



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENTAS OF JUNE 30, 2024
OF THE CONDITION AND AFFAIRS OF THE**Republic-Franklin Insurance Company**NAIC Group Code 0201 0201 NAIC Company Code 12475 Employer's ID Number 31-4290270
(Current) (Prior)

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

Country of Domicile _____ United States of America

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

Statutory Home Office _____ 2 Easton Oval, Suite 225 Columbus, OH, US 43219
(Street and Number) (City or Town, State, Country and Zip Code)Main Administrative Office _____ 180 Genesee Street
(Street and Number) New Hartford, NY, US 13413 800-598-8422
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)Mail Address _____ Post Office Box 530 Utica, NY, US 13503-0530
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)Primary Location of Books and Records _____ 180 Genesee Street
(Street and Number) New Hartford, NY, US 13413 800-598-8422
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)Internet Website Address _____ www.uticanational.comStatutory Statement Contact _____ Sean Patrick Walsh 315-734-2745
(Name) sean.walsh@uticanational.com (Area Code) (Telephone Number)
(E-mail Address) 315-235-4642 (FAX Number)**OFFICERS**Chairman & CEO _____ Richard Patrick Creedon SVP, CFO & Treasurer _____ Elizabeth Mary Miller
President & COO _____ Kristen Holly Martin Secretary _____ Louisa Suzanne Ruffine**OTHER****DIRECTORS OR TRUSTEES**Donald Peter Cardarelli Richard Patrick Creedon Paul Alan Hagstrom, Ph.D.
Gregory Miller Harden Zelda Jean Holcomb, Ph.D. Kristen Holly Martin
Timothy Robert Reed Linda Ellen Romano Eric Keith SchollState of _____ New York SS:
County of _____ Oneida

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

Kristen Holly Martin
President & CEOElizabeth Mary Miller
SVP, CFO & TreasurerLouisa Suzanne Ruffine
SecretarySubscribed and sworn to before me this
day of _____

- a. Is this an original filing?
 b. If no,
 1. State the amendment number.....
 2. Date filed
 3. Number of pages attached.....

Yes [] No []

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	137,310,089		137,310,089	133,089,444
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	6,721,872		6,721,872	5,870,963
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$ 12,763), cash equivalents (\$ 896,788) and short-term investments (\$)	909,551		909,551	1,613,038
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	144,941,512		144,941,512	140,573,444
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	1,069,886		1,069,886	1,013,903
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	17,487,861	202,343	17,285,518	15,687,024
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 226,954 earned but unbilled premiums)	883,638	25,217	858,421	1,006,122
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	482,341		482,341	173,549
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	10,265		10,265	
18.2 Net deferred tax asset	1,258,595		1,258,595	1,356,358
19. Guaranty funds receivable or on deposit	88,982		88,982	85,717
20. Electronic data processing equipment and software	46,546		46,546	14,336
21. Furniture and equipment, including health care delivery assets (\$)	141,549	141,549		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,098,268		1,098,268	1,064,114
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	1,401,368	940,509	460,860	513,655
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	168,910,811	1,309,618	167,601,193	161,488,223
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	168,910,811	1,309,618	167,601,193	161,488,223
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Accounts Receivable - Other	208,408		208,408	259,466
2502. Equities and Deposits in Pools and Associations	257,171	4,719	252,452	254,189
2503. Prepaid Expenses	722,495	722,495		
2598. Summary of remaining write-ins for Line 25 from overflow page	213,295	213,295		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,401,368	940,509	460,860	513,655

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 11,930,201)	45,531,990	43,802,860
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	11,311,095	10,876,688
4. Commissions payable, contingent commissions and other similar charges	1,218,830	1,572,568
5. Other expenses (excluding taxes, licenses and fees)	1,217,070	1,563,154
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	190,310	
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	1,716,582	1,117,186
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 187,841,549 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	23,932,140	23,708,052
10. Advance premium	152,313	168,860
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	113,497	175,464
12. Ceded reinsurance premiums payable (net of ceding commissions)	424,480	508,869
13. Funds held by company under reinsurance treaties		353
14. Amounts withheld or retained by company for account of others	1,667,636	1,181,482
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ certified)	83,081	83,081
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates		
20. Derivatives		
21. Payable for securities	778,162	1,300
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	(135,832)	(150,571)
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	88,201,354	84,609,346
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	88,201,354	84,609,346
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	3,500,000	3,500,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	5,139,802	5,139,802
35. Unassigned funds (surplus)	70,760,037	68,239,075
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	79,399,839	76,878,877
38. Totals (Page 2, Line 28, Col. 3)	167,601,193	161,488,223
DETAILS OF WRITE-INS		
2501. Contingent Balances in Safety Groups	15,090	18,270
2502. Miscellaneous Accounts Payable		166
2503. Liability for Pension Benefits	(150,922)	(169,007)
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	(135,832)	(150,571)
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 197,543,437)	200,448,469	181,124,478	376,141,320
1.2 Assumed (written \$ 24,164,310)	23,940,327	21,593,340	44,443,339
1.3 Ceded (written \$ 197,543,404)	200,448,541	181,124,982	376,141,841
1.4 Net (written \$ 24,164,343)	23,940,255	21,592,837	44,442,819
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 15,655,809):			
2.1 Direct	122,505,816	104,806,698	200,637,623
2.2 Assumed	12,753,964	12,494,800	23,156,769
2.3 Ceded	122,506,409	104,806,421	200,645,649
2.4 Net	12,753,371	12,495,078	23,148,743
3. Loss adjustment expenses incurred	3,176,036	3,031,092	5,792,621
4. Other underwriting expenses incurred	7,745,255	6,940,676	14,854,793
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	23,674,663	22,466,845	43,796,157
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	265,592	(874,008)	646,661
INVESTMENT INCOME			
9. Net investment income earned	2,337,421	1,992,577	4,179,799
10. Net realized capital gains (losses) less capital gains tax of \$ (10,265)	(50,481)	(10,159)	1,059
11. Net investment gain (loss) (Lines 9 + 10)	2,286,940	1,982,418	4,180,858
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 3,703 amount charged off \$ 52,787)	(49,084)	(45,979)	(90,879)
13. Finance and service charges not included in premiums	139,188	132,668	269,910
14. Aggregate write-ins for miscellaneous income	(162,183)	(163,559)	(297,589)
15. Total other income (Lines 12 through 14)	(72,078)	(76,870)	(118,557)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	2,480,454	1,031,540	4,708,962
17. Dividends to policyholders	61,108	(19,544)	84,488
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)	2,419,346	1,051,084	4,624,474
19. Federal and foreign income taxes incurred	599,396	215,931	1,077,544
20. Net income (Line 18 minus Line 19)(to Line 22)	1,819,950	835,153	3,546,930
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	76,878,877	71,876,781	71,876,781
22. Net income (from Line 20)	1,819,950	835,153	3,546,930
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$ 178,690	672,219	595,055	905,285
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	80,927	(47,319)	182,728
27. Change in nonadmitted assets	70,082	155,735	62,519
28. Change in provision for reinsurance			258,760
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	(122,215)	49,928	45,872
38. Change in surplus as regards policyholders (Lines 22 through 37)	2,520,962	1,588,552	5,002,095
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	79,399,839	73,465,334	76,878,877
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			
1401. Miscellaneous Income	(162,183)	(163,559)	(297,589)
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	(162,183)	(163,559)	(297,589)
3701. Contingent Balance in Safety Groups	3,180	13,590	(4,680)
3702. Pension Benefit Obligation	(18,085)	6,338	(13,030)
3703. Pension Expense	(107,310)	30,000	63,582
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)	(122,215)	49,928	45,872

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	22,590,557	20,827,575	45,204,388
2. Net investment income	2,272,144	1,993,918	4,156,323
3. Miscellaneous income	(72,078)	(89,616)	(131,303)
4. Total (Lines 1 to 3)	24,790,622	22,731,877	49,229,408
5. Benefit and loss related payments	11,333,033	10,666,080	21,475,694
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	11,400,260	10,279,702	19,423,979
8. Dividends paid to policyholders	123,075	98,781	173,212
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)			1,344,245
10. Total (Lines 5 through 9)	22,856,369	21,044,562	42,417,130
11. Net cash from operations (Line 4 minus Line 10)	1,934,253	1,687,314	6,812,278
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	11,104,554	5,233,339	12,780,838
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			
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	11,104,554	5,233,339	12,780,838
13. Cost of investments acquired (long-term only):			
13.1 Bonds	14,611,334	8,300,812	18,116,203
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	14,611,334	8,300,812	18,116,203
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(3,506,780)	(3,067,473)	(5,335,365)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	869,040	1,112,574	(512,187)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	869,040	1,112,574	(512,187)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(703,487)	(267,585)	964,726
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	1,613,038	648,312	648,312
19.2 End of period (Line 18 plus Line 19.1)	909,551	380,727	1,613,038

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

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NOTES TO FINANCIAL STATEMENTS

NOTE 1 Summary of Significant Accounting Policies and Going Concern
A. Accounting Practices

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

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

A reconciliation of net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the state of Ohio is shown below.

	SSAP #	F/S Page	F/S Line #	2024		2023	
NET INCOME							
(1) State basis (Page 4, Line 20, Columns 1 & 3)	XXX	XXX	XXX	\$ 1,819,950	\$	3,546,930	
(2) State Prescribed Practices that are an increase/(decrease) from NAIC SAP:							
(3) State Permitted Practices that are an increase/(decrease) from NAIC SAP:							
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	\$ 1,819,950	\$	3,546,930	
SURPLUS							
(5) State basis (Page 3, Line 37, Columns 1 & 2)	XXX	XXX	XXX	\$ 79,399,839	\$	76,878,877	
(6) State Prescribed Practices that are an increase/(decrease) from NAIC SAP:							
(7) State Permitted Practices that are an increase/(decrease) from NAIC SAP:							
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	\$ 79,399,839	\$	76,878,877	

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

No change

C. Accounting Policy

(1) No change

(2) Bonds not backed by loans are carried at amortized cost using the scientific yield to worst method. Bonds that are defined by the NAIC as non-investment grade (rated 3 through 6) are carried at the lower of amortized cost or fair market value.

(3-5) No change

(6) Loan-backed securities are stated at either amortized cost, or the lower of amortized cost or fair market value if defined by the NAIC as non-investment grade (rated 3 through 6). The prospective adjustment method is used to value all loan-backed securities.

(7-13) No change

D. Going Concern

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

NOTE 2 Accounting Changes and Corrections of Errors

No change

NOTE 3 Business Combinations and Goodwill

No change

D. Subcomponents and Calculation of Adjusted Surplus and Total Admitted Goodwill - not applicable
NOTE 4 Discontinued Operations

No change

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) Our asset manager uses a proprietary model for loss assumptions and widely accepted models for prepayment assumptions in valuing mortgage-backed and asset-backed securities with inputs from major third party data providers. The models combine the effects of interest rates, volatility, and pre-payment speeds based on various scenarios (Monte Carlo), simulations with resulting effective analytics (spreads, duration, convexity) and cash flows on a monthly basis. Credit sensitive cash flows are calculated using a proprietary model which estimates future loan defaults in terms of timing and severity. Model assumptions are specific to asset class and collateral types and are regularly evaluated and adjusted where appropriate.

(2) OTTI recognized 1st Quarter - not applicable

(3) OTTI by CUSIP - not applicable

(4)

a) The aggregate amount of unrealized losses:

1. Less than 12 Months	\$ 312,999
2. 12 Months or Longer	\$ 10,211,535

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

1. Less than 12 Months	\$ 18,089,987
2. 12 Months or Longer	\$ 90,031,327

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

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

L. Restricted Assets - no change

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

R. Reporting Entity's Share of Cash Pool by Asset Type - not applicable

NOTE 6 Joint Ventures, Partnerships and Limited Liability Companies

No change

NOTE 7 Investment Income

A. The company does not have any due and accrued investment income that is excluded due to being nonadmitted.

B. Amount excluded - not applicable

C. The gross, nonadmitted and admitted amounts for interest income due and accrued.

Interest Income Due and Accrued	Amount
1. Gross	\$ 1,069,886
2. Nonadmitted	\$ 1,069,886
3. Admitted	\$ 1,069,886

D. The company does not have any aggregate deferred interest.

E. The company does not have any cumulative amounts of paid-in-kind (PIK) interest included in the current principal balance.

NOTE 8 Derivative Instruments

A. Derivatives under SSAP No. 86—Derivatives- not applicable

(9) not applicable

B. Derivatives under SSAP No. 108—Derivative Hedging Variable Annuity Guarantees - not applicable

NOTE 9 Income Taxes

No change

NOTE 10 Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No change

NOTE 11 Debt

A. Not applicable

B. FHLB (Federal Home Loan Bank) Agreements - not applicable

NOTES TO FINANCIAL STATEMENTS

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

No change

(4) Not applicable

NOTE 13 Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No change

NOTE 14 Liabilities, Contingencies and Assessments

No change

NOTE 15 Leases

No change

NOTE 16 Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

No change

NOTE 17 Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

- A. Transfers of Receivables Reported as Sales - not applicable
- B. Transfer and Servicing of Financial Assets - not applicable
- C. Wash Sales - not applicable

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

No change

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

No change

NOTE 20 Fair Value Measurements
A. Fair Value Measurements

(1) Fair Value Measurements at Reporting Date

Assets that are reported in the Company's Financial Statements at fair value are categorized into the three-level fair value hierarchy as reflected in the table below. The three levels of the hierarchy are defined as follows:

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

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

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

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Total
a. Assets at fair value					
Bonds					\$ -
Money Market Funds	\$ 896,788				\$ 896,788
Common Stocks					\$ -
Mutual Funds	\$ 6,721,876				\$ 6,721,876
Total assets at fair value/NAV	\$ 7,618,664	\$ -	\$ -	\$ -	\$ 7,618,664

Liabilities at fair value - not applicable.

(2) Fair Value Measurements in (Level 3) of the Fair Value hierarchy - not applicable.

(3) Policies when Transfers between Levels are recognized - not applicable.

(4) Description of Valuation Techniques and Inputs Used in Fair Value Measurement

Level 1 investments are comprised of cash and cash sweep accounts and an open-ended mutual fund. Valuations are based on quoted prices for identical assets in active markets that the Company's third party accounting vendor has the ability to access at the measurement date.

Level 2 investments are comprised of bonds. For these securities, valuations are obtained by the Company's third party accounting vendor from independent pricing services. If prices are not available from the primary or secondary independent pricing source, then close or bid evaluations may be used, or prices are obtained from the Company's third party investment managers. In that instance, observable inputs may include, among other things, contractual cash flows, reported trades, offers, or issuer spreads.

(5) Fair Value Disclosures - not applicable.

B. Fair Value Reporting under SSAP 100 and Other Accounting Procurments - not applicable.

Aggregate fair value for all financial instruments and the level within the fair value hierarchy in which the fair value measurements in their entirety fall. The fair values C. are also categorized into the three level hierarchy as described in Note 20A.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Not Practicable (Carrying Value)
Bonds	\$ 127,298,812	\$ 137,310,089		\$ 127,298,812			
Common Stock - unaffiliated	\$ 6,721,876	\$ 6,721,876	\$ 6,721,876				
Cash Equivalents and Short Term	\$ 896,788	\$ 896,788	\$ 896,788				

D. Not Practicable to Estimate Fair Value - not applicable.

E. NAV Practical Expedient Investments - not applicable.

NOTE 21 Other Items

No change

NOTES TO FINANCIAL STATEMENTS

NOTE 22 Events Subsequent

No change

NOTE 23 Reinsurance

No change

NOTE 24 Retrospectively Rated Contracts & Contracts Subject to Redetermination

No change

F. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)?

Yes [] No [X]

NOTE 25 Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2023 were \$54.7 million. As of June 30, 2024, \$10.1 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$44.9 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$300 thousand unfavorable prior year development since December 31, 2023 to June 30, 2024.

NOTE 26 Intercompany Pooling Arrangements

No change

NOTE 27 Structured Settlements

No change

NOTE 28 Health Care Receivables

No change

NOTE 29 Participating Policies

No change

NOTE 30 Premium Deficiency Reserves

No change

NOTE 31 High Deductibles

No change

NOTE 32 Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses

No change

NOTE 33 Asbestos/Environmental Reserves

No change

NOTE 34 Subscriber Savings Accounts

No change

NOTE 35 Multiple Peril Crop Insurance

No change

NOTE 36 Financial Guaranty Insurance

No change

B. Schedule of insured financial obligations at the end of the period - not applicable

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]
- 2.2 If yes, date of change: _____
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []
 If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.

- 3.4 Is the reporting entity publicly traded or a member of a publicly traded group? Yes [] No [X]
- 3.5 If the response to 3.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group. _____
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [] N/A [X]
 If yes, attach an explanation.

- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2019
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2019
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 06/30/2021
- 6.4 By what department or departments?
 Ohio Department of Insurance _____
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:

- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

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

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [] No []

 - (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.

9.11 If the response to 9.1 is No, please explain:
.....

9.2 Has the code of ethics for senior managers been amended? Yes [] No []

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

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No []

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

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []
 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....1,098,268

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [] No [X]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.....

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [] No [X]

14.2 If yes, please complete the following:

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

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [] No [X]
15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] N/A []
If no, attach a description with this statement.

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

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. \$
16.2 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. \$
16.3 Total payable for securities lending reported on the liability page. \$

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
GENERAL INTERROGATORIES

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

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

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

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

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [] No []
- 17.4 If yes, give full information relating thereto:

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

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

1 Name of Firm or Individual	2 Affiliation
Conning Asset Management	U.....
Wellington Management Company LLP	U.....

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

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

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

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
107423	Conning Asset Management	549300Z0G14KK37BDV40	SEC	NO.....
106595	Wellington Management Company LLP	549300YHP12TEZNLX41	SEC	NO.....

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed? Yes [] No []
- 18.2 If no, list exceptions:
-

19. By self-designating 5GI securities, the reporting entity is certifying the following elements for each self-designated 5GI security:
- 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.
 - Issuer or obligor is current on all contracted interest and principal payments.
 - 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 []

20. By self-designating PLGI securities, the reporting entity is certifying the following elements of each self-designated PLGI security:
- The security was purchased prior to January 1, 2018.
 - The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.
 - 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 []

21. 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:
- The shares were purchased prior to January 1, 2019.
 - The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - 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.
 - The fund only or predominantly holds bonds in its portfolio.
 - 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.
 - 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 []

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [X] N/A []
 If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
 If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto.

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:

5.1 A&H loss percent %

5.2 A&H cost containment percent %

5.3 A&H expense percent excluding cost containment expenses %

6.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

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

6.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

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

7. Is the reporting entity licensed or chartered, registered, qualified, eligible or writing business in at least two states? Yes [X] No []

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

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, etc.	1 Active Status (a)	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL	N.....					
2. Alaska	AK	N.....					
3. Arizona	AZ	N.....					
4. Arkansas	AR	N.....					
5. California	CA	N.....					
6. Colorado	CO	N.....					
7. Connecticut	CT	L..... 14,558,066	14,852,367	7,411,390	6,512,115	30,023,692	31,234,331
8. Delaware	DE	L..... 560,743	645,474	118,052	80,827	1,396,274	1,380,009
9. District of Columbia	DC	.....78,731	124,286	631	874	49,507	72,714
10. Florida	FL	N.....					
11. Georgia	GA	L..... 12,791,310	10,199,029	17,180,919	6,539,254	25,213,646	21,913,199
12. Hawaii	HI	N.....					
13. Idaho	ID	N.....					
14. Illinois	IL	L..... 4,166,727	5,152,346	5,290,642	3,583,970	16,274,586	17,340,497
15. Indiana	IN	L..... 909,276	750,948	10,727	187,832	620,788	1,259,624
16. Iowa	IA	N.....					
17. Kansas	KS	L..... 50,206	91,859	1,528,725	19,405	532,123	1,460,816
18. Kentucky	KY	N.....					
19. Louisiana	LA	N.....					
20. Maine	ME	N.....					
21. Maryland	MD	L..... 4,512,637	4,187,530	2,047,441	1,739,972	7,726,110	6,226,150
22. Massachusetts	MA	L..... 9,328,003	10,075,642	4,479,539	6,254,696	18,069,485	17,238,279
23. Michigan	MI	L..... 1,870,518	1,811,571	151,523	378,170	1,799,767	2,779,561
24. Minnesota	MN	N.....					
25. Mississippi	MS	N.....					
26. Missouri	MO	N.....					
27. Montana	MT	N.....					
28. Nebraska	NE	N.....					
29. Nevada	NV	N.....					
30. New Hampshire	NH	L..... 1,194,101	1,389,011	379,763	584,426	1,434,617	1,682,272
31. New Jersey	NJ	L..... 41,337,263	38,195,187	17,973,020	17,035,998	100,504,358	85,432,653
32. New Mexico	NM	N.....					
33. New York	NY	L..... 56,715,821	47,664,754	19,026,267	14,076,393	129,908,920	124,657,255
34. North Carolina	NC	L..... 10,681,318	7,506,717	9,936,963	4,366,425	9,799,982	7,277,049
35. North Dakota	ND	N.....					
36. Ohio	OH	L..... 6,254,084	5,664,093	2,533,026	2,270,091	4,616,210	6,042,399
37. Oklahoma	OK	N.....					
38. Oregon	OR	N.....					
39. Pennsylvania	PA	L..... 10,276,168	10,238,695	10,797,014	3,112,008	20,328,762	17,807,278
40. Rhode Island	RI	L..... 594,826	610,829	364,929	119,984	1,160,490	.664,785
41. South Carolina	SC	L..... 2,044,791	1,448,742	570,758	274,621	1,944,384	2,027,030
42. South Dakota	SD	N.....					
43. Tennessee	TN	L..... 1,900,004	1,632,125	637,235	175,646	1,999,194	1,806,530
44. Texas	TX	L..... 12,459,199	12,811,590	6,275,405	6,235,167	23,774,721	22,266,870
45. Utah	UT	N.....					
46. Vermont	VT	N.....					
47. Virginia	VA	L..... 4,692,626	2,061,368	1,130,851	1,112,472	2,515,393	2,938,373
48. Washington	WA	N.....					
49. West Virginia	WV	N.....					
50. Wisconsin	WI	L..... 567,020	627,124	83,438	58,088	1,400,982	870,205
51. Wyoming	WY	N.....					
52. American Samoa	AS	N.....					
53. Guam	GU	N.....					
54. Puerto Rico	PR	N.....					
55. U.S. Virgin Islands	VI	N.....					
56. Northern Mariana Islands	MP	N.....					
57. Canada	CAN	N.....					
58. Aggregate Other Alien OT	XXX						
59. Totals	XXX	197,543,437	177,741,290	107,928,257	74,718,433	401,093,991	374,377,880
DETAILS OF WRITE-INS							
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX						

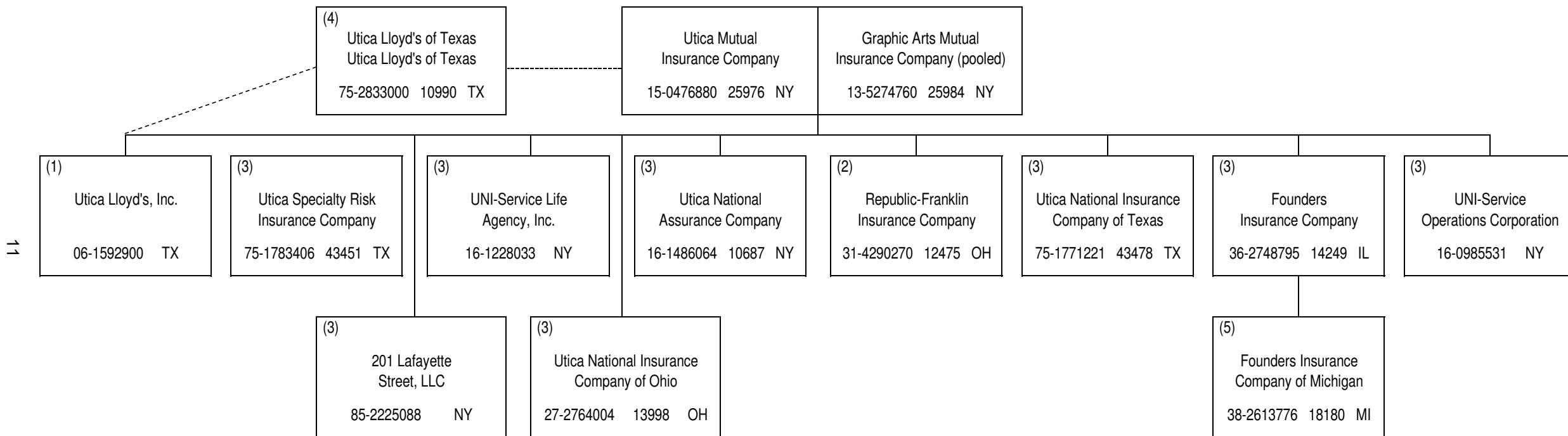
(a) Active Status Counts:

1. L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG..... 22 4. Q - Qualified - Qualified or accredited reinsurer.....
 2. R - Registered - Non-domiciled RRGs..... 5. D - Domestic Surplus Lines Insurer (DSL) - Reporting entities
 3. E - Eligible - Reporting entities eligible or approved to write surplus lines in the state
 (other than their state of domicile - see DSL)..... 6. N - None of the above - Not allowed to write business in the state... 35

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

PART 1 - ORGANIZATIONAL CHART

UTICA NATIONAL INSURANCE GROUP ORGANIZATION STRUCTURE JUNE 30, 2024



1. Owned 100% by Utica Mutual Insurance Company; operates as attorney-in-fact for Utica Lloyd's of Texas.
2. Owned 94% by Utica Mutual Insurance Company and 6% by Graphic Arts Mutual Insurance Company.
3. Owned 100% by Utica Mutual Insurance Company.
4. A Texas Lloyd's association of twelve underwriters under sponsorship of the Utica Mutual Insurance Company.
5. Owned 100% by Founders Insurance Company.
6. Shares common management with the group.

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

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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

PART 1 - LOSS EXPERIENCE

Line of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire	7,597	(46)	(0.6)	(42.4)
2.1 Allied Lines	28,932			
2.2 Multiple peril crop				
2.3 Federal flood				
2.4 Private crop				
2.5 Private flood				
3. Farmowners multiple peril				
4. Homeowners multiple peril	8,712,763	3,024,451	34.7	59.2
5.1 Commercial multiple peril (non-liability portion)	41,240,436	31,464,799	76.3	87.8
5.2 Commercial multiple peril (liability portion)	46,673,889	22,121,968	47.4	38.5
6. Mortgage guaranty				
8. Ocean marine				
9.1 Inland marine	106,221	14,086	13.3	(0.1)
9.2 Pet insurance				
10. Financial guaranty				
11.1 Medical professional liability - occurrence				
11.2 Medical professional liability - claims-made				
12. Earthquake	5,869			
13.1 Comprehensive (hospital and medical) individual				
13.2 Comprehensive (hospital and medical) group				
14. Credit accident and health				
15.1 Vision only				
15.2 Dental only				
15.3 Disability income				
15.4 Medicare supplement				
15.5 Medicaid Title XIX				
15.6 Medicare Title XVIII				
15.7 Long-term care				
15.8 Federal employees health benefits plan				
15.9 Other health				
16. Workers' compensation	22,387,811	13,080,141	58.4	62.4
17.1 Other liability - occurrence	15,079,832	14,714,142	97.6	49.4
17.2 Other liability - claims-made	11,940,799	1,157,208	9.7	27.7
17.3 Excess workers' compensation				
18.1 Products liability - occurrence	18,917	(923)	(4.9)	(4.0)
18.2 Products liability - claims-made				
19.1 Private passenger auto no-fault (personal injury protection)	608,135	566,119	93.1	73.2
19.2 Other private passenger auto liability	2,631,695	1,541,741	58.6	46.3
19.3 Commercial auto no-fault (personal injury protection)	821,845	409,617	49.8	19.3
19.4 Other commercial auto liability	38,723,145	28,158,016	72.7	58.0
21.1 Private passenger auto physical damage	1,559,630	756,822	48.5	38.4
21.2 Commercial auto physical damage	9,905,953	5,497,758	55.5	71.4
22. Aircraft (all perils)				
23. Fidelity				
24. Surety		(71)		0.0
26. Burglary and theft		(13)		
27. Boiler and machinery				
28. Credit				
29. International				
30. Warranty				
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. Totals	200,448,469	122,505,816	61.1	57.9
DETAILS OF WRITE-INS				
3401.				
3402.				
3403.				
3498. Summary of remaining write-ins for Line 34 from overflow page				
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire	6,372	9,080	6,469
2.1 Allied Lines	11,078	15,768	15,508
2.2 Multiple peril crop			
2.3 Federal flood			
2.4 Private crop			
2.5 Private flood			
3. Farmowners multiple peril			
4. Homeowners multiple peril	5,290,976	9,565,684	7,179,077
5.1 Commercial multiple peril (non-liability portion)	18,455,717	34,347,988	31,727,681
5.2 Commercial multiple peril (liability portion)	25,077,308	44,187,128	38,144,926
6. Mortgage guaranty			
8. Ocean marine			
9.1 Inland marine	62,917	108,923	112,595
9.2 Pet insurance			
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims-made			
12. Earthquake	3,488	6,064	5,307
13.1 Comprehensive (hospital and medical) individual			
13.2 Comprehensive (hospital and medical) group			
14. Credit accident and health			
15.1 Vision only			
15.2 Dental only			
15.3 Disability income			
15.4 Medicare supplement			
15.5 Medicaid Title XIX			
15.6 Medicare Title XVIII			
15.7 Long-term care			
15.8 Federal employees health benefits plan			
15.9 Other health			
16. Workers' compensation	13,269,002	23,749,498	24,539,972
17.1 Other liability - occurrence	6,966,845	13,335,841	13,125,654
17.2 Other liability - claims-made	6,465,533	13,099,028	12,250,433
17.3 Excess workers' compensation			
18.1 Products liability - occurrence	(4,863)	3,691	12,166
18.2 Products liability - claims-made			
19.1 Private passenger auto no-fault (personal injury protection)	325,069	642,115	587,682
19.2 Other private passenger auto liability	1,716,046	3,278,992	1,508,532
19.3 Commercial auto no-fault (personal injury protection)	512,018	909,841	841,156
19.4 Other commercial auto liability	22,496,186	41,376,254	37,032,032
21.1 Private passenger auto physical damage	961,742	1,860,797	783,941
21.2 Commercial auto physical damage	5,880,117	11,046,745	9,868,160
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. Totals	107,495,550	197,543,437	177,741,290
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

PART 3 (\$000 OMITTED)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	4 2024 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2024 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2024 Loss and LAE Payments (Cols. 4+5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7+8+9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4+7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)
1. 2021 + Prior	13,642	11,255	24,897	3,755	202	3,957	11,909	333	8,846	21,088	2,022	(1,874)	148
2. 2022	5,023	6,533	11,556	1,684	118	1,802	4,265	343	5,185	9,792	926	(887)	.38
3. Subtotals 2022 + Prior	18,665	17,788	36,453	5,439	320	5,759	16,173	676	14,031	30,880	2,948	(2,761)	186
4. 2023	6,510	11,717	18,227	3,529	752	4,281	4,635	712	8,686	14,033	1,654	(1,567)	.87
5. Subtotals 2023 + Prior	25,174	29,505	54,680	8,968	1,072	10,040	20,808	1,388	22,717	44,913	4,602	(4,328)	.274
6. 2024	XXX	XXX	XXX	XXX	3,726	3,726	XXX	3,579	8,351	11,930	XXX	XXX	XXX
7. Totals	25,174	29,505	54,680	8,968	4,798	13,766	20,808	4,967	31,068	56,843	4,602	(4,328)	274
8. Prior Year-End Surplus As Regards Policyholders		76,879									Col. 11, Line 7 As % of Col. 1 Line 7	Col. 12, Line 7 As % of Col. 2 Line 7	Col. 13, Line 7 As % of Col. 3 Line 7
											1. 18.3	2. (14.7)	3. 0.5
													4. 0.4
													Col. 13, Line 7 As a % of Col. 1 Line 8

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

AUGUST FILING

5. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting with a bar code is only appropriate in the 2nd quarter.	YES
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Explanations:

- 1.
- 2.
- 3.

Bar Codes:

1. Trusteed Surplus Statement [Document Identifier 490]



1 2 4 7 5 2 0 2 4 4 9 0 0 0 0 0 2

2. Supplement A to Schedule T [Document Identifier 455]



1 2 4 7 5 2 0 2 4 4 5 5 0 0 0 0 2

3. Medicare Part D Coverage Supplement [Document Identifier 365]



1 2 4 7 5 2 0 2 4 3 6 5 0 0 0 0 2

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Miscellaneous Office Equipment	213,295	213,295		
2505. Clearing Accounts				
2597. Summary of remaining write-ins for Line 25 from overflow page	213,295	213,295		

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

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

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	138,960,426	132,573,485
2. Cost of bonds and stocks acquired	14,611,334	18,116,203
3. Accrual of discount	143,492	234,946
4. Unrealized valuation increase/(decrease)	850,909	1,145,936
5. Total gain (loss) on disposals	(60,746)	2,788
6. Deduct consideration for bonds and stocks disposed of	10,327,692	12,777,211
7. Deduct amortization of premium	145,743	335,722
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10)	144,031,980	138,960,426
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	144,031,980	138,960,426

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	101,741,890	6,654,602	4,377,365	276,006	101,741,890	104,295,133		100,229,185
2. NAIC 2 (a)	33,308,649	874,808	896,116	(272,384)	33,308,649	33,014,957		32,860,260
3. NAIC 3 (a)								
4. NAIC 4 (a)								
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	135,050,539	7,529,410	5,273,481	3,622	135,050,539	137,310,090		133,089,445
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	135,050,539	7,529,410	5,273,481	3,622	135,050,539	137,310,090		133,089,445

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$; NAIC 2 \$; NAIC 3 \$ NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

Schedule DA - Part 1 - Short-Term Investments

N O N E

Schedule DA - Verification - Short-Term Investments

N O N E

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

SCHEDULE E - PART 2 - VERIFICATION

(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	1,603,441	100,002
2. Cost of cash equivalents acquired	11,655,628	18,492,826
3. Accrual of discount		
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	12,362,280	16,989,387
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	896,789	1,603,441
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	896,789	1,603,441

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

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

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

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

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

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

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation, NAIC Designation Modifier and SVO Adminis- trative Symbol
68609U-KA-2	STATE OF OREGON		04/25/2024	MORGAN STANLEY & CO	850,000	850,000	850,000	850,000	1.B FE
0509999999. Subtotal - Bonds - U.S. States, Territories and Possessions									XXX
79467B-AR-6	SALES TAX SECURITIZATION CORP		04/23/2024	RAYMOND JAMES & ASSO	1,185,187	1,450,000	1,450,000	16,470	1.D FE
798153-OF-2	SAN JOSE FINANCING AUTHORITY		06/21/2024	MORGAN STANLEY & CO	766,712	800,000	800,000	5,491	1.C FE
0909999999. Subtotal - Bonds - U.S. Special Revenues					1,951,899	2,250,000	2,250,000	21,961	XXX
209111-GH-0	CONSOLIDATED EDISON CO OF NEW YORK INC		05/07/2024	VARIOUS	140,047	140,000	140,000	140,000	1.G FE
219207-AC-1	CORNELL UNIVERSITY		04/04/2024	GOLDMAN SACHS & CO	805,000	805,000	805,000	805,000	1.C FE
76209P-AE-3	RGA GLOBAL FUNDING		05/31/2024	MITSUBISHI UFJ SEC'S	935,206	935,000	935,000	1,273	1.E FE
842400-HZ-9	SOUTHERN CALIFORNIA EDISON CO		06/20/2024	DEUTSCHE BANC/ALEX B	690,606	700,000	700,000	2,022	1.G FE
29250N-CB-9	ENBRIDGE INC	A.....	04/02/2024	DEUTSCHE BANC/ALEX B	874,808	875,000	875,000	2.A FE	
29001V-AU-3	ELMWOOD CLO VI LTD	D.....	06/17/2024	CIBC WORLD MARKETS C	780,000	780,000	780,000	1.A FE	
55952E-AA-9	MAGNETITE XXXVIII LTD	D.....	04/09/2024	J.P. MORGAN SECURITI	501,845	500,000	500,000	1,317	1.A FE
1109999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					4,727,512	4,735,000	4,735,000	4,612	XXX
2509999997. Total - Bonds - Part 3					7,529,411	7,835,000	7,835,000	26,573	XXX
2509999998. Total - Bonds - Part 5					XXX	XXX	XXX	XXX	
2509999999. Total - Bonds					7,529,411	7,835,000	7,835,000	26,573	XXX
4509999997. Total - Preferred Stocks - Part 3					XXX	XXX	XXX	XXX	
4509999998. Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	
4509999999. Total - Preferred Stocks					XXX	XXX	XXX	XXX	
5989999997. Total - Common Stocks - Part 3					XXX	XXX	XXX	XXX	
5989999998. Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	
5989999999. Total - Common Stocks					XXX	XXX	XXX	XXX	
5999999999. Total - Preferred and Common Stocks					XXX	XXX	XXX	XXX	
6009999999 - Totals					7,529,411	XXX	XXX	26,573	XXX

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	For- eign	Disposal Date	Name of Purchaser	5 Number of Shares of Stock	6 Consid- eration	7 Par Value	8 Actual Cost	9 Prior Year Book/ Adjusted Carrying Value	10 Unrealized Valuation Increase/ (Decrease)	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Desig- nation, NAIC Desig- nation Modifi- cation and SVO Admi- nistrative Symbol				
											11	12	13	14	15 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)											
..36180M-2R-7	GINNIE MAE II POOL		06/01/2024	PAYDOWN		6,249	6,249	6,280	6,284	(35)				(35)		6,249					86	03/01/2043	1.A ..			
..36202E-RS-0	GINNIE MAE II POOL		06/01/2024	PAYDOWN		558	558	548	550	8				8		558					12	03/01/2038	1.A ..			
..36205B-4L-3	GINNIE MAE I POOL		06/01/2024	PAYDOWN		796	796	798	795							796					26	01/01/2030	1.A ..			
..36209D-B2-9	GINNIE MAE I POOL		06/01/2024	PAYDOWN		120	120	120	120							120					3	03/01/2028	1.A ..			
..36209U-PA-8	GINNIE MAE I POOL		06/01/2024	PAYDOWN		52	52	52	52							52					1	08/01/2028	1.A ..			
..36209W-4J-8	GINNIE MAE I POOL		06/01/2024	PAYDOWN		45	45	50	44							45					1	08/01/2028	1.A ..			
..36211C-QY-1	GINNIE MAE I POOL		06/01/2024	PAYDOWN		227	227	216	222	5				5		227					6	05/01/2029	1.A ..			
..36225A-NY-2	GINNIE MAE I POOL		05/01/2024	PAYDOWN		4	4	4	4							4					4	08/01/2024	1.A ..			
..36224C-JJ-0	GINNIE MAE II POOL		06/01/2024	PAYDOWN		6,542	6,542	6,341	6,343	199				199		6,542					150	04/01/2053	1.A ..			
..38378B-AN-9	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION		06/01/2024	PAYDOWN		5,622	5,622	5,891	5,678	(56)				(56)		5,622					82	09/01/2052	1.A ..			
0109999999. Subtotal - Bonds - U.S. Governments						20,215	20,215	20,300	20,092							121		121				20,215		367 XXX XXX		
..31283H-HN-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		26	26	26	26							26								1	09/01/2030	1.A ..
..31287Q-ND-9	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		21	21	21	21							21								1	03/01/2032	1.A ..
..3128M9-2M-3	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		1,438	1,438	1,518	1,524	(87)				(87)		1,438							25	04/01/2044	1.A ..	
..3128M9-XG-2	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		380	380	394	399	(19)				(19)		380							6	08/01/2043	1.A ..	
..3128MC-UW-3	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		731	731	750	734	(3)				(3)		731							12	12/01/2025	1.A ..	
..3128ME-4A-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		4,252	4,252	4,366	4,318	(66)				(66)		4,252							51	12/01/2031	1.A ..	
..3128ME-6K-2	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		2,784	2,784	2,860	2,830	(46)				(46)		2,784							35	02/01/2032	1.A ..	
..3128MJ-2G-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		925	925	955	974	(50)				(50)		925							13	08/01/2047	1.A ..	
..3128MJ-UH-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		529	529	569	585	(56)				(56)		529							11	04/01/2044	1.A ..	
..3128MJ-YM-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		1,189	1,189	1,237	1,252	(63)				(63)		1,189							15	08/01/2046	1.A ..	
..3128MJ-YT-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		920	920	956	966	(46)				(46)		920							12	09/01/2046	1.A ..	
..3128MJ-Z9-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		967	967	1,022	1,061	(94)				(94)		967							16	06/01/2047	1.A ..	
..3128MJ-ZH-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		999	999	1,041	1,060	(72)				(72)		999							17	01/01/2047	1.A ..	
..3128MJ-ZP-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		1,386	1,386	1,455	1,494	(108)				(108)		1,386							24	02/01/2047	1.A ..	
..3128MM-WS-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		2,946	2,946	3,016	2,998	(53)				(53)		2,946							44	08/01/2032	1.A ..	
..3128P8-C4-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		1,562	1,562	1,641	1,628	(66)				(66)		1,562							20	09/01/2036	1.A ..	
..31292H-D6-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		18	18	18	18														1	07/01/2030	1.A ..	
..31292K-TG-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		1,693	1,693	1,764	1,767	(74)				(74)		1,693							28	10/01/2040	1.A ..	
..31293H-IE-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		100	100	95	98	2				2		100							3	06/01/2029	1.A ..	
..31294Z-NF-8	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		448	448	463	465	(18)				(18)		448							8	09/01/2040	1.A ..	
..31298U-CF-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		71	71	70	71	1				1		71							2	09/01/2031	1.A ..	
..31298W-CR-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		83	83	83	83							83							2	10/01/2031	1.A ..	
..31307A-EK-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		8,654	8,654	9,031	8,755	(101)				(101)		8,654							91	01/01/2028	1.A ..	
..313245-KA-2	FREDDIE MAC POOL		06/01/2024	PAYDOWN		544	544	559	595	(51)				(51)		544							8	09/01/2048	1.A ..	
..3132AD-PF-9	FREDDIE MAC POOL		06/01/2024	PAYDOWN		1,068	1,068	1,144	1,236	(167)				(167)		1,068							22	11/01/2048	1.A ..	
..3132DN-3T-8	FREDDIE MAC POOL		06/01/2024	PAYDOWN		8,568	8,568	8,537	8,539	29				29		8,568							195	10/01/2052	1.A ..	
..3132DN-H4-8	FREDDIE MAC POOL		06/01/2024	PAYDOWN		8,751	8,751	7,474	7,531	1,220				1,220		8,751							93	01/01/2051	1.A ..	
..3132DQ-GK-6	FREDDIE MAC POOL		06/01/2024	PAYDOWN		11,406	11,406	11,267	11,274	133				133		11,406							274	05/01/2053	1.A ..	
..3132DV-4H-5	FREDDIE MAC POOL		06/01/2024	PAYDOWN		1,065	1,065	1,082	1,104	(39)				(39)		1,065							13	11/01/2049	1.A ..	
..3132GK-H5-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		835	835	857	857	(22)				(22)		835							16	04/01/2041	1.A ..	
..3132GK-5A-0	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		316	316	338	337	(20)				(20)		316							6	11/01/2041	1.A ..	
..3132GK-V9-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		3,028	3,028	3,086	3,095	(66)				(66)		3,028							44	10/01/2041	1.A ..	
..3132GK-ZN-9	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		4,469	4,469	4,541	4,548	(79)				(79)		4,469							66	11/01/2041	1.A ..	
..3132GL-FM-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYDOWN		3,787	3,787	3,870	3,872	(85)				(85)		3,787							60	12/01/2041	1.A ..	
..																										

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation, NAIC Design- ation Modi- fier and SVO Adminis- trative Symbol	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value								
..3132J6-US-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	5,255	5,255	5,377	5,351	(95)				(95)		5,255					65	02/01/2043	1.A ..
..3132L8-CS-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,865	1,865	1,842	1,840	25				25		1,865					24	12/01/2046	1.A ..
..3132M8-3G-9	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,709	1,709	1,799	1,818	(109)				(109)		1,709					28	09/01/2044	1.A ..
..3132M9-2R-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,095	1,095	1,170	1,200	(105)				(105)		1,095					21	07/01/2044	1.A ..
..3132OII-MS-5	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	838	838	887	913	(74)				(74)		838					11	03/01/2046	1.A ..
..3132WID-YQ-1	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	900	900	951	974	(74)				(74)		900					14	05/01/2046	1.A ..
..3132WIG-02-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,959	1,959	2,028	2,040	(82)				(82)		1,959					24	09/01/2046	1.A ..
..3132WH-PT-6	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,129	1,129	1,136	1,139	(11)				(11)		1,129					14	11/01/2046	1.A ..
..31335A-OK-7	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,066	1,066	1,122	1,132	(66)				(66)		1,066					16	01/01/2044	1.A ..
..31335A-S7-4	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	812	812	869	889	(76)				(76)		812					13	09/01/2045	1.A ..
..31335A-VT-9	FREDDIE MAC GOLD POOL		06/01/2024	PAYOUT	1,055	1,055	1,038	1,037	18				18		1,055					14	10/01/2046	1.A ..
..3133AA-XC-1	FREDDIE MAC POOL		06/01/2024	PAYOUT	26,376	26,376	21,644	21,804	4,571				4,571		26,376					215	10/01/2050	1.A ..
..31338B9-MK-7	FREDDIE MAC POOL		06/01/2024	PAYOUT	36,102	36,102	35,899	35,920	182				182		36,102					529	04/01/2052	1.A ..
..3133B8B-G9-4	FREDDIE MAC POOL		06/01/2024	PAYOUT	21,668	21,668	19,044	19,261	2,407				2,407		21,668					269	05/01/2052	1.A ..
..31346Y-XG-3	FREDDIE MAC POOL		06/01/2024	PAYOUT	1,754	1,754	1,761	1,768	(14)				(14)		1,754					18	12/01/2049	1.A ..
..31371K-KH-4	FANNIE MAE POOL		06/01/2024	PAYOUT	.96	.96	.97	.97							.96					2	01/01/2032	1.A ..
..31380S-5J-8	FANNIE MAE POOL		06/01/2024	PAYOUT	.37	.37	.37	.37							.37					1	12/01/2028	1.A ..
..31386T-FU-4	FANNIE MAE POOL		06/01/2024	PAYOUT	6	6	6	6							6					4	04/01/2031	1.A ..
..3138AWI-RQ-8	FANNIE MAE POOL		06/01/2024	PAYOUT	823	823	886	888	(66)				(66)		823					16	11/01/2041	1.A ..
..3138E7-TV-6	FANNIE MAE POOL		06/01/2024	PAYOUT	4,084	4,084	4,214	4,119	(35)				(35)		4,084					51	02/01/2027	1.A ..
..3138EJ-3Y-2	FANNIE MAE POOL		06/01/2024	PAYOUT	2,038	2,038	2,107	2,127	(90)				(90)		2,038					30	11/01/2042	1.A ..
..3138EK-0D-0	FANNIE MAE POOL		06/01/2024	PAYOUT	1,010	1,010	1,084	1,109	(98)				(98)		1,010					19	06/01/2042	1.A ..
..3138EN-4H-9	FANNIE MAE POOL		06/01/2024	PAYOUT	1,635	1,635	1,779	1,798	(163)				(163)		1,635					33	08/01/2044	1.A ..
..3138ER-7D-6	FANNIE MAE POOL		06/01/2024	PAYOUT	1,221	1,221	1,271	1,308	(87)				(87)		1,221					23	02/01/2046	1.A ..
..3138ER-J7-6	FANNIE MAE POOL		06/01/2024	PAYOUT	541	541	549	554	(13)				(13)		541					8	10/01/2046	1.A ..
..3138ER-NP-1	FANNIE MAE POOL		06/01/2024	PAYOUT	2,096	2,096	2,117	2,119	(24)				(24)		2,096					27	10/01/2046	1.A ..
..3138ET-YK-6	FANNIE MAE POOL		06/01/2024	PAYOUT	1,716	1,716	1,798	1,809	(93)				(93)		1,716					24	04/01/2046	1.A ..
..3138MS-EA-3	FANNIE MAE POOL		06/01/2024	PAYOUT	922	922	982	983	(61)				(61)		922					15	08/01/2042	1.A ..
..3138MS-LP-2	FANNIE MAE POOL		06/01/2024	PAYOUT	1,282	1,282	1,330	1,332	(51)				(51)		1,282					19	08/01/2042	1.A ..
..3138MP-VY-1	FANNIE MAE POOL		06/01/2024	PAYOUT	2,922	2,922	3,051	3,031	(109)				(109)		2,922					38	12/01/2042	1.A ..
..3138WII6-SU-1	FANNIE MAE POOL		06/01/2024	PAYOUT	1,269	1,269	1,293	1,296	(27)				(27)		1,269					16	04/01/2043	1.A ..
..3138WII9-HL-7	FANNIE MAE POOL		06/01/2024	PAYOUT	1,192	1,192	1,249	1,285	(94)				(94)		1,192					20	08/01/2043	1.A ..
..3138WIB-AR-6	FANNIE MAE POOL		06/01/2024	PAYOUT	901	901	938	940	(39)				(39)		901					15	02/01/2044	1.A ..
..3138WIB-GU-3	FANNIE MAE POOL		06/01/2024	PAYOUT	1,972	1,972	2,058	2,075	(104)				(104)		1,972					31	03/01/2044	1.A ..
..3138WIB-LK-9	FANNIE MAE POOL		06/01/2024	PAYOUT	2,653	2,653	2,801	2,840	(187)				(187)		2,653					52	05/01/2044	1.A ..
..3138WIE-6G-9	FANNIE MAE POOL		06/01/2024	PAYOUT	293	293	306	312	(19)				(19)		293					4	07/01/2045	1.A ..
..3138WIE-EV-7	FANNIE MAE POOL		06/01/2024	PAYOUT	1,825	1,825	1,885	1,912	(87)				(87)		1,825					27	03/01/2045	1.A ..
..3138WIE-KB-4	FANNIE MAE POOL		06/01/2024	PAYOUT	976	976	1,015	1,027	(51)				(51)		976					13	04/01/2045	1.A ..
..3138WIE-ZJ-1	FANNIE MAE POOL		06/01/2024	PAYOUT	2,617	2,617	2,721	2,729	(112)				(112)		2,617					41	06/01/2045	1.A ..
..3138WIE-B6-2	FANNIE MAE POOL		06/01/2024	PAYOUT	844	844	884	906	(62)				(62)		844					14	07/01/2045	1.A ..
..3138WIF-GE-0	FANNIE MAE POOL		06/01/2024	PAYOUT	611	611	639	655	(44)				(44)		611					9	08/01/2045	1.A ..
..3138WJ-3C-0	FANNIE MAE POOL		06/01/2024	PAYOUT	2,029	2,029	2,067	2,057	(27)				(27)		2,029					26	03/01/2032	1.A ..
..3138WJ-PC-6	FANNIE MAE POOL		06/01/2024	PAYOUT	2,401	2,401	2,388	2,388	13				13		2,401					29	12/01/2046	1.A ..
..3138WJ-QE-1	FANNIE MAE POOL		06/01/2024	PAYOUT	3,056	3,056	3,126	3,111	(56)				(56)		3,056					36	12/01/2036	1.A ..
..3138WJ-KX-0	FANNIE MAE POOL		06/01/2024	PAYOUT	3,856	3,856	3,851	3,852	4				4		3,856					47	06/01/2032	1.A ..
..3138WJ-V9-8	FANNIE MAE POOL		06/01/2024	PAYOUT	1,370	1,370	1,428	1,451	(80)				(80)		1,370					20	06/01/2043	1.A ..

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation, NAIC Design- ation Modifer and SVO Adminis- trative Symbol	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value								
..3138Y6-3S-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			399	399	418	424	(25)		(25)			399				6	01/01/2042	1.A ..
..3138YII-KG-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,096	2,096	2,197	2,152	(56)		(56)			2,096				26	10/01/2030	1.A ..
..31390E-SX-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			189	189	190	189						189				4	05/01/2032	1.A ..
..31403C-6L-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			207	207	202	203	5		5			207				4	02/01/2036	1.A ..
..31403C-6U-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			784	784	757	762	22		22			784				19	01/01/2036	1.A ..
..31408J-DS-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			126	126	124	125	1		1			126				3	01/01/2036	1.A ..
..31409W-D9-9	FANNIE MAE POOL		06/01/2024	PAYDOWN			199	199	200	199						199				5	04/01/2036	1.A ..
..3140E0-EJ-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			508	508	517	519	(12)		(12)			508				7	11/01/2045	1.A ..
..3140EV-JC-2	FANNIE MAE POOL		06/01/2024	PAYDOWN			870	870	897	912	(42)		(42)			870				12	02/01/2046	1.A ..
..3140FM-BD-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,313	1,313	1,332	1,329	(16)		(16)			1,313				16	11/01/2036	1.A ..
..3140FM-DF-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,283	1,283	1,283	1,284	(1)		(1)			1,283				15	12/01/2046	1.A ..
..3140GQ-4C-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			741	741	736	734	7		7			741				11	08/01/2047	1.A ..
..3140GS-KW-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			422	422	447	460	(38)		(38)			422				7	08/01/2047	1.A ..
..3140GS-PD-8	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,293	1,293	1,350	1,385	(92)		(92)			1,293				22	09/01/2047	1.A ..
..3140GU-MA-2	FANNIE MAE POOL		06/01/2024	PAYDOWN			861	861	884	895	(33)		(33)			861				12	11/01/2047	1.A ..
..3140J7-UL-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			720	720	756	779	(59)		(59)			720				13	11/01/2047	1.A ..
..3140J8-HC-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			284	284	293	303	(19)		(19)			284				5	04/01/2048	1.A ..
..3140J9-EB-3	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,823	1,823	1,828	1,832	(9)		(9)			1,823				29	10/01/2048	1.A ..
..3140JX-RN-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,056	2,056	2,112	2,170	(114)		(114)			2,056				25	10/01/2049	1.A ..
..3140K3-BL-5	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,533	2,533	2,581	2,616	(82)		(82)			2,533				30	01/01/2050	1.A ..
..3140K3-BN-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,458	2,458	2,508	2,548	(89)		(89)			2,458				31	01/01/2050	1.A ..
..3140KL-JF-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			19,091	19,091	20,141	20,181	(1,089)		(1,089)			19,091				192	08/01/2050	1.A ..
..3140KL-JH-6	FANNIE MAE POOL		06/01/2024	PAYDOWN			13,691	13,691	14,188	14,139	(448)		(448)			13,691				115	08/01/2050	1.A ..
..3140Q8-3U-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			763	763	794	822	(59)		(59)			763				15	05/01/2048	1.A ..
..3140Q8-K8-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,511	1,511	1,567	1,614	(103)		(103)			1,511				27	02/01/2048	1.A ..
..3140QK-VZ-5	FANNIE MAE POOL		06/01/2024	PAYDOWN			14,093	14,093	14,770	14,707	(613)		(613)			14,093				149	06/01/2051	1.A ..
..3140QP-K8-9	FANNIE MAE POOL		06/01/2024	PAYDOWN			21,601	21,601	20,882	20,959	642		642			21,601				386	06/01/2052	1.A ..
..3140Q0-PB-5	FANNIE MAE POOL		06/01/2024	PAYDOWN			15,215	15,215	15,405	15,386	(171)		(171)			15,215				358	10/01/2052	1.A ..
..3140QS-A4-3	FANNIE MAE POOL		06/01/2024	PAYDOWN			3,888	3,888	3,871	3,872	15		15			3,888				96	05/01/2053	1.A ..
..3140QS-OC-8	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,882	2,882	2,877	2,878	5		5			2,882				68	07/01/2053	1.A ..
..3140X9-P8-2	FANNIE MAE POOL		06/01/2024	PAYDOWN			28,471	28,471	28,625	28,613	(142)		(142)			28,471				197	01/01/2051	1.A ..
..3140XD-GS-9	FANNIE MAE POOL		06/01/2024	PAYDOWN			25,990	25,990	26,823	26,648	(658)		(658)			25,990				213	08/01/2036	1.A ..
..3140XG-UA-5	FANNIE MAE POOL		06/01/2024	PAYDOWN			6,123	6,123	5,578	5,630	493		493			6,123				78	03/01/2052	1.A ..
..3140XJ-NJ-8	FANNIE MAE POOL		06/01/2024	PAYDOWN			8,788	8,788	7,663	7,745	1,043		1,043			8,788				93	04/01/2052	1.A ..
..31410X-ZR-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			154	154	154	154						154				4	01/01/2037	1.A ..
..31416X-0U-7	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,546	1,546	1,609	1,607	(62)		(62)			1,546				27	02/01/2041	1.A ..
..31417D-TR-4	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,073	1,073	1,116	1,125	(51)		(51)			1,073				15	11/01/2042	1.A ..
..31417E-CG-4	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,639	2,639	2,758	2,729	(90)		(90)			2,639				33	12/01/2042	1.A ..
..31417E-ZK-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			5,184	5,184	5,352	5,308	(125)		(125)			5,184				65	02/01/2043	1.A ..
..31417G-5A-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			556	556	584	590	(34)		(34)			556				8	07/01/2043	1.A ..
..31418C-4G-6	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,998	1,998	2,108	2,293	(295)		(295)			1,998				38	11/01/2048	1.A ..
..31418C-EE-0	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,511	1,511	1,513	1,513	(2)		(2)			1,511				19	12/01/2036	1.A ..
..31418C-FD-1	FANNIE MAE POOL		06/01/2024	PAYDOWN			2,529	2,529	2,532	2,535	(6)		(6)			2,529				32	01/01/2047	1.A ..
..31418C-ND-2	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,222	1,222	1,254	1,276	(54)		(54)			1,222				18	08/01/2047	1.A ..
..31418C-QB-3	FANNIE MAE POOL		06/01/2024	PAYDOWN			1,199	1,199	1,245	1,278	(79)		(79)			1,199				19	10/01/2047	1.A ..
..31418C-U8-5	FANNIE MAE POOL		06/01/2024	PAYDOWN			826	826	842	856	(30)		(30)			826				14	03/01/2048	1.A ..

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- nation, NAIC Design- nation Modifier and SVO Adminis- trative Symbol			
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value										
..314180-2S-0	FANNIE MAE POOL	..	06/01/2024	PAYOUT	22,240	22,240	20,517	20,772	1,468	1,468	1,468	22,240	..	..	..	..	..	..	..	236	07/01/2036	1.A ..
..314180-YC-0	FANNIE MAE POOL	..	06/01/2024	PAYOUT	33,857	33,857	29,209	29,593	4,264	4,264	4,264	33,857	..	..	..	..	..	..	..	358	04/01/2051	1.A ..
..314180-YX-4	FANNIE MAE POOL	..	06/01/2024	PAYOUT	6,697	6,697	6,691	6,691	6	6	6	6,697	..	..	..	..	..	..	..	56	05/01/2051	1.A ..
..31419F-FW-1	FANNIE MAE POOL	..	06/01/2024	PAYOUT	495	495	513	515	(20)	(20)	(20)	495	..	..	..	..	..	..	..	8	11/01/2040	1.A ..
..64986A-L8-2	NEW YORK STATE ENVIRONMENTAL FACILITIES	..	04/02/2024	CALL 100	500,000	500,000	500,000	500,000	..	..	..	500,000	..	..	..	..	..	..	..	7,934	06/15/2027	1.A FE ..
0909999999. Subtotal - Bonds - U.S. Special Revenues					996,616	996,616	987,333	989,084	7,533	7,533	7,533	996,616	..	..	..	..	..	..	..	14,414	XXX	XXX
..10569D-AA-1	BRAVO RESIDENTIAL FUNDING TRUST 2023-NOM	..	06/01/2024	PAYOUT	8,212	8,212	8,212	8,212	..	..	..	8,212	..	..	..	..	..	..	..	251	09/01/2063	1.A FE ..
..14040H-BG-9	CAPITAL ONE FINANCIAL CORP	..	06/20/2024	PAYOUT	491,885	491,885	483,415	496,629	1,430	1,430	1,430	498,059	..	..	..	..	..	..	..	14,044	02/05/2025	2.A FE ..
..17330C-AR-9	CITI GROUP MORTGAGE LOAN TRUST 2022-J1	..	06/01/2024	PAYOUT	19,657	19,657	19,620	19,622	.35	.35	.35	19,657	..	..	..	..	..	..	..	251	02/01/2052	1.A ..
..209111-FE-8	CONSOLIDATED EDISON CO OF NEW YORK INC	..	05/07/2024	PAYOUT	197,370	197,370	200,000	199,306	199,925	28	28	199,953	..	..	..	..	..	..	..	2,897	12/01/2024	1.G FE ..
..36168H-AA-2	GCAT 2021-NOM4 TRUST	..	06/01/2024	PAYOUT	24,177	24,177	24,177	24,177	1	1	1	24,177	..	..	..	..	..	..	..	103	08/01/2066	1.A ..
..459200-JY-8	INTERNATIONAL BUSINESS MACHINES CORP	..	05/15/2024	MATURITY	250,000	250,000	250,000	249,200	249,932	.68	.68	.68	250,000	3,750	05/15/2024	1.G FE ..	
..46654A-AC-3	JP MORGAN MORTGAGE TRUST 2021-10	..	06/01/2024	PAYOUT	4,086	4,086	4,163	4,154	(68)	(68)	(68)	4,086	..	..	..	..	..	..	..	43	12/01/2051	1.A ..
..46655D-AB-8	JP MORGAN MORTGAGE TRUST 2022-2	..	06/01/2024	PAYOUT	1,465	1,465	1,432	1,435	.30	.30	.30	1,465	..	..	..	..	..	..	..	18	08/01/2052	1.A ..
..55283A-AA-7	MCA FUND HOLDING LLC	..	05/01/2024	PAYOUT	25,961	25,961	25,961	25,961	..	..	..	25,961	..	..	..	..	..	..	..	422	11/01/2035	1.F FE ..
..57629H-CE-8	MASSMUTUAL GLOBAL FUNDING II	..	06/22/2024	VARIOUS	449,228	449,228	450,000	449,856	449,988	7	7	449,995	(767)	5,485	06/22/2024	1.B FE ..	
..808513-BU-8	CHARLES SCHWAB CORP/THE	..	04/01/2024	MATURITY	450,000	450,000	450,000	449,006	449,934	.66	.66	.66	450,000	8,438	04/01/2024	1.F FE ..	
..84265V-AH-8	SOUTHERN COPPER CORP	..	06/10/2024	PAYOUT	393,200	393,200	400,000	387,120	397,093	.963	.963	.963	398,057	(4,857)	9,817	04/23/2025	2.A FE ..
..86787E-BC-0	TRUIST BANK	..	04/01/2024	MATURITY	500,000	500,000	500,000	521,080	500,834	(834)	(834)	(834)	500,000	8,000	04/01/2024	1.F FE ..	
..872480-AA-6	TIF FUNDING III LLC	..	06/20/2024	PAYOUT	3,600	3,600	3,598	3,598	1	1	1	3,600	..	..	..	..	..	..	..	31	08/20/2045	1.F FE ..
..89680H-AA-0	TRITON CONTAINER FINANCE VIII LLC	..	06/20/2024	PAYOUT	19,444	19,444	19,440	19,441	3	3	3	19,444	..	..	..	..	..	..	..	171	09/20/2045	1.F FE ..
..918286-AA-3	VSE 2018-A VOI MORTGAGE LLC	..	06/20/2024	PAYOUT	2,787	2,787	2,787	2,787	..	..	..	2,787	..	..	..	..	..	..	..	39	02/20/2036	1.A FE ..
..05971K-AD-1	BANCO SANTANDER SA	D.	05/02/2024	TORONTO DOMINION SEC	995,690	1,000,000	1,020,170	1,004,175	(2,973)	(2,973)	(2,973)	1,001,201	..	..	..	..	..	..	..	(5,511)	06/27/2024	1.F FE ..
..05971K-AE-9	BANCO SANTANDER SA	D.	06/06/2024	RBC CAPITAL MARKETS	389,000	400,000	400,000	400,000	400,000	(11,000)	5,767	05/28/2025	1.G FE ..	
1109999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					4,225,762	4,259,389	4,268,543	4,257,898	(1,243)	(1,243)	(1,243)	4,256,654	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	69,224	XXX	XXX		
2509999997. Total - Bonds - Part 4					5,242,593	5,276,220	5,276,176	5,267,074	6,411	6,411	6,411	5,273,485	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	84,005	XXX	XXX		
2509999998. Total - Bonds - Part 5					XXX	XXX	XXX	XXX	6,411	6,411	6,411	5,273,485	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	84,005	XXX	XXX		
2509999999. Total - Bonds					5,242,593	5,276,220	5,276,176	5,267,074	6,411	6,411	6,411	5,273,485	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	84,005	XXX	XXX		
4509999997. Total - Preferred Stocks - Part 4					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
4509999998. Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
4509999999. Total - Preferred Stocks					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
5989999997. Total - Common Stocks - Part 4					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
5989999998. Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
5989999999. Total - Common Stocks					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
5999999999. Total - Preferred and Common Stocks					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX		
6009999999 - Totals					5,242,593	XXX	5,276,176	5,267,074	6,411	6,411	6,411	5,273,485	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	(30,892)	84,005	XXX	XXX		

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

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

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

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

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

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

Schedule DB - Part E - Derivatives Hedging Variable Annuity Guarantees
N O N E

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

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

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
BANK OF NEW YORK	NEW YORK, NY	0.000			9,597	12,813	12,763	XXX.
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX			9,597	12,813	12,763	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX						XXX
0399999. Total Cash on Deposit	XXX	XXX			9,597	12,813	12,763	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
.....
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.....
0599999. Total - Cash	XXX	XXX			9,597	12,813	12,763	XXX

STATEMENT AS OF JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

Show Investments Owned End of Current Quarter								
1 CUSIP	2 Description	3 Code	4 Date Acquired	5 Rate of Interest	6 Maturity Date	7 Book/Adjusted Carrying Value	8 Amount of Interest Due and Accrued	9 Amount Received During Year
0109999999. Total - U.S. Government Bonds								
0309999999. Total - All Other Government Bonds								
0509999999. Total - U.S. States, Territories and Possessions Bonds								
0709999999. Total - U.S. Political Subdivisions Bonds								
0909999999. Total - U.S. Special Revenues Bonds								
1109999999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds								
1309999999. Total - Hybrid Securities								
1509999999. Total - Parent, Subsidiaries and Affiliates Bonds								
1909999999. Subtotal - Unaffiliated Bank Loans								
2419999999. Total - Issuer Obligations								
2429999999. Total - Residential Mortgage-Backed Securities								
2439999999. Total - Commercial Mortgage-Backed Securities								
2449999999. Total - Other Loan-Backed and Structured Securities								
2459999999. Total - SVO Identified Funds								
2469999999. Total - Affiliated Bank Loans								
2479999999. Total - Unaffiliated Bank Loans								
2509999999. Total Bonds								
31846V-41-9	FIRST AM TREAS OBLI-INS INV		04/01/2024	0.000		1		
94975H-29-6	ALLSPRING TRSY PL MM-INST	SD.	12/31/2022	0.000		100,000		5,738
8209999999. Subtotal - Exempt Money Market Mutual Funds - as Identified by the SVO						100,001		5,738
09248U-70-0	BLOCKR L1Q FDND-INST		06/26/2024	0.000		796,787		
8309999999. Subtotal - All Other Money Market Mutual Funds						796,787		
8609999999 - Total Cash Equivalents						896,788		5,738



SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2024 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended JUNE 30, 2024

NAIC Group Code 0201

NAIC Company Code 12475

Company Name REPUBLIC-FRANKLIN INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$	\$	\$

2. Commercial Multiple Peril (CMP) Packaged Policies

- 2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? Yes [] No []
2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? Yes [] No []
2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies
2.31 Amount quantified: \$ 37,968
2.32 Amount estimated using reasonable assumptions: \$
2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverage provided in CMP packaged policies. \$