)	(887)
77. Percent of development of losses and loss expenses incurred to reported policyholders' surplus of second prior-year end (Line 76 above divided by Page 4, Line 21, Col. 2 x 100.0).....	2.4	1.6	(0.5)	(4.3)	(0.8)

If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, *Accounting Changes and Correction of Errors*?

Yes  No

If no, please explain:

**SCHEDULE P - ANALYSIS OF LOSSES AND LOSS EXPENSES****SCHEDULE P - PART 1 - SUMMARY**

(\$000 Omitted)

Years in Which Premiums Were Earned and Losses Were Incurred	Premiums Earned			Loss and Loss Expense Payments								12 Number of Claims Reported-Direct and Assumed	
	1 Direct and Assumed	2 Ceded	3 Net (Cols. 1 - 2)	Loss Payments		Defense and Cost Containment Payments		Adjusting and Other Payments		10 Salvage and Subrogation Received	11 Total Net Paid (Cols. 4 - 5 + 6 - 7 + 8 - 9)		
				4 Direct and Assumed	5 Ceded	6 Direct and Assumed	7 Ceded	8 Direct and Assumed	9 Ceded				
1. Prior.....	....XXX.....	....XXX.....	....XXX.....	.....156	.....132	.....27	.....0	.....20	.....	.....34	.....70	....XXX.....	
2. 2010.....	....283,004	.....3,054	....279,950	....176,381	....2,635	....4,921	.....6	....29,109	.....	....20,077	....207,771	....XXX.....	
3. 2011.....	....306,972	.....3,916	....303,056	....189,203	....1,931	....5,332	.....2	....29,830	.....	....22,426	....222,432	....XXX.....	
4. 2012.....	....331,077	.....4,084	....326,993	....208,017	....2,437	....5,373	.....9	....30,686	.....	....24,904	....241,630	....XXX.....	
5. 2013.....	....343,354	.....4,879	....338,475	....211,621	....2,965	....5,659	.....12	....31,117	.....	....24,168	....245,419	....XXX.....	
6. 2014.....	....381,332	.....5,967	....375,365	....235,047	....2,395	....6,210	.....6	....33,930	.....	....26,978	....272,787	....XXX.....	
7. 2015.....	....419,399	.....7,098	....412,301	....267,741	....3,041	....7,471	.....6	....38,530	.....	....29,505	....310,696	....XXX.....	
8. 2016.....	....483,452	.....7,559	....475,893	....308,652	....3,490	....7,548	.....5	....44,520	.....	....34,120	....357,225	....XXX.....	
9. 2017.....	....555,805	.....9,803	....546,002	....327,440	....4,479	....6,318	.....52	....48,254	.....	....37,965	....377,480	....XXX.....	
10. 2018.....	....671,252	.....10,733	....660,519	....359,303	....3,875	....3,657	.....10	....51,047	.....	....46,228	....410,121	....XXX.....	
11. 2019.....	....785,961	.....13,210	....772,751	....318,977	....2,139	....797	.....1	....47,407	.....	....33,003	....365,041	....XXX.....	
12. Totals.....	....XXX.....	....XXX.....	....XXX.....	....2,602,537	....29,518	....53,313	....108	....384,450	....0	....299,410	....3,010,673	....XXX.....	

	Losses Unpaid				Defense and Cost Containment Unpaid				Adjusting and Other Unpaid		23 Salvage and Subrogation Anticipated	24 Total Net Losses and Expenses Unpaid	25 Number of Claims Outstanding-Direct and Assumed
	Case Basis		Bulk + IBNR		Case Basis		Bulk + IBNR		21	22			
	13 Direct and Assumed	14 Ceded	15 Direct and Assumed	16 Ceded	17 Direct and Assumed	18 Ceded	19 Direct and Assumed	20 Ceded	Direct and Assumed	Ceded			
1. Prior.....	....1,831	....1,690	....197	....255	....44	.....	.....	.....	....77	.....	.....	....205	....XXX.....
2. 2010.....	....2,070	....2,001	.....	.....	....30	.....	.....	.....	....49	.....	.....	....148	....XXX.....
3. 2011.....	....1,074	....970	....546	....546	....33	.....	.....	.....	....41	.....	.....	....179	....XXX.....
4. 2012.....	....3,560	....3,322	....2,428	....2,428	....63	....0	.....	.....	....92	.....	.....	....393	....XXX.....
5. 2013.....	....2,247	....1,864	....3,068	....3,068	....101	.....	.....	.....	....125	.....	.....	....609	....XXX.....
6. 2014.....	....1,881	....1,016	....3,704	....3,704	....209	.....	.....	.....	....243	.....	.....	....1,318	....XXX.....
7. 2015.....	....3,442	....1,401	....3,780	....3,780	....473	.....	.....	.....	....427	.....	.....	....2,941	....XXX.....
8. 2016.....	....7,725	....1,838	....6,771	....4,771	....1,207	.....	....694	.....	....1,215	.....	....1,084	....11,003	....XXX.....
9. 2017.....	....18,131	....2,620	....9,541	....6,679	....3,376	....0	....781	....0	....2,369	.....	....1,342	....24,901	....XXX.....
10. 2018.....	....44,827	....2,525	....18,748	....10,400	....6,479	....0	....1,617	....0	....5,707	.....	....3,608	....64,452	....XXX.....
11. 2019.....	....123,803	....2,514	....41,330	....13,817	....10,053	....0	....3,482	....1	....17,819	.....	....24,993	....180,155	....XXX.....
12. Totals.....	....210,590	....21,762	....90,114	....49,448	....22,070	....0	....6,575	....1	....28,165	....0	....31,028	....286,303	....XXX.....

	Total Losses and Loss Expenses Incurred			Loss and Loss Expense Percentage (Incurred/Premiums Earned)			Nontabular Discount		34 Inter-Company Pooling Participation Percentage	Net Balance Sheet Reserves after Discount		
	26 Direct and Assumed	27 Ceded	28 Net	29 Direct and Assumed	30 Ceded	31 Net	32 Loss	33 Loss Expense		35 Losses Unpaid	36 Loss Expenses Unpaid	
1. Prior..	....XXX.....	....XXX.....	....XXX.....	....XXX.....	....XXX.....	....XXX.....	.....	.....	....XXX.....	....83	....122	
2. 2010.....	....212,561	....4,642	....207,919	....75.1	....152.0	....74.3	.....	.....	....6.00	....69	....79	
3. 2011.....	....226,060	....3,449	....222,610	....73.6	....88.1	....73.5	.....	.....	....6.00	....104	....74	
4. 2012.....	....250,219	....8,197	....242,022	....75.6	....200.7	....74.0	.....	.....	....6.00	....238	....155	
5. 2013.....	....253,937	....7,908	....246,029	....74.0	....162.1	....72.7	.....	.....	....6.00	....384	....225	
6. 2014.....	....281,225	....7,121	....274,104	....73.7	....119.3	....73.0	.....	.....	....6.00	....865	....453	
7. 2015.....	....321,865	....8,228	....313,637	....76.7	....115.9	....76.1	.....	.....	....6.00	....2,041	....900	
8. 2016.....	....378,331	....10,103	....368,228	....78.3	....133.7	....77.4	.....	.....	....6.00	....7,886	....3,116	
9. 2017.....	....416,211	....13,829	....402,382	....74.9	....141.1	....73.7	.....	.....	....6.00	....18,374	....6,527	
10. 2018.....	....491,384	....16,811	....474,573	....73.2	....156.6	....71.8	.....	.....	....6.00	....50,649	....13,803	
11. 2019.....	....563,668	....18,472	....545,196	....71.7	....139.8	....70.6	.....	.....	....6.00	....148,801	....31,353	
12. Totals.....	....XXX.....	....XXX.....	....XXX.....	....XXX.....	....XXX.....	....XXX.....	....0	....0	....XXX.....	....229,495	....56,808	

Note: Parts 2 and 4 are gross of all discounting, including tabular discounting. Part 1 is gross of only nontabular discounting, which is reported in Columns 32 and 33 of

Part 1. The tabular discount, if any, is reported in the Notes to Financial Statements, which will reconcile Part 1 with Parts 2 and 4.

**SCHEDULE P - PART 2 - SUMMARY**

Years in Which Losses Were Incurred	Incurred Net Losses and Defense and Cost Containment Expenses Reported at Year End (\$000 omitted)										DEVELOPMENT	
	1 2010	2 2011	3 2012	4 2013	5 2014	6 2015	7 2016	8 2017	9 2018	10 2019	11 One Year	12 Two Year
1. Prior....	40,325	37,162	35,380	34,418	35,044	35,630	35,543	35,876	35,951	35,956	4	80
2. 2010....	182,031	179,254	179,750	179,714	178,602	178,684	178,732	178,694	178,700	178,761	61	67
3. 2011....	XXX....	193,352	193,901	194,285	194,230	192,733	192,757	192,754	192,730	192,739	10	(14)
4. 2012....	XXX....	XXX....	213,185	211,877	212,328	212,836	211,065	211,248	211,215	211,244	29	(4)
5. 2013....	XXX....	XXX....	XXX....	215,744	215,675	215,264	216,462	214,519	214,678	214,787	110	268
6. 2014....	XXX....	XXX....	XXX....	XXX....	244,178	239,835	240,267	241,036	239,575	239,931	356	(1,105)
7. 2015....	XXX....	XXX....	XXX....	XXX....	XXX....	273,496	272,546	273,710	276,185	274,680	(1,505)	970
8. 2016....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	320,248	319,423	321,204	322,493	1,289	3,069
9. 2017....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	350,812	350,758	351,758	1,000	946
10. 2018....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	414,466	417,820	3,354	XXX....	
11. 2019....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	479,969	XXX....	XXX....	
										12. Totals....	4,707	4,277

**SCHEDULE P - PART 3 - SUMMARY**

Years in Which Losses Were Incurred	Cumulative Paid Net Losses and Defense and Cost Containment Expenses Reported at Year End (\$000 omitted)										11 Number of Claims Closed With Loss Payment	12 Number of Claims Closed Without Loss Payment
	1 2010	2 2011	3 2012	4 2013	5 2014	6 2015	7 2016	8 2017	9 2018	10 2019		
1. Prior....	000....	18,361	27,515	31,548	33,574	34,674	35,079	35,661	35,777	35,828	XXX....	XXX....
2. 2010....	117,616	152,119	166,206	173,463	176,676	177,749	178,304	178,497	178,568	178,662	XXX....	XXX....
3. 2011....	XXX....	129,631	165,935	181,064	188,283	190,864	191,889	192,336	192,495	192,602	XXX....	XXX....
4. 2012....	XXX....	XXX....	142,192	183,565	199,591	206,357	209,262	210,323	210,712	210,943	XXX....	XXX....
5. 2013....	XXX....	XXX....	XXX....	142,400	186,799	202,000	209,677	212,671	213,744	214,303	XXX....	XXX....
6. 2014....	XXX....	XXX....	XXX....	XXX....	163,948	208,085	225,725	234,000	237,379	238,857	XXX....	XXX....
7. 2015....	XXX....	XXX....	XXX....	XXX....	XXX....	179,767	235,299	256,210	267,663	272,166	XXX....	XXX....
8. 2016....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	212,408	274,757	299,992	312,706	XXX....	XXX....
9. 2017....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	229,787	300,278	329,226	XXX....	XXX....
10. 2018....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	272,504	359,075	XXX....	XXX....	
11. 2019....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	317,634	XXX....	XXX....	

**SCHEDULE P - PART 4 - SUMMARY**

Years in Which Losses Were Incurred	Bulk and IBNR Reserves on Net Losses and Defense and Cost Containment Expenses Reported at Year End (\$000 omitted)									
	1 2010	2 2011	3 2012	4 2013	5 2014	6 2015	7 2016	8 2017	9 2018	10 2019
1. Prior....	7,391	3,279	1,359	20	34	147	(52)	(55)	(5)	(57)
2. 2010....	13,656	4,670	2,201	1,565	23	113	3			
3. 2011....	XXX....	13,796	5,169	2,016	1,591	10	2			
4. 2012....	XXX....	XXX....	16,387	4,940	2,006	1,920	(4)	0		
5. 2013....	XXX....	XXX....	XXX....	16,612	5,446	2,236	2,132	0	0	1
6. 2014....	XXX....	XXX....	XXX....	XXX....	15,826	5,766	2,282	1,944	0	0
7. 2015....	XXX....	XXX....	XXX....	XXX....	XXX....	16,350	6,198	2,511	2,206	(0)
8. 2016....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	19,902	6,969	3,012	2,694
9. 2017....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	24,172	8,132	3,644
10. 2018....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	29,486	9,964
11. 2019....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	XXX....	30,995

**PROGRESSIVE MAX INSURANCE COMPANY**  
**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

Allocated by States and Territories

States, Etc.	1 Active Status (a)	Gross Premiums, Including Policy and Membership Fees Less Return Premiums and Premiums on Policies Not Taken		4 Dividends Paid or Credited to Policyholders on Direct Business	5 Direct Losses Paid (Deducting Salvage)	6 Direct Losses Incurred	7 Direct Losses Unpaid	8 Finance and Service Charges not Included in Premiums	9 Direct Premiums Written for Federal Purchasing Groups (Incl. in Col. 2)
		2 Direct Premiums Written	3 Direct Premiums Earned						
1. Alabama.....	AL	.....L.....	.....	.....	.....	.....	.....	.....	.....
2. Alaska.....	AK	.....L.....	.....	.....	.....	.....	.....	.....	.....
3. Arizona.....	AZ	.....L.....	.....	.....	.....	.....	.....	.....	.....
4. Arkansas.....	AR	.....L.....	.....	.....	.....	.....	.....	.....	.....
5. California.....	CA	.....N.....	.....	.....	.....	.....	.....	.....	.....
6. Colorado.....	CO	.....L.....	.....	.....	.....	.....	.....	.....	.....
7. Connecticut.....	CT	.....L.....	.....	.....	.....	.....	.....	.....	.....
8. Delaware.....	DE	.....L.....	.....	.....	.....	.....	.....	.....	.....
9. District of Columbia.....	DC	.....L.....	.....	.....	.....	.....	.....	.....	.....
10. Florida.....	FL	.....N.....	.....	.....	.....	.....	.....	.....	.....
11. Georgia.....	GA	.....L.....	.....	.....	.....	.....	.....	.....	.....
12. Hawaii.....	HI	.....L.....	.....	.....	.....	.....	.....	.....	.....
13. Idaho.....	ID	.....L.....	.....	.....	.....	.....	.....	.....	.....
14. Illinois.....	IL	.....L.....	.....	.....	.....	.....	.....	.....	.....
15. Indiana.....	IN	.....L.....	.....	.....	.....	.....	.....	.....	.....
16. Iowa.....	IA	.....L.....	.....	.....	.....	.....	.....	.....	.....
17. Kansas.....	KS	.....L.....	.....	.....	.....	.....	.....	.....	.....
18. Kentucky.....	KY	.....L.....	.....	.....	.....	.....	.....	.....	.....
19. Louisiana.....	LA	.....N.....	.....	.....	.....	.....	.....	.....	.....
20. Maine.....	ME	.....N.....	.....	.....	.....	.....	.....	.....	.....
21. Maryland.....	MD	.....L.....	.....	.....	.....	.....	.....	.....	.....
22. Massachusetts.....	MA	.....N.....	.....	.....	.....	.....	.....	.....	.....
23. Michigan.....	MI	.....N.....	.....	.....	.....	.....	.....	.....	.....
24. Minnesota.....	MN	.....L.....	.....	.....	.....	.....	.....	.....	.....
25. Mississippi.....	MS	.....L.....	.....	.....	.....	.....	.....	.....	.....
26. Missouri.....	MO	.....L.....	11,750,739	.....12,699,479	.....	.....6,228,559	.....6,384,761	.....2,274,318	.....188,560
27. Montana.....	MT	.....L.....	.....	.....	.....	.....	.....	.....	.....
28. Nebraska.....	NE	.....L.....	.....	.....	.....	.....	.....	.....	.....
29. Nevada.....	NV	.....L.....	.....	.....	.....	.....	.....	.....	.....
30. New Hampshire.....	NH	.....L.....	.....	.....	.....	.....	.....	.....	.....
31. New Jersey.....	NJ	.....L.....	.....	.....	.....	.....102,862	.....(135,006)	.....84,538	.....
32. New Mexico.....	NM	.....L.....	.....	.....	.....	.....	.....	.....	.....
33. New York.....	NY	.....L.....	210,570,791	.....206,882,297	.....	.....120,526,520	.....131,684,836	.....73,400,453	.....5,082,516
34. North Carolina.....	NC	.....L.....	.....	.....	.....	.....	.....	.....	.....
35. North Dakota.....	ND	.....L.....	.....	.....	.....	.....	.....	.....	.....
36. Ohio.....	OH	.....L.....	.....	.....466	.....	.....5,988,043	.....(368,949)	.....21,130	.....
37. Oklahoma.....	OK	.....L.....	.....	.....	.....	.....	.....	.....	.....
38. Oregon.....	OR	.....L.....	.....	.....	.....	.....	.....	.....	.....
39. Pennsylvania.....	PA	.....L.....	.....	.....	.....	.....	.....	.....	.....
40. Rhode Island.....	RI	.....L.....	6,210,145	.....6,464,435	.....	.....3,621,417	.....3,093,118	.....1,769,344	.....59,187
41. South Carolina.....	SC	.....L.....	9,838,685	.....10,143,245	.....	.....5,897,963	.....5,452,118	.....3,559,880	.....100,956
42. South Dakota.....	SD	.....L.....	.....	.....	.....	.....	.....	.....	.....
43. Tennessee.....	TN	.....N.....	.....	.....	.....	.....	.....	.....	.....
44. Texas.....	TX	.....N.....	.....	.....	.....	.....	.....	.....	.....
45. Utah.....	UT	.....L.....	.....	.....	.....	.....	.....	.....	.....
46. Vermont.....	VT	.....L.....	.....	.....	.....	.....	.....	.....	.....
47. Virginia.....	VA	.....L.....	.....	.....	.....	.....(4,285)	.....(4,285)	.....	.....
48. Washington.....	WA	.....L.....	2,035,438	.....2,165,488	.....	.....2,409,863	.....1,690,022	.....1,517,291	.....22,375
49. West Virginia.....	WV	.....L.....	59,960,651	.....59,228,308	.....	.....30,576,017	.....30,256,773	.....13,195,051	.....507,583
50. Wisconsin.....	WI	.....L.....	.....	.....	.....	.....	.....	.....	.....
51. Wyoming.....	WY	.....L.....	.....	.....	.....	.....	.....	.....	.....
52. American Samoa.....	AS	.....N.....	.....	.....	.....	.....	.....	.....	.....
53. Guam.....	GU	.....N.....	.....	.....	.....	.....	.....	.....	.....
54. Puerto Rico.....	PR	.....N.....	.....	.....	.....	.....	.....	.....	.....
55. US Virgin Islands.....	VI	.....N.....	.....	.....	.....	.....	.....	.....	.....
56. Northern Mariana Islands.....	MP	.....N.....	.....	.....	.....	.....	.....	.....	.....
57. Canada.....	CAN	.....N.....	.....	.....	.....	.....	.....	.....	.....
58. Aggregate Other Alien.....	OT	XXX	.....0	.....0	.....0	.....0	.....0	.....0	.....0
59. Totals.....		XXX	300,366,449	297,583,718	.....0	.....175,345,563	.....178,051,992	.....95,822,005	.....5,961,177

## DETAILS OF WRITE-INS

58001.....	XXX	.....	.....	.....	.....	.....	.....	.....	.....
58002.....	XXX	.....	.....	.....	.....	.....	.....	.....	.....
58003.....	XXX	.....	.....	.....	.....	.....	.....	.....	.....
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above)	XXX	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0

(a) Active Status Counts:

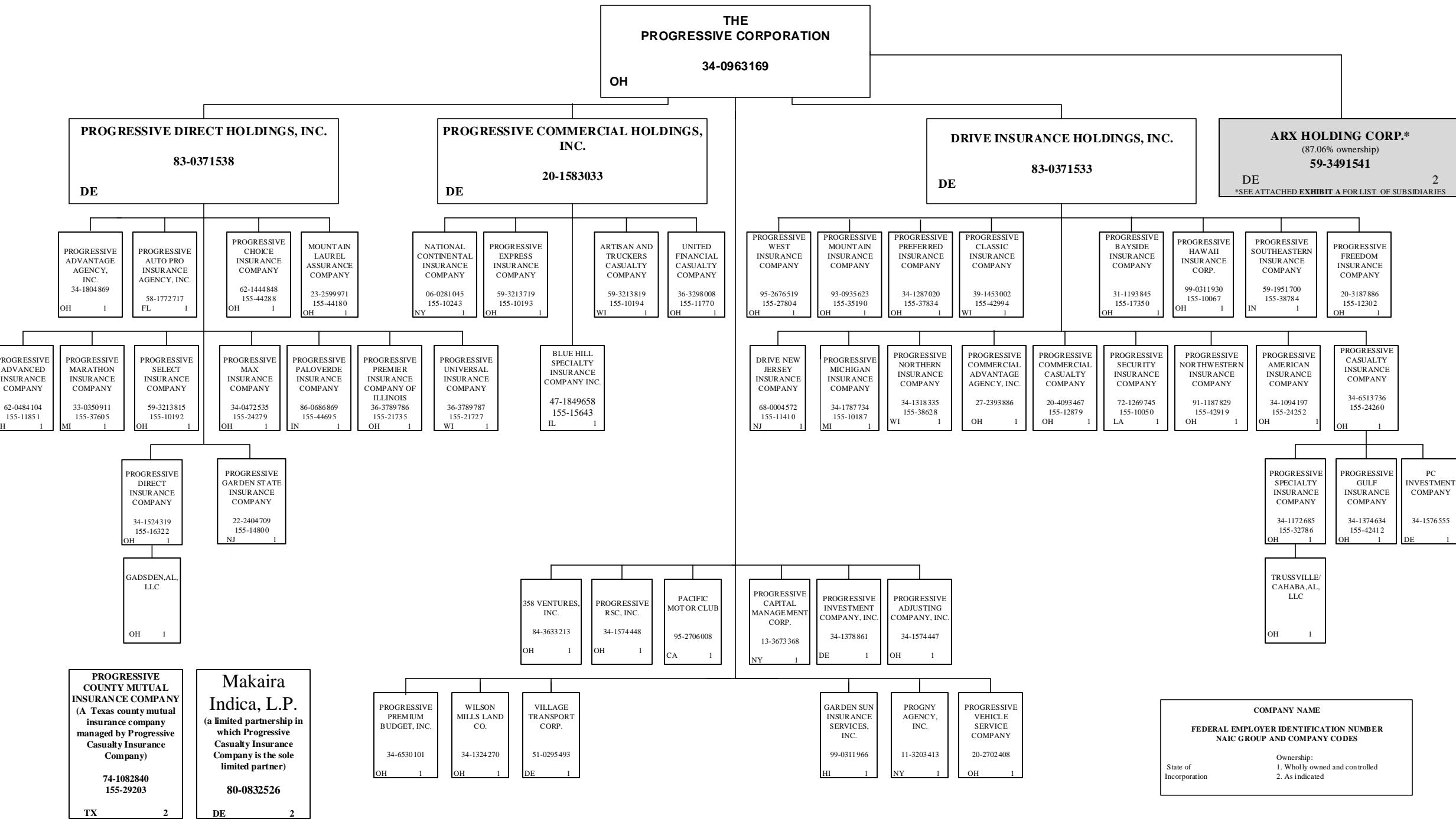
L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG.....43

E - Eligible - Reporting entities eligible or approved to write surplus lines in the state  
(other than their state of domicile - See DSLI).....0D - Domestic Surplus Lines Insurer (DSLI) - Reporting entities authorized to write  
surplus lines in the state of domicile.....0(b) Explanation of Basis of Allocation of Premiums by States, etc.  
Allocation on the basis of the location where the vehicle is principally garaged and used.

R - Registered - Non-domiciled RRGs.....0

Q - Qualified - Qualified or accredited reinsurer.....0

N - None of the above - Not allowed to write business in the state.....14

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

## PROGRESSIVE MAX INSURANCE COMPANY

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

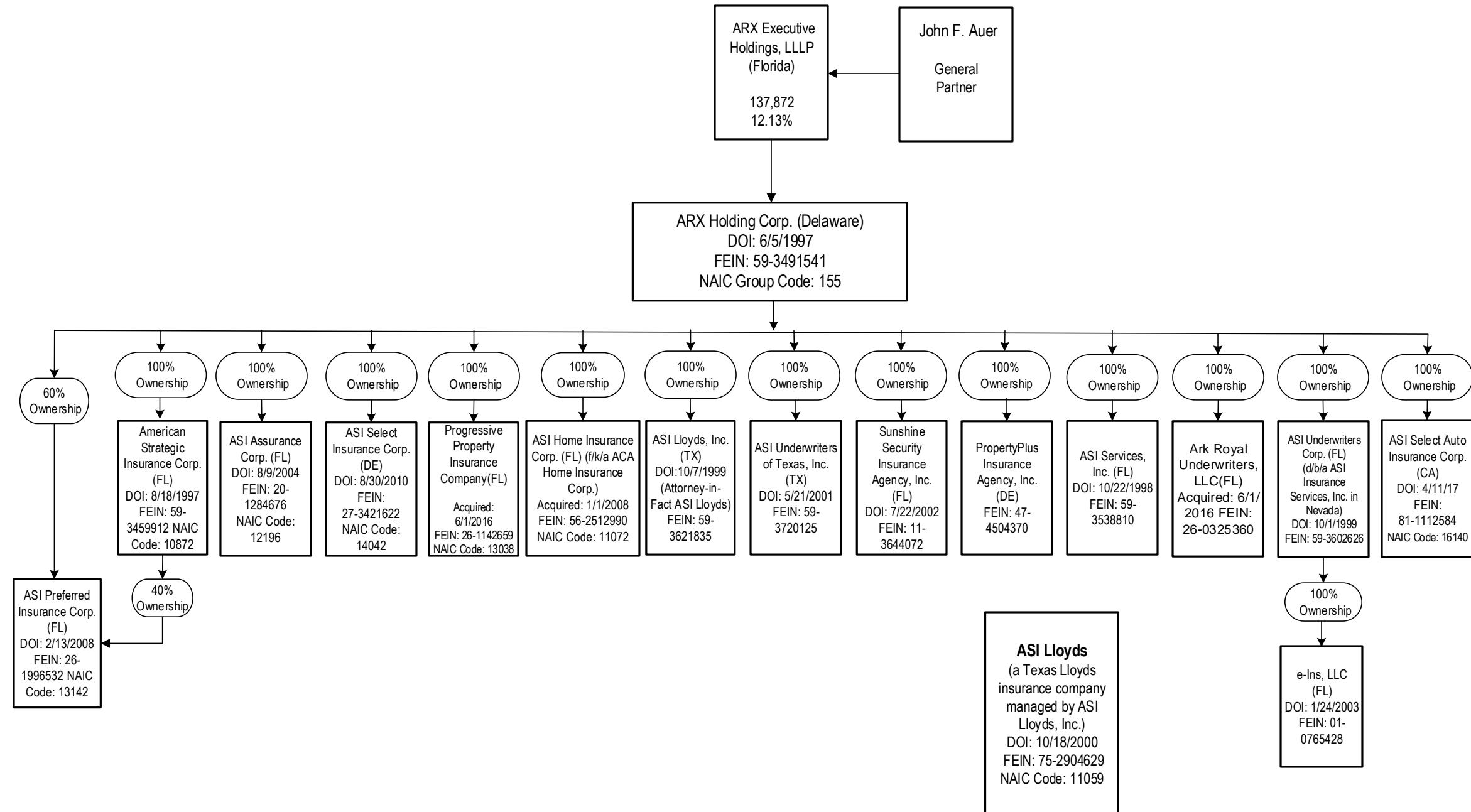


EXHIBIT A

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