LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

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ANNUAL STATEMENT

For the Year Ended December 31, 2016

of the Condition and Affairs of the

Great-West Life & Annuity Insurance Company

NAIC Group Code.....769, 769 (Current Period) (Prior Period) NAIC Company Code..... 68322 Employer's ID Number..... 84-0467907

Organized under the Laws of Colorado State of Domicile or Port of Entry Colorado Country of Domicile United States

Incorporated/Organized..... March 28, 1907 Commenced Business..... April 24, 1907

Statutory Home Office	8515 East Orchard Road..... Greenwood Village ..... CO ..... US ..... 80111 *(Street and Number) (City or Town, State, Country and Zip Code)*	
Main Administrative Office	8515 East Orchard Road..... Greenwood Village ..... CO ..... US..... 80111 *(Street and Number) (City or Town, State, Country and Zip Code)*	303-737-3000 *(Area Code) (Telephone Number)*
Mail Address	8515 East Orchard Road..... Greenwood Village ..... CO ..... US ..... 80111 *(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)*	
Primary Location of Books and Records	8515 East Orchard Road..... Greenwood Village ..... CO ..... US ..... 80111 *(Street and Number) (City or Town, State, Country and Zip Code)*	303-737-3000 *(Area Code) (Telephone Number)*
Internet Web Site Address	www.greatwest.com	
Statutory Statement Contact	Robert Leif Onstad *(Name)*	303-737-3000 *(Area Code) (Telephone Number) (Extension)*
	gwlcomments@gwl.com *(E-Mail Address)*	303-737-3827 *(Fax Number)*

OFFICERS

Name	Title	Name	Title
1. Ryan Lynn Logsdon	Associate General Counsel, Products and Corporate	2. Kara Susan Roe	Controller
3. Kenneth Thomas Ledwos	Vice President and Actuary		

VICE PRESIDENT

Ronald John Laeyendecker

DIRECTORS

John Lincoln Bernbach	Marcel Rosaire Coutu	André Roger Desmarais	Olivier André Desmarais
Paul Guy Desmarais, Jr.	Gary Albert Doer #	Claude Généreux	Alain Louvel
Paul Anthony Mahon	Jerry Edgar Alan Nickerson	Robert Jeffrey Orr	Brian Edward Walsh
Robert Lloyd Reynolds	Henri-Paul Rousseau	Raymond Royer	Thomas Timothy Ryan, Jr.
Jerome John Selitto	Gregory Dennis Tretiak	Gregory James Fleming #	

State of..... Colorado
County of..... Arapahoe

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

(Signature)	Kara S. Roe (Signature)	(Signature)
Ryan Lynn Logsdon	Kara Susan Roe	Kenneth Thomas Ledwos
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
Associate General Counsel, Products and Corporate	Controller	Vice President and Actuary
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 24th day of February 2017

NOTARY NOTARY PUBLIC (Seal)

a. Is this an original filing? Yes [X] No [ ]

b. If no 1. State the amendment number

2. Date filed

3. Number of pages attached

KARA P KERR
NOTARY PUBLIC
STATE OF COLORADO
NOTARY ID 19954015305
MY COMMISSION EXPIRES OCT. 3, 2019

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D)	19,521,021,779		19,521,021,779	18,369,734,966
2. Stocks (Schedule D):				
2.1 Preferred stocks			0	
2.2 Common stocks	105,928,741	2,161,548	103,767,193	106,589,531
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	3,419,606,175		3,419,606,175	3,099,086,751
3.2 Other than first liens			0	
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less $.....0 encumbrances)	35,935,394		35,935,394	36,362,464
4.2 Properties held for the production of income (less $.....0 encumbrances)	1,491,942		1,491,942	1,549,669
4.3 Properties held for sale (less $.....0 encumbrances)			0	1,803,611
5. Cash ($.....(17,362,625), Schedule E-Part 1), cash equivalents ($.....3,218,272, Schedule E-Part 2) and short-term investments ($.....201,053,874, Schedule DA)	186,909,521		186,909,521	176,616,925
6. Contract loans (including $.....0 premium notes)	3,993,638,120		3,993,638,120	4,068,253,592
7. Derivatives (Schedule DB)	133,811,691		133,811,691	48,748,703
8. Other invested assets (Schedule BA)	471,749,621	11,838,113	459,911,508	479,656,381
9. Receivables for securities	15,300,498		15,300,498	10,592,698
10. Securities lending reinvested collateral assets (Schedule DL)			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	27,885,393,482	13,999,661	27,871,393,821	26,398,995,291
13. Title plants less $.....0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	271,067,623		271,067,623	265,427,482
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	11,813,271	234,490	11,578,781	3,203,182
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $.....0 earned but unbilled premiums)	12,024,005		12,024,005	12,512,299
15.3 Accrued retrospective premiums ($.....0) and contracts subject to redetermination ($.....0)			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	5,102,054		5,102,054	239,742
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts	6,227,374		6,227,374	5,671,226
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon	44,718,091		44,718,091	38,121,492
18.2 Net deferred tax asset	500,750,316	317,171,422	183,578,894	199,916,678
19. Guaranty funds receivable or on deposit	1,769,801		1,769,801	2,417,610
20. Electronic data processing equipment and software	18,330,356		18,330,356	20,888,916
21. Furniture and equipment, including health care delivery assets ($.....0)	5,911,055	5,911,055	0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	105,966,099	39,690,463	66,275,636	61,584,283
24. Health care ($.....0) and other amounts receivable			0	
25. Aggregate write-ins for other-than-invested assets	528,130,288	79,530,999	448,599,289	403,452,012
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	29,397,203,815	456,538,090	28,940,665,725	27,412,430,213
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	27,495,359,101		27,495,359,101	27,048,079,873
28. TOTAL (Lines 26 and 27)	56,892,562,916	456,538,090	56,436,024,826	54,460,510,086
DETAILS OF WRITE-INS				
1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Cash value of company owned life insurance	252,762,666		252,762,666	244,742,064
2502. Goodwill	976,973		976,973	13,906,047
2503. Other receivables	187,592,039	34,961	187,557,078	131,458,246
2598. Summary of remaining write-ins for Line 25 from overflow page	86,798,610	79,496,038	7,302,572	13,345,655
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	528,130,288	79,530,999	448,599,289	403,452,012

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Year	2 Prior Year
1.	Aggregate reserve for life contracts $.....25,675,516,075 (Exhibit 5, Line 9999999) less $.....0 included in Line 6.3 (including $.....12,133,582,474 Modco Reserve)	25,675,516,075	24,554,052,634
2.	Aggregate reserve for accident and health contracts (including $.....0 Modco Reserve)	269,093,481	250,887,696
3.	Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including $.....0 Modco Reserve)	224,774,825	243,887,317
4.	Contract claims:		
	4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11)	82,299,400	81,502,780
	4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11)	22,439,689	21,714,237
5.	Policyholders' dividends $.....0 and coupons $.....0 due and unpaid (Exhibit 4, Line 10)		
6.	Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
	6.1 Dividends apportioned for payment (including $.....0 Modco)	46,621,400	52,381,400
	6.2 Dividends not yet apportioned (including $.....0 Modco)		
	6.3 Coupons and similar benefits (including $.....0 Modco)		
7.	Amount provisionally held for deferred dividend policies not included in Line 6		
8.	Premiums and annuity considerations for life and accident and health contracts received in advance less $.....0 discount; including $.....0 accident and health premiums (Exhibit 1, Part 1, Col. 1, sum of Lines 4 and 14)	16,947,911	7,595,912
9.	Contract liabilities not included elsewhere:		
	9.1 Surrender values on canceled contracts		
	9.2 Provision for experience rating refunds, including the liability of $.....45,523,242 accident and health experience rating refunds of which $.....0 is for medical loss ratio rebate per the Public Health Service Act	114,082,481	127,158,637
	9.3 Other amounts payable on reinsurance, including $.....690,153 assumed and $.....8,446,332 ceded	9,136,485	9,120,755
	9.4 Interest Maintenance Reserve (IMR, Line 6)	117,342,292	109,568,079
10.	Commissions to agents due or accrued - life and annuity contracts $.....24,265,006, accident and health $.....0 and deposit-type contract funds $.....0	24,265,006	20,503,460
11.	Commissions and expense allowances payable on reinsurance assumed		
12.	General expenses due or accrued (Exhibit 2, Line 12, Col. 6)	168,703,212	173,090,287
13.	Transfers to Separate Accounts due or accrued (net) (including $.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances)	(4,807,037)	(3,107,975)
14.	Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5)	7,934,568	6,084,090
15.1	Current federal and foreign income taxes, including $.....0 on realized capital gains (losses)		
15.2	Net deferred tax liability		
16.	Unearned investment income	4,803,214	640,282
17.	Amounts withheld or retained by company as agent or trustee	53,737,712	34,721,210
18.	Amounts held for agents' account, including $.....0 agents' credit balances		
19.	Remittances and items not allocated	2,155,487	48,764,782
20.	Net adjustment in assets and liabilities due to foreign exchange rates		
21.	Liability for benefits for employees and agents if not included above	2,282,704	2,243,456
22.	Borrowed money $.....97,538,141 and interest thereon $.....0	97,538,141	93,371,296
23.	Dividends to stockholders declared and unpaid		
24.	Miscellaneous liabilities:		
	24.01 Asset valuation reserve (AVR Line 16, Col. 7)	185,043,214	191,214,243
	24.02 Reinsurance in unauthorized and certified ($.....0) companies	19,106	19,045
	24.03 Funds held under reinsurance treaties with unauthorized and certified ($.....0) reinsurers	430,668,568	
	24.04 Payable to parent, subsidiaries and affiliates	45,660,618	34,155,242
	24.05 Drafts outstanding		
	24.06 Liability for amounts held under uninsured plans		
	24.07 Funds held under coinsurance		
	24.08 Derivatives	30,379,021	76,666,464
	24.09 Payable for securities	42,348,396	3,843,926
	24.10 Payable for securities lending		
	24.11 Capital notes $.....0 and interest thereon $.....0		
25.	Aggregate write-ins for liabilities	218,355,246	157,595,606
26.	Total liabilities excluding Separate Accounts business (Lines 1 to 25)	27,887,341,215	26,297,674,861
27.	From Separate Accounts Statement	27,495,350,385	27,048,071,011
28.	Total liabilities (Line 26 and 27)	55,382,691,600	53,345,745,872
29.	Common capital stock	7,292,708	7,232,986
30.	Preferred capital stock		
31.	Aggregate write-ins for other-than-special surplus funds	0	0
32.	Surplus notes	527,901,740	527,873,857
33.	Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1)	619,698,153	597,339,103
34.	Aggregate write-ins for special surplus funds	0	0
35.	Unassigned funds (surplus)	(101,559,375)	(17,681,732)
36.	Less treasury stock, at cost:		
	36.1 .....0.000 shares common (value included in Line 29 $.....0)		
	36.2 .....0.000 shares preferred (value included in Line 30 $.....0)		
37.	Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including $.....8,716 in Separate Accounts Statement)	1,046,040,518	1,107,531,228
38.	Totals of Lines 29, 30 and 37 (Page 4, Line 55)	1,053,333,226	1,114,764,214
39.	Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	56,436,024,826	54,460,510,086

DETAILS OF WRITE-INS

2501.	Other contract deposit funds	66,289,549	79,386,666
2502.	Liability for pension and postretirement benefits	5,381,287	2,516,275
2503.	Miscellaneous liabilities	25,479,710	37,507,598
2598.	Summary of remaining write-ins for Line 25 from overflow page	121,204,700	38,185,067
2599.	Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	218,355,246	157,595,606
3101.			
3102.			
3103.			
3198.	Summary of remaining write-ins for Line 31 from overflow page	0	0
3199.	Totals (Lines 3101 through 3103 plus 3198) (Line 31 above)	0	0
3401.			
3402.			
3403.			
3498.	Summary of remaining write-ins for Line 34 from overflow page	0	0
3499.	Totals (Lines 3401 through 3403 plus 3498) (Line 34 above)	0	0

SUMMARY OF OPERATIONS

		1 Current Year	2 Prior Year
1.	Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11)	(397,782,806)	5,729,548,875
2.	Considerations for supplementary contracts with life contingencies		
3.	Net investment income (Exhibit of Net Investment Income, Line 17)	1,235,840,731	1,242,917,853
4.	Amortization of Interest Maintenance Reserve (IMR) (Line 5)	23,252,563	25,377,102
5.	Separate Accounts net gain from operations excluding unrealized gains or losses	150,191	156,817
6.	Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1)	5,785,228	5,411,304
7.	Reserve adjustments on reinsurance ceded	5,627,638,477	(216,297,202)
8.	Miscellaneous Income:		
	8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	151,744,454	143,962,631
	8.2 Charges and fees for deposit-type contracts		
	8.3 Aggregate write-ins for miscellaneous income	154,545,203	134,018,264
9.	Totals (Lines 1 to 8.3)	6,801,174,041	7,065,095,644
10.	Death benefits	341,292,029	283,739,873
11.	Matured endowments (excluding guaranteed annual pure endowments)		
12.	Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8)	202,093,494	207,865,103
13.	Disability benefits and benefits under accident and health contracts	41,580,328	40,641,133
14.	Coupons, guaranteed annual pure endowments and similar benefits		
15.	Surrender benefits and withdrawals for life contracts	4,330,312,982	4,304,493,909
16.	Group conversions		
17.	Interest and adjustments on contract or deposit-type contract funds	10,448,449	12,952,480
18.	Payments on supplementary contracts with life contingencies	1,542,901	1,712,611
19.	Increase in aggregate reserves for life and accident and health contracts	1,139,669,225	956,537,669
20.	Totals (Lines 10 to 19)	6,066,939,408	5,807,942,778
21.	Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1)	179,626,618	169,396,461
22.	Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1)	1,940,231	1,630,021
23.	General insurance expenses (Exhibit 2, Line 10, Columns 1, 2, 3 and 4)	495,228,965	422,596,145
24.	Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3)	48,574,574	37,339,454
25.	Increase in loading on deferred and uncollected premiums	683,777	1,357,705
26.	Net transfers to or (from) Separate Accounts net of reinsurance	(101,482,018)	380,872,176
27.	Aggregate write-ins for deductions	0	0
28.	Totals (Lines 20 to 27)	6,691,511,555	6,821,134,740
29.	Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	109,662,486	243,960,904
30.	Dividends to policyholders	45,841,784	54,384,940
31.	Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	63,820,702	189,575,964
32.	Federal and foreign income taxes incurred (excluding tax on capital gains)	(37,931,886)	(5,954,490)
33.	Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	101,752,588	195,530,454
34.	Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of $.....(710,149) (excluding taxes of $.....16,706,725 transferred to the IMR)	(1,095,932)	(8,298,130)
35.	Net income (Line 33 plus Line 34)	100,656,656	187,232,324
	CAPITAL AND SURPLUS ACCOUNT		
36.	Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2)	1,114,764,214	1,000,937,565
37.	Net income (Line 35)	100,656,656	187,232,324
38.	Change in net unrealized capital gains (losses) less capital gains tax of $.....(12,259,005)	(32,222,791)	26,744,926
39.	Change in net unrealized foreign exchange capital gain (loss)	(76,891)	83,171
40.	Change in net deferred income tax	16,604,649	(1,660,501)
41.	Change in nonadmitted assets	(47,305,766)	(35,743,548)
42.	Change in liability for reinsurance in unauthorized and certified companies	(61)	58
43.	Change in reserve on account of change in valuation basis, (increase) or decrease		
44.	Change in asset valuation reserve	6,171,029	7,193,220
45.	Change in treasury stock, (Page 3, Lines 36.1 and 36.2 Col. 2 minus Col. 1)		
46.	Surplus (contributed to) withdrawn from Separate Accounts during period	(195)	(6,000)
47.	Other changes in surplus in Separate Accounts Statement	(150,337)	1,148,292
48.	Change in surplus notes	27,883	27,883
49.	Cumulative effect of changes in accounting principles		
50.	Capital changes:		
	50.1 Paid in	59,722	200,986
	50.2 Transferred from surplus (Stock Dividend)		
	50.3 Transferred to surplus		
51.	Surplus adjustment:		
	51.1 Paid in	22,359,050	63,603,732
	51.2 Transferred to capital (Stock Dividend)		
	51.3 Transferred from capital		
	51.4 Change in surplus as a result of reinsurance		
52.	Dividends to stockholders	(125,691,431)	(139,532,650)
53.	Aggregate write-ins for gains and losses in surplus	(1,862,505)	4,534,756
54.	Net change in capital and surplus for the year (Lines 37 through 53)	(61,430,988)	113,826,649
55.	Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38)	1,053,333,226	1,114,764,214

DETAILS OF WRITE-INS

08.301.	Other income	151,811,788	131,433,291
08.302.	Interest on intercompany loan	2,733,415	2,584,973
08.303.			
08.398.	Summary of remaining write-ins for Line 8.3 from overflow page	0	0
08.399.	Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	154,545,203	134,018,264
2701.			
2702.			
2703.			
2798.	Summary of remaining write-ins for Line 27 from overflow page	0	0
2799.	Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)	0	0
5301.	Change in pension and postretirement benefit liability, net of income taxes	(1,862,505)	4,534,756
5302.			
5303.			
5398.	Summary of remaining write-ins for Line 53 from overflow page	0	0
5399.	Totals (Lines 5301 through 5303 plus 5398) (Line 53 above)	(1,862,505)	4,534,756

CASH FLOW

		1 Current Year	2 Prior Year
	CASH FROM OPERATIONS		
1.	Premiums collected net of reinsurance	5,910,874,588	5,640,469,271
2.	Net investment income	1,080,450,237	1,058,119,357
3.	Miscellaneous income	(23,873,898)	67,988,634
4.	Total (Lines 1 through 3)	6,967,450,927	6,766,577,262
5.	Benefit and loss related payments	4,671,246,108	4,683,045,022
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(99,782,956)	382,578,764
7.	Commissions, expenses paid and aggregate write-ins for deductions	688,454,965	593,187,694
8.	Dividends paid to policyholders	51,521,071	57,559,416
9.	Federal and foreign income taxes paid (recovered) net of $.....16,706,725 tax on capital gains (losses)	(15,711,075)	33,056,659
10.	Total (Lines 5 through 9)	5,295,728,113	5,749,427,555
11.	Net cash from operations (Line 4 minus Line 10)	1,671,722,814	1,017,149,707
	CASH FROM INVESTMENTS		
12.	Proceeds from investments sold, matured or repaid:		
	12.1 Bonds	7,202,701,607	5,660,265,607
	12.2 Stocks	1,539,483	2,257,000
	12.3 Mortgage loans	365,790,189	556,108,009
	12.4 Real estate	1,456,569	1,094,661
	12.5 Other invested assets	9,884,109	6,418,544
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	12,570	12,973
	12.7 Miscellaneous proceeds	40,414,324	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	7,621,798,851	6,226,156,794
13.	Cost of investments acquired (long-term only):		
	13.1 Bonds	8,434,226,549	6,694,402,662
	13.2 Stocks	19,046	
	13.3 Mortgage loans	688,991,000	430,385,000
	13.4 Real estate	2,006,228	2,142,428
	13.5 Other invested assets	3,984,917	2,148,365
	13.6 Miscellaneous applications	4,707,800	7,241,384
	13.7 Total investments acquired (Lines 13.1 to 13.6)	9,133,935,540	7,136,319,839
14.	Net increase (decrease) in contract loans and premium notes	(6,808,609)	(97,662,706)
15.	Net cash from investments (Line 12.8 minus Lines 13.7 minus Line 14)	(1,505,328,080)	(812,500,339)
	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	20,305,674	62,253,166
	16.3 Borrowed funds	4,166,845	(5,217,561)
	16.4 Net deposits on deposit-type contracts and other insurance liabilities	(22,342,458)	(41,221,297)
	16.5 Dividends to stockholders	125,691,431	139,532,650
	16.6 Other cash provided (applied)	(32,540,768)	(30,793,034)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(156,102,138)	(154,511,376)
	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)	10,292,596	50,137,992
19.	Cash, cash equivalents and short-term investments:		
	19.1 Beginning of year	176,616,925	126,478,932
	19.2 End of year (Line 18 plus Line 19.1)	186,909,521	176,616,925

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

20.0001	Share-based compensation expense	(2,113,098)	(1,551,552)
20.0002	Assets received from limited partnership investment distributions	(10,346)	

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	Ordinary			6	Group		Accident and Health			12
			3	4	5		7	8	9	10	11	
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance(a)	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
1. Premiums and annuity considerations for life and accident and health contracts	(397,782,806)		(3,143,705,928)	336,101,411			93,675,516	2,257,706,856	58,439,339			
2. Considerations for supplementary contracts with life contingencies	0											
3. Net investment income	1,235,840,731		664,224,528	41,762,538	596,778		15,952,527	497,489,546	15,814,814			
4. Amortization of Interest Maintenance Reserve (IMR)	23,252,564		7,846,903	168,183	2,195			15,235,283				
5. Separate Accounts net gain from operations excluding unrealized gains or losses	150,191		150,191									
6. Commissions and expense allowances on reinsurance ceded	5,785,228		5,785,228									
7. Reserve adjustments on reinsurance ceded	5,627,638,477		3,379,857,864					2,247,780,613				
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from S/A	151,744,454		57,157,702	12,890,971				81,695,781				
8.2 Charges and fees for deposit-type contracts	0											
8.3 Aggregate write-ins for miscellaneous income	154,545,203	0	17,788,068	7,109,654	0	0	246	119,104,120	59,833	0	0	10,483,282
9. Totals (Lines 1 to 8.3)	6,801,174,042	0	989,104,556	398,032,757	598,973	0	109,628,289	5,219,012,199	74,313,986	0	0	10,483,282
10. Death benefits	341,292,029		247,482,939				93,809,090					
11. Matured endowments (excluding guaranteed annual pure endowments)	0											
12. Annuity benefits	202,093,494			63,840,830				138,252,664				
13. Disability benefits and benefits under accident and health contracts	41,580,328		2,749,692						38,809,656		20,980	
14. Coupons, guaranteed annual pure endowments and similar benefits	0											
15. Surrender benefits and withdrawals for life contracts	4,330,312,982		137,700,500	155,129,444			2,651,185	4,034,831,853				
16. Group conversions	0											
17. Interest and adjustments on contract or deposit-type contract funds	10,448,449		2,583,948	5,890,157			56,494	1,917,850				
18. Payments on supplementary contracts with life contingencies	1,542,901				1,542,901							
19. Increase in aggregate reserves for life and accident and health contracts	1,139,669,225		151,875,714	(34,018,146)	(1,531,696)		(229,175)	1,005,366,743	18,205,785			
20. Totals (Lines 10 to 19)	6,066,939,408	0	542,392,793	190,842,285	11,205	0	96,287,594	5,180,369,110	57,015,441	0	20,980	0
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only)	179,626,618		50,266,064	16,623,109				112,737,445				
22. Commissions and expense allowances on reinsurance assumed	1,940,231		1,936,348					3,883				
23. General insurance expenses	495,228,965		26,321,113	34,565,091			8,488,995	401,116,917	7,789,409		(65,949)	17,013,389
24. Insurance taxes, licenses and fees, excluding federal income taxes	48,574,575		22,029,155	1,285,376			1,499,253	21,389,438	890,955			1,480,398
25. Increase in loading on deferred and uncollected premiums	683,777		701,557				(17,780)					
26. Net transfers to or (from) Separate Accounts net of reinsurance	(101,482,018)		173,520,912	184,549,171				(459,552,101)				
27. Aggregate write-ins for deductions	0	0	0	0	0	0	0	0	0	0	0	0
28. Totals (Lines 20 to 27)	6,691,511,556	0	817,167,942	427,865,032	11,205	0	106,258,062	5,256,064,692	65,695,805	0	(44,969)	18,493,787
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	109,662,486	0	171,936,614	(29,832,275)	587,768	0	3,370,227	(37,052,493)	8,618,181	0	44,969	(8,010,505)
30. Dividends to policyholders	45,841,784		45,805,334	36,450								
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	63,820,702	0	126,131,280	(29,868,725)	587,768	0	3,370,227	(37,052,493)	8,618,181	0	44,969	(8,010,505)
32. Federal income taxes incurred (excluding tax on capital gains)	(37,931,887)		53,398,616	(19,476,836)	370,619		2,133,073	(74,770,429)	5,454,592		28,462	(5,069,984)
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	101,752,589	0	72,732,664	(10,391,889)	217,149	0	1,237,154	37,717,936	3,163,589	0	16,507	(2,940,521)
DETAILS OF WRITE-INS												
08.301. Other income	151,811,788		17,788,068	7,109,654			246	119,104,120	59,833			7,749,867
08.302. Interest on intercompany loan	2,733,415											2,733,415
08.303.	0											
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	0	0	0	0	0	0	0	0	0	0	0	0
08.399. Total (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	154,545,203	0	17,788,068	7,109,654	0	0	246	119,104,120	59,833	0	0	10,483,282
2701.	0											
2702.	0											
2703.	0											
2798. Summary of remaining write-ins for Line 27 from overflow page	0	0	0	0	0	0	0	0	0	0	0	0
2799. Total (Lines 2701 through 2703 plus 2798) (Line 27 above)	0	0	0	0	0	0	0	0	0	0	0	0

(a) Includes the following amounts for FEGLI/SGLI: Line 1.....0 Line 10.....0 Line 16.....0 Line 23.....0 Line 24.....0.

ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1	2	Ordinary			6	Group	
			3	4	5	Credit Life (Group and Individual)	7	8
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts		Life Insurance	Annuities
Involving Life or Disability Contingencies (Reserves)								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year	24,554,052,636		12,982,013,327	563,518,624	14,812,676		263,301,901	10,730,406,108
2. Tabular net premiums or considerations	2,489,262,922		773,034,984	64,730			146,033,263	1,570,129,945
3. Present value of disability claims incurred	0				XXX			
4. Tabular interest	830,000,504		569,794,006	31,399,231	932,520		12,420,685	215,454,062
5. Tabular less actual reserve released	481,165		-	(746,761)	(131,624)			1,359,550
6. Increase in reserve on account of change in valuation basis	0							
7. Other increases (net)	(358,417,274)		(358,645,272)		227,998			
8. Totals (Lines 1 to 7)	27,515,379,953	0	13,966,197,045	594,235,824	15,841,570	0	421,755,849	12,517,349,665
9. Tabular cost	467,682,376		318,232,792		XXX		149,449,584	
10. Reserves released by death	390,123,354		383,093,803	XXX	XXX		7,029,551	XXX
11. Reserves released by other terminations (net)	855,540,870		130,878,003	2,082,545	(78,586)		2,165,590	720,493,318
12. Annuity, supplementary contract, and disability payments involving life contingencies	126,413,869			62,652,801	2,639,176		-	61,121,892
13. Net transfers to or (from) Separate Accounts	103,406		103,406					
14. Total deductions (Lines 9 to 13)	1,839,863,875	0	832,308,004	64,735,346	2,560,590	0	158,644,725	781,615,210
15. Reserve December 31, current year	25,675,516,078	0	13,133,889,041	529,500,478	13,280,980	0	263,111,124	11,735,734,455

EXHIBIT OF NET INVESTMENT INCOME

		1 Collected During Year	2 Earned During Year
1.	U.S. government bonds	(a) 11,428,272	10,413,815
1.1	Bonds exempt from U.S. tax	(a)	
1.2	Other bonds (unaffiliated)	(a) 770,963,933	775,024,148
1.3	Bonds of affiliates	(a) 1,834,356	1,834,356
2.1	Preferred stocks (unaffiliated)	(b)	
2.11	Preferred stocks of affiliates	(b)	
2.2	Common stocks (unaffiliated)		
2.21	Common stocks of affiliates	632,542	632,542
3.	Mortgage loans	(c) 151,001,690	151,504,678
4.	Real estate	(d) 25,400,875	25,400,875
5.	Contract loans	199,159,243	198,846,490
6.	Cash, cash equivalents and short-term investments	(e) 6,919,999	7,029,783
7.	Derivative instruments	(f) 12,818,230	10,028,730
8.	Other invested assets	116,697,719	116,700,704
9.	Aggregate write-ins for investment income	1,761,430	1,761,430
10.	Total gross investment income	1,298,618,289	1,299,177,551
11.	Investment expenses		(g) 27,242,205
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g) 3,120,557
13.	Interest expense		(h) 30,483,033
14.	Depreciation on real estate and other invested assets		(i) 2,491,025
15.	Aggregate write-ins for deductions from investment income		0
16.	Total deductions (Lines 11 through 15)		63,336,820
17.	Net investment income (Line 10 minus Line 16)		1,235,840,731
	DETAILS OF WRITE-INS		
0901.	Miscellaneous income	1,761,430	1,761,430
0902.			
0903.			
0998.	Summary of remaining write-ins for Line 9 from overflow page	0	0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)	1,761,430	1,761,430
1501.			
1502.			
1503.			
1598.	Summary of remaining write-ins for Line 15 from overflow page		0
1599.	Totals (Lines 1501 through 1503 plus 1598) (Line 15 above)		0

(a) Includes $.....85,646,225 accrual of discount less $.....65,680,397 amortization of premium and less $.....35,923,452 paid for accrued interest on purchases.
(b) Includes $.....0 accrual of discount less $.....0 amortization of premium and less $.....0 paid for accrued dividends on purchases.
(c) Includes $.....61,201 accrual of discount less $.....83,277 amortization of premium and less $.....0 paid for accrued interest on purchases.
(d) Includes $.....0 for company's occupancy of its own buildings; and excludes $.....0 interest on encumbrances.
(e) Includes $.....2,562,778 accrual of discount less $.....3,358,727 amortization of premium and less $.....2,934,952 paid for accrued interest on purchases.
(f) Includes $.....6,764,922 accrual of discount less $.....1,020,506 amortization of premium.
(g) Includes $.....0 investment expenses and $.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
(h) Includes $.....0 interest on surplus notes and $.....0 interest on capital notes.
(i) Includes $.....2,491,025 depreciation on real estate and $.....0 depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. government bonds	9,891,691		9,891,691		
1.1	Bonds exempt from U.S. tax			0		
1.2	Other bonds (unaffiliated)	51,157,957	(16,708,602)	34,449,355	(36,924)	(143,208,768)
1.3	Bonds of affiliates			0		
2.1	Preferred stocks (unaffiliated)	(1)		(1)		
2.11	Preferred stocks of affiliates			0		
2.2	Common stocks (unaffiliated)	(1,543)		(1,543)		
2.21	Common stocks of affiliates	123,680		123,680	(1,623,034)	
3.	Mortgage loans			0	56,693	(2,716,001)
4.	Real estate	(164,931)	(182,111)	(347,042)		
5.	Contract loans			0		
6.	Cash, cash equivalents and short-term investments	12,570		12,570		
7.	Derivative instruments	(10,008,431)	11,436,213	1,427,782	(29,858,840)	145,848,364
8.	Other invested assets			0	(13,019,691)	
9.	Aggregate write-ins for capital gains (losses)	0	287,219	287,219	0	(483)
10.	Total capital gains (losses)	51,010,992	(5,167,281)	45,843,711	(44,481,796)	(76,888)
	DETAILS OF WRITE-INS					
0901.	Foreign currency transaction gain (loss)		287,219	287,219		(645)
0902.	Foreign currency transaction gain (loss) (mortgage)			0		5,330
0903.	Foreign currency transaction gain (loss) (mortgage derivative)			0		(5,168)
0998.	Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0	0
0999.	Totals (Lines 0901 through 0903 plus 0998) (Line 9 above)	0	287,219	287,219	0	(483)

EXHIBIT 1 - PART 1 - PREMIUMS AND ANNUITY CONSIDERATIONS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4	Credit Life	6	7	8	9	10	Aggregate of
	Total	Industrial Life	Life Insurance	Individual Annuities	(Group and Individual)	Life Insurance	Annuities	Group	Credit (Group & Individual)	Other	All Other Lines of Business
FIRST YEAR (other than single)											
1. Uncollected	0										
2. Deferred and accrued	0										
3. Deferred, accrued and uncollected:											
3.1 Direct	0										
3.2 Reinsurance assumed	0										
3.3 Reinsurance ceded	0										
3.4 Net (Line 1 + Line 2)	0	0	0	0	0	0	0	0	0	0	0
4. Advance	0										
5. Line 3.4 - Line 4	0	0	0	0	0	0	0	0	0	0	0
6. Collected during year:											
6.1 Direct	711,794,415		(22,061,422)	5,681			733,850,156				
6.2 Reinsurance assumed	95,807		95,807								
6.3 Reinsurance ceded	2,390,387		2,390,387								
6.4 Net	709,499,835	0	(24,356,002)	5,681	0	0	733,850,156	0	0	0	0
7. Line 5 + Line 6.4	709,499,835	0	(24,356,002)	5,681	0	0	733,850,156	0	0	0	0
8. Prior year (uncollected + deferred and accrued - advance)	0										
9. First year premiums and considerations:											
9.1 Direct	711,794,415		(22,061,422)	5,681			733,850,156				
9.2 Reinsurance assumed	95,807		95,807								
9.3 Reinsurance ceded	2,390,387		2,390,387								
9.4 Net (Line 7 - Line 8)	709,499,835	0	(24,356,002)	5,681	0	0	733,850,156	0	0	0	0
SINGLE											
10. Single premiums and considerations:											
10.1 Direct	679,949,245		667,204,344	471,759		185,963	12,087,179				
10.2 Reinsurance assumed	763,619			763,619							
10.3 Reinsurance ceded	0										
10.4 Net	680,712,864	0	667,204,344	1,235,378	0	185,963	12,087,179	0	0	0	0
RENEWAL											
11. Uncollected	11,813,297		11,813,297								
12. Deferred and accrued	3,289,615		12,024,005			(5,327,792)		(3,406,598)			
13. Deferred, accrued and uncollected:											
13.1 Direct	15,102,912		23,837,302			(5,327,792)		(3,406,598)			
13.2 Reinsurance assumed	0										
13.3 Reinsurance ceded	0										
13.4 Net (Line 11 + Line 12)	15,102,912	0	23,837,302	0	0	(5,327,792)	0	(3,406,598)	0	0	0
14. Advance	16,947,911					16,947,911					
15. Line 13.4 - Line 14	(1,844,999)	0	23,837,302	0	0	(22,275,703)	0	(3,406,598)	0	0	0
16. Collected during year:											
16.1 Direct	4,653,793,083		337,810,455	334,921,643		108,906,168	3,830,085,848	42,068,969			
16.2 Reinsurance assumed	42,119,135		40,437,501	16,472			1,630,773	34,389			
16.3 Reinsurance ceded	6,495,004,162		4,172,825,493	77,762		1,530,422	2,319,947,100	623,385			
16.4 Net	(1,799,091,944)	0	(3,794,577,537)	334,860,353	0	107,375,746	1,511,769,521	41,479,973	0	0	0
17. Line 15 + Line 16.4	(1,800,936,943)	0	(3,770,740,235)	334,860,353	0	85,100,043	1,511,769,521	38,073,375	0	0	0
18. Prior year (uncollected + deferred and accrued - advance)	(12,941,439)		15,814,035			(8,389,510)		(20,365,964)			
19. Renewal premiums and considerations:											
19.1 Direct	4,664,889,523		345,833,722	334,921,643		95,019,975	3,830,085,848	59,028,335			
19.2 Reinsurance assumed	42,119,135		40,437,501	16,472			1,630,773	34,389			
19.3 Reinsurance ceded	6,495,004,162		4,172,825,493	77,762		1,530,422	2,319,947,100	623,385			
19.4 Net (Line 17 - Line 18)	(1,787,995,504)	0	(3,786,554,270)	334,860,353	0	93,489,553	1,511,769,521	58,439,339	0	0	0
TOTAL											
20. Total premiums and annuity considerations:											
20.1 Direct	6,056,633,183	0	990,976,644	335,399,083	0	95,205,938	4,576,023,183	59,028,335	0	0	0
20.2 Reinsurance assumed	42,978,561	0	40,533,308	780,091	0	0	1,630,773	34,389	0	0	0
20.3 Reinsurance ceded	6,497,394,549	0	4,175,215,880	77,762	0	1,530,422	2,319,947,100	623,385	0	0	0
20.4 Net (Lines 9.4 + 10.4 + 19.4)	(397,782,805)	0	(3,143,705,928)	336,101,412	0	93,675,516	2,257,706,856	58,439,339	0	0	0

EXHIBIT 1 - PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (direct business only)

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4		6	7	8	9	10	
	Total	Industrial Life	Life Insurance	Individual Annuities	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group & Individual)	Other	Aggregate of All Other Lines of Business
DIVIDENDS AND COUPONS APPLIED (included in Part 1)											
21. To pay renewal premiums	11,030,709		11,030,709								
22. All other	39,312,402		39,275,952	36,450							
REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED											
23. First year (other than single):											
23.1 Reinsurance ceded	0										
23.2 Reinsurance assumed	415		415								
23.3 Net ceded less assumed	(415)	0	(415)	0	0	0	0	0	0	0	0
24. Single:											
24.1 Reinsurance ceded	0										
24.2 Reinsurance assumed	0										
24.3 Net ceded less assumed	0	0	0	0	0	0	0	0	0	0	0
25. Renewal:											
25.1 Reinsurance ceded	5,785,228		5,785,228								
25.2 Reinsurance assumed	1,939,816		1,935,933				3,883				
25.3 Net ceded less assumed	3,845,412	0	3,849,295	0	0	0	(3,883)	0	0	0	0
26. Totals:											
26.1 Reinsurance ceded (Page 6, Line 6)	5,785,228	0	5,785,228	0	0	0	0	0	0	0	0
26.2 Reinsurance assumed (Page 6, Line 22)	1,940,231	0	1,936,348	0	0	0	3,883	0	0	0	0
26.3 Net ceded less assumed	3,844,997	0	3,848,880	0	0	0	(3,883)	0	0	0	0
COMMISSIONS INCURRED (direct business only)											
27. First year (other than single)	35,009,359		14,040,682	9,239,963			11,728,714				
28. Single	17,009,048		16,998,898	10,150							
29. Renewal	127,608,211		19,226,484	7,372,996			101,008,731				
30. Deposit-type contract funds	0										
31. Totals (to agree with Page 6, Line 21)	179,626,618	0	50,266,064	16,623,109	0	0	112,737,445	0	0	0	0

EXHIBIT 2 - GENERAL EXPENSES

		Insurance				5	6
		1	Accident and Health		4		
			2	3			
		Life	Cost Containment	All Other	All Other Lines of Business	Investment	Total
1.	Rent	23,800,562		399,943	881,002	956,846	26,038,353
2.	Salaries and wages	230,077,674		3,866,207	8,516,556	9,249,732	251,710,169
3.11	Contributions for benefit plans for employees	39,343,061		661,118	1,456,323	1,581,695	43,042,197
3.12	Contributions for benefit plans for agents						0
3.21	Payments to employees under non-funded benefit plans						0
3.22	Payments to agents under non-funded benefit plans						0
3.31	Other employee welfare	1,386,830		23,304	51,335	55,754	1,517,223
3.32	Other agent welfare						0
4.1	Legal fees and expenses	5,819,506		97,790	215,415	233,960	6,366,671
4.2	Medical examination fees	999,073		16,788	36,982	40,165	1,093,008
4.3	Inspection report fees	37,656		633	1,394	1,514	41,197
4.4	Fees of public accountants and consulting actuaries	5,822,862		97,847	215,539	234,095	6,370,343
4.5	Expense of investigation and settlement of policy claims						0
5.1	Traveling expenses	14,462,081		243,020	535,328	581,414	15,821,843
5.2	Advertising	13,205,819		221,910	488,827	530,909	14,447,465
5.3	Postage, express, telegraph and telephone	11,876,804		199,577	439,632	477,479	12,993,492
5.4	Printing and stationery	11,607,756		195,056	429,673	466,663	12,699,148
5.5	Cost or depreciation of furniture and equipment	5,999,862		100,821	222,091	241,210	6,563,984
5.6	Rental of equipment	9,206,806		154,710	340,799	370,138	10,072,453
5.7	Cost or depreciation of EDP equipment and software	30,221,290		507,836	1,118,671	1,214,976	33,062,773
6.1	Books and periodicals	294,644		4,951	10,907	11,846	322,348
6.2	Bureau and association fees	1,163,671		19,554	43,074	46,783	1,273,082
6.3	Insurance, except on real estate	1,100,549		18,494	40,738	44,245	1,204,026
6.4	Miscellaneous losses						0
6.5	Collection and bank service charges	6,985,987		117,392	258,593	280,855	7,642,827
6.6	Sundry general expenses	29,308,421		492,496	1,084,881	1,178,276	32,064,074
6.7	Group service and administration fees	1,357,881		22,818	50,263	54,590	1,485,552
6.8	Reimbursements by uninsured plans						0
7.1	Agency expense allowance	7					7
7.2	Agents' balances charged off (less $.....0 recovered)						0
7.3	Agency conferences other than local meetings	340,279		5,718	12,596	13,680	372,273
9.1	Real estate expenses					8,764,162	8,764,162
9.2	Investment expenses not included elsewhere						0
9.3	Aggregate write-ins for expenses	26,073,036	0	255,477	562,770	611,218	27,502,501
10.	General expenses Incurred	470,492,117	0	7,723,460	17,013,389	27,242,205	(a) 522,471,171
11.	General expenses unpaid December 31, prior year	167,070,028		3,029,380	2,990,879		173,090,287
12.	General expenses unpaid December 31, current year	160,276,431		2,631,051	5,795,730		168,703,212
13.	Amounts receivable relating to uninsured plans, prior year						0
14.	Amounts receivable relating to uninsured plans, current year						0
15.	General expenses paid during year (Lines 10+11-12-13+14)	477,285,714	0	8,121,789	14,208,538	27,242,205	526,858,246
	DETAILS OF WRITE-INS						
09.301.	Management fees	15,203,430		255,477	562,770	611,218	16,632,895
09.302.	Goodwill amortization	10,869,606					10,869,606
09.303.							0
09.398.	Summary of remaining write-ins for Line 9.3 from overflow page	0	0	0	0	0	0
09.399.	Totals (Lines 09.301 through 09.303 plus 09.398)(Line 9.3 above)	26,073,036	0	255,477	562,770	611,218	27,502,501

(a) Includes management fees of $.....0 to affiliates and $.....0 to non-affiliates.

EXHIBIT 3 - TAXES, LICENSES AND FEES (EXCLUDING FEDERAL INCOME TAXES)

		Insurance			4	5
		1	2	3		
		Life	Accident and Health	All Other Lines of Business	Investment	Total
1.	Real estate taxes				2,478,819	2,478,819
2.	State insurance department licenses and fees	2,116,736	27,842			2,144,578
3.	State taxes on premiums	20,560,920	871,755			21,432,675
4.	Other state taxes, including $.....0 for employee benefits	512,057	9,874	(164,769)		357,162
5.	U.S. Social Security taxes	15,936,819	141	1,645,167	641,738	18,223,865
6.	All other taxes	7,076,690	(18,657)			7,058,033
7.	Taxes, licenses and fees incurred	46,203,222	890,955	1,480,398	3,120,557	51,695,132
8.	Taxes, licenses and fees unpaid December 31, prior year	5,869,321	165,487	49,281		6,084,089
9.	Taxes, licenses and fees unpaid December 31, current year	609,687	17,190	5,119		631,996
10.	Taxes, licenses and fees paid during year (Lines 7 + 8 - 9)	51,462,856	1,039,252	1,524,560	3,120,557	57,147,225

EXHIBIT 4 - DIVIDENDS OR REFUNDS

		1	2
		Life	Accident and Health
1.	Applied to pay renewal premiums	11,030,709	
2.	Applied to shorten the endowment or premium-paying period		
3.	Applied to provide paid-up additions	39,312,402	
4.	Applied to provide paid-up annuities		
5.	Total Lines 1 through 4	50,343,111	0
6.	Paid-in cash	953,649	
7.	Left on deposit	305,024	
8.	Aggregate write-ins for dividend or refund options	0	0
9.	Total Lines 5 through 8	51,601,784	0
10.	Amount due and unpaid		
11.	Provision for dividends or refunds payable in the following calendar year	46,621,400	
12.	Terminal dividends		
13.	Provision for deferred dividend contracts		
14.	Amount provisionally held for deferred dividend contracts not included in Line 13		
15.	Total Lines 10 through 14	46,621,400	0
16.	Total from prior year	52,381,400	
17.	Total dividends or refunds (Lines 9 + 15 - 16)	45,841,784	0
	DETAILS OF WRITE-INS		
0801.			
0802.			
0803.			
0898.	Summary of remaining write-ins for Line 8 from overflow page	0	0
0899.	Totals (Line 0801 through 0803 plus 0898) (Line 8 above)	0	0

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
Life Insurance:					
0100001. 1. HM 3 1/2%	41,913		41,913		
0100002. 2. AM (5) 3%	2,227,445		2,227,445		
0100003. 3. AM (5) 3 1/2%	894,751		894,751		
0100004. 4. 41 CSO 2 1/2%	19,800,737		19,800,737		
0100005. 5. 41 CSO 2 3/4%	441,697		441,697		
0100006. 6. 41 CSO 3%	2,942,199		2,942,199		
0100007. 7. 58 CSO 3%	325,429		325,429		
0100008. 8. 58 CSO 2 1/4% IPC	2,428,665		2,428,665		
0100009. 9. 58 CSO 2 1/2% IPC	10,646,849		10,646,849		
0100010. 10. 58 CSO 2 1/2% NJ IPC	12,019,262		12,019,262		
0100011. 11. 58 CSO 2 3/4% IPC	116,671		116,671		
0100012. 12. 58 CSO 3% IPC	7,286,615		7,286,615		
0100013. 13. 58 CSO 3% NJ IPC	2,821,548		2,821,548		
0100014. 14. 58 CSO 3 1/4% IPC	9,374,395		9,374,395		
0100015. 15. 58 CSO 3 1/2% IPC	7,198,396		7,198,396		
0100016. 16. 58 CSO 4% IPC	9,749,489		9,749,489		
0100017. 17. 58 CSO 4 1/2% IPC	62,647,938		62,647,938		
0100018. 18. 80 CSO 3.5% CRVM ALB	1,014,807		1,014,807		
0100019. 19. 80 CSO 4%	6,063,734,632		6,063,734,632		
0100020. 20. 80 CSO 4% IPC	146,372,103		146,372,103		
0100021. 21. 80 CSO 4% CRVM ALB	1,416,979,309		1,416,979,309		
0100022. 22. 80 CSO 4% CRVM IPC	33,486,116		33,486,116		
0100023. 23. 80 CSO 4% XXX IPC	793,682		793,682		
0100024. 24. 80 CSO 4 1/2% IPC	28,689,039		28,689,039		
0100025. 25. 80 CSO 4 1/2% CRVM IPC	52,010,372		52,010,372		
0100026. 26. 80 CSO 4 1/2% XXX IPC	146,051,388		146,051,388		
0100027. 27. 80 CSO 5% CRVM IPC	131,203,282		131,203,282		
0100028. 28. 80 CSO 5 1/2% CRVM IPC	981,100,408		981,100,408		
0100029. 29. 80 CSO 6% IPC	271,011,501		271,011,501		
0100030. 30. 80 CSO 6% CRVM IPC	412,494,081		412,494,081		
0100031. 31. 2001 CSO ANB XXX 4% IPC	708,377,598		708,377,598		
0100032. 32. 2001 CSO ANB XXX 4.5% IPC	2,368,596		2,368,596		
0100033. 33. 2001 CSO ALB NLP IPC 4%	488,590,767		488,590,767		
0100034. 34. 2001 CSO ALB XXX 4% IPC	507,759,780		507,759,780		
0100035. 35. 2001 CSO ALB XXX 4.5% IPC	244,013		244,013		
0100036. 36. 2001 CSO ALB NLP IPC 3.5%	987,079,244		987,079,244		
0100037. 37. 2001 CSO ANB XXX 3.5% IPC	979,303,504		979,303,504		
0100038. 38. 2001 CSO ALB XXX 3.5% IPC	3,366,358		3,366,358		
0100039. 39. 80 CET 6% IPC	593,484		593,484		
0100040. 40. Extra Premiums	94,787		94,787		
0100041. 80 CSO 4.5%	971,050		971,050		
0100042. 1. 41 CSO 2 1/2%	2,964				2,964
0100043. 2. 58 CSO 3 3/8%	6,120				6,120
0100044. 3. 58 CSO 3% IPC	3,717,675				3,717,675
0100045. 4. 58 CSO 3 1/2% IPC	1,814				1,814
0100046. 5. 58 CSO 4% IPC	421,156				421,156
0100047. 6. 58 CSO 4 1/2% IPC	439,046				439,046
0100048. 7. 80 CSO 4% CRVM ALB	75,375,650				75,375,650
0100049. 8. 80 CSO 4 1/2% CRVM IPC	1,766,704				1,766,704
0100050. 9. 80 CSO 5% IPC Blended	266,546				266,546
0100051. 10. 80 CSO 5 1/2% IPC	1,229,202				1,229,202
0100052. 11. 80 CSO 6% IPC	1,779,438				1,779,438
0100053. 12. 2001 CSO 3.75% ALB XXX	1,962,531				1,962,531
0100054. 13. 1980 CSO 3.5%	45,671,847				45,671,847
0100055. 14. 2001 CSO 3.5%	2,976,125				2,976,125
0199997. Totals (Gross)	13,650,270,718	0	13,514,653,900	0	135,616,818
0199998. Reinsurance ceded	465,980,004		464,213,726		1,766,278
0199999. Totals (Net)	13,184,290,714	0	13,050,440,174	0	133,850,540
Annuities (excluding supplementary contracts with life contingencies):					
0200001. 71 IAM 6.00%	30,626	XXX	30,626	XXX	
0200002. 71 IAM 7.50%	66,037	XXX	66,037	XXX	
0200003. 71 IAM 11.25%	3,127,427	XXX	3,127,427	XXX	
0200004. 83 Table A 3.50%	108,094	XXX	108,094	XXX	
0200005. 83 Table A 5.50%	97,538	XXX	97,538	XXX	
0200006. 83 Table A 6.00%	25,203,745	XXX	25,203,745	XXX	
0200007. 83 Table A 6.25%	95,793,615	XXX	95,793,615	XXX	
0200008. 83 Table A 6.50%	47,905,256	XXX	47,905,256	XXX	
0200009. 83 Table A 6.75%	77,446,490	XXX	77,446,490	XXX	
0200010. 83 Table A 7.00%	35,311,804	XXX	35,311,804	XXX	
0200011. 83 Table A 7.25%	12,952,270	XXX	12,952,270	XXX	
0200012. 83 Table A 7.75%	8,227,186	XXX	8,227,186	XXX	
0200013. 83 Table A 8.00%	15,906,590	XXX	15,906,590	XXX	

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0200014. 83 Table A 8.25%	21,395,689	XXX	21,395,689	XXX	
0200015. 83 Table A 8.75%	28,112,418	XXX	28,112,418	XXX	
0200016. 83 Table A 9.25%	4,073,362	XXX	4,073,362	XXX	
0200017. 83 Table A 11.00%	2,726,495	XXX	2,726,495	XXX	
0200018. Annuity A2000 Table 4.00% ANB	826,061	XXX	826,061	XXX	
0200019. Annuity A2000 Table 4.25% ANB	513,074	XXX	513,074	XXX	
0200020. Annuity A2000 Table 4.50% ANB	1,438,618	XXX	1,438,618	XXX	
0200021. Annuity A2000 Table 5.00% ANB	489,865	XXX	489,865	XXX	
0200022. Annuity A2000 Table 5.25% ANB	1,241,689	XXX	1,241,689	XXX	
0200023. Annuity A2000 Table 5.50% ANB	1,853,779	XXX	1,853,779	XXX	
0200024. Annuity A2000 Table 6.00% ANB	17,213,431	XXX	17,213,431	XXX	
0200025. Annuity A2000 Table 6.50% ANB	16,072,028	XXX	16,072,028	XXX	
0200026. Annuity A2000 Table 6.75% ANB	11,986,432	XXX	11,986,432	XXX	
0200027. Annuity A2000 Table 7.00% ANB	13,039,030	XXX	13,039,030	XXX	
0200028. 2012 Individual Annuity Mortality 4.00%	2,306,462	XXX	2,306,462	XXX	
0200029. Ga 1951 No Projection 3 1/2%	2,461,028	XXX		XXX	2,461,028
0200030. Ga 1951 No Projection 4.00%	2,316	XXX		XXX	2,316
0200031. Ga 1951 No Projection 6.00%	1,058,919	XXX		XXX	1,058,919
0200032. 71 GAM 4.00%	18,138	XXX		XXX	18,138
0200033. 71 GAM 5.50%	714,418	XXX		XXX	714,418
0200034. 71 GAM 6.00%	640,534	XXX		XXX	640,534
0200035. 71 GAM 7.50%	10,391,988	XXX		XXX	10,391,988
0200036. 71 GAM 7.75%	297,458	XXX		XXX	297,458
0200037. 71 GAM 11.25%	19,822,270	XXX		XXX	19,822,270
0200038. 83 GAM 4.75%	665,080	XXX		XXX	665,080
0200039. 83 GAM 5.00%	469,913	XXX		XXX	469,913
0200040. 83 GAM 5.25%	258,143	XXX		XXX	258,143
0200041. 83 GAM 5.50%	1,880,094	XXX		XXX	1,880,094
0200042. 83 GAM 5.75%	1,540,398	XXX		XXX	1,540,398
0200043. 83 GAM 6.00%	17,596,689	XXX		XXX	17,596,689
0200044. 83 GAM 6.25%	19,017,225	XXX		XXX	19,017,225
0200045. 83 GAM 6.50%	6,788,971	XXX		XXX	6,788,971
0200046. 83 GAM 6.75%	15,643,472	XXX		XXX	15,643,472
0200047. 83 GAM 7.00%	9,048,370	XXX		XXX	9,048,370
0200048. 83 GAM 7.25%	20,459,875	XXX		XXX	20,459,875
0200049. 83 GAM 7.50%	535,603	XXX		XXX	535,603
0200050. 83 GAM 7.75%	17,216,043	XXX		XXX	17,216,043
0200051. 83 GAM 8.00%	25,451,307	XXX		XXX	25,451,307
0200052. 83 GAM 8.25%	58,952,720	XXX		XXX	58,952,720
0200053. 83 GAM 8.75%	69,825,050	XXX		XXX	69,825,050
0200054. 83 GAM 9.25%	15,430,125	XXX		XXX	15,430,125
0200055. 83 GAM 11.00%	15,600,340	XXX		XXX	15,600,340
0200056. Annuity 1994 Table Projected to 13 4.00 %	8,068,807	XXX		XXX	8,068,807
0200057. Annuity 1994 Table Projected to 12 4.25 %	2,678,571	XXX		XXX	2,678,571
0200058. Annuity 1994 Table Projected to 14 4.50 %	2,606,305	XXX		XXX	2,606,305
0200059. Annuity 1994 Table Projected to 11 5.00 %	3,217,867	XXX		XXX	3,217,867
0200060. Annuity 1994 Table Projected to 05, 06 & 10 5.25 %	12,360,325	XXX		XXX	12,360,325
0200061. Annuity 1994 Table Projected to 04, 07 & 08 5.5 %	10,952,711	XXX		XXX	10,952,711
0200062. Annuity 1994 Table Projected to 03 & 09 6 %	12,430,379	XXX		XXX	12,430,379
0200063. Annuity 1994 Table Projected to 02 6.50%	4,684,197	XXX		XXX	4,684,197
0200064. Annuity 1994 Table Projected to 01 6.75 %	6,392,109	XXX		XXX	6,392,109
0200065. Annuity 1994 Table Projected to 00 7%	8,235,721	XXX		XXX	8,235,721
0200066. Sinking Fund 3%	35,357	XXX	35,357	XXX	
0200067. Sinking Fund 5%	570,882	XXX	570,882	XXX	
0200068. Single Premium Deferred Annuity - 3 1/2%	14,447,997	XXX	14,447,997	XXX	
0200069. Single Premium Deferred Annuity - 5.5%	4,140,159	XXX	4,140,159	XXX	
0200070. Single Premium Deferred Annuity - 5.75%	223,792	XXX	223,792	XXX	
0200071. Single Premium Deferred Annuity - 6.00%	6,713,772	XXX	6,713,772	XXX	
0200072. Single Premium Deferred Annuity - 6 1/4%	111,896	XXX	111,896	XXX	
0200073. Flexible Premium - 4% for 8 years, 3 1/2% thereafter	2,190,926	XXX	2,190,926	XXX	
0200074. Flexible Premium - 4 1/2% for 8 years, 3 1/2% thereafter	2,038,611	XXX	2,038,611	XXX	
0200075. Flexible Premium - 7% for 1 year, 3% thereafter	37,593	XXX	37,593	XXX	
0200076. VA (CARVM)	13,046,999	XXX	13,046,999	XXX	
0200077. GMDB/GMWB AG43	16,189,516	XXX	13,470,268	XXX	2,719,248
0200078. ADJUSTMENT FOR PAYMENT DATE CORRECTION	463,685	XXX	463,685	XXX	
0200079. Int Only (CARVM) 3%	531,315	XXX	531,315	XXX	
0200080. Int Only (CARVM) 4%	61,993	XXX	61,993	XXX	
0200081. Int Only (CARVM) 4.75%	152,796	XXX	152,796	XXX	
0200082. Int Only (CARVM) 5%	2,002,841	XXX	2,002,841	XXX	
0200083. Int Only (CARVM) 5.25%	2,106,385	XXX	2,106,385	XXX	
0200084. Int Only (CARVM) 5.5%	11,310,388	XXX	11,310,388	XXX	
0200085. Int Only (CARVM) 5.75%	3,690,667	XXX	3,690,667	XXX	
0200086. Int Only (CARVM) 6%	3,062,424	XXX	3,062,424	XXX	

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0200087. Int Only (CARVM) 6.25%	1,641,616	XXX	1,641,616	XXX	
0200088. Int Only (CARVM) 6.5%	56,204	XXX	56,204	XXX	
0200089. Int Only (CARVM) 6.75%	1,521,290	XXX	1,521,290	XXX	
0200090. Int Only (CARVM) 7%	190,198	XXX	190,198	XXX	
0200091. Int Only (CARVM) 7.25%	1,050,412	XXX	1,050,412	XXX	
0200092. Int Only (CARVM) 8.5%	132,357	XXX	132,357	XXX	
0200093. Int Only (CARVM) 8.75%	108,585	XXX	108,585	XXX	
0200094. Fund Accumulations	11,395,366,426	XXX		XXX	11,395,366,426
0200095. GAM Proj. "B"(MOD) to 1976 6% for 3 yrs., 3 1/2% thereafter	5,214,085	XXX		XXX	5,214,085
0299997. Totals (Gross)	12,337,289,757	XXX	530,576,519	XXX	11,806,713,238
0299998. Reinsurance ceded	73,059,896	XXX	1,076,042	XXX	71,983,854
0299999. Totals (Net)	12,264,229,861	XXX	529,500,477	XXX	11,734,729,384
Supplementary Contracts with Life Contingencies:					
0300001. 71 IAM 6.00%	24,057	XXX	24,057	XXX	
0300002. 71 IAM 7.50%	27,943	XXX	27,943	XXX	
0300003. 71 IAM 11.25%	131,258	XXX	131,258	XXX	
0300004. 83 Table A 3.50%	59,735	XXX	59,735	XXX	
0300005. 83 Table A 6.00%	27,219	XXX	27,219	XXX	
0300006. 83 Table A 6.25%	1,038,341	XXX	1,038,341	XXX	
0300007. 83 Table A 6.50%	381,184	XXX	381,184	XXX	
0300008. 83 Table A 6.75%	591,491	XXX	591,491	XXX	
0300009. 83 Table A 7.00%	243,486	XXX	243,486	XXX	
0300010. 83 Table A 7.25%	877,065	XXX	877,065	XXX	
0300011. 83 Table A 7.75%	421,013	XXX	421,013	XXX	
0300012. 83 Table A 8.00%	192,029	XXX	192,029	XXX	
0300013. 83 Table A 8.25%	743,870	XXX	743,870	XXX	
0300014. 83 Table A 8.75%	852,760	XXX	852,760	XXX	
0300015. 83 Table A 9.25%	399,647	XXX	399,647	XXX	
0300016. 83 Table A 11.00%	293,400	XXX	293,400	XXX	
0300017. Annuity A2000 Table 4.25%	365,434	XXX	365,434	XXX	
0300018. Annuity A2000 Table 5.25%	908,065	XXX	908,065	XXX	
0300019. Annuity A2000 Table 5.50%	1,317,405	XXX	1,317,405	XXX	
0300020. Annuity A2000 Table 6.00%	433,490	XXX	433,490	XXX	
0300021. Annuity A2000 Table 6.50%	929,285	XXX	929,285	XXX	
0300022. Annuity A2000 Table 6.75%	1,885,594	XXX	1,885,594	XXX	
0300023. Annuity A2000 Table 7.00%	1,071,103	XXX	1,071,103	XXX	
0300024. 2012 Individual Annuity Mortality 4.00%	66,106	XXX	66,106	XXX	
0300025. Ga 1951 No Projection 6.00%	6,558	XXX		XXX	6,558
0300026. 71 GAM 6.00%	7,084	XXX		XXX	7,084
0300027. 71 GAM 7.50%	129,577	XXX		XXX	129,577
0300028. 71 GAM 11.25%	156,736	XXX		XXX	156,736
0300029. 83 GAM 6.25%	332,086	XXX		XXX	332,086
0300030. 83 GAM 6.50%	52,081	XXX		XXX	52,081
0300031. 83 GAM 6.75%	389,796	XXX		XXX	389,796
0300032. 83 GAM 7.25%	97,135	XXX		XXX	97,135
0300033. 83GAM 8.00%	77,244	XXX		XXX	77,244
0300034. 83 GAM 8.25%	36,901	XXX		XXX	36,901
0300035. 83 GAM11.00%	11,917	XXX		XXX	11,917
0300036. Annuity 1994 Table Projected to 04, 07 & 08 5.50 %	133,441	XXX		XXX	133,441
0300037. Annuity 1994 Table Projected to 01 6.75%	41,500				41,500
0300038. Annuity 1994 Table Projected to 00 7.00%	1,124,955	XXX		XXX	1,124,955
0399997. Totals (Gross)	15,877,991	0	13,280,980	0	2,597,011
0399999. Totals (Net)	15,877,991	0	13,280,980	0	2,597,011
Accidental Death Benefits:					
0400001. 1. 26 INTERCO DI with 41 CSO 2 1/2%	685		685		
0400002. 2. 59 ADB with 58 CSO 3% IPC	5,942		5,942		
0400003. 3. 59 ADB with 58 CSO 4 1/2% IPC	65,955		65,955		
0400004. 1. 1959 ADB Table 3.5%	1,327,361				1,327,361
0499997. Totals (Gross)	1,399,943	0	72,582	0	1,327,361
0499999. Totals (Net)	1,399,943	0	72,582	0	1,327,361
Disability - Active Lives:					
0500001. 1. Waiver - 1952 INTERCO DISA Per. 2 Ben. 5 with 58 CSO 3%	356,116		356,116		
0500002. 2. Waiver - 1952 INTERCO DISA Per. 2 Ben. 5 with 1958 CSO 4 1/2%	39,975		39,975		
0500003. 1. Unearned Premiums	887,893				887,893
0599997. Totals (Gross)	1,283,984	0	396,091	0	887,893
0599999. Totals (Net)	1,283,984	0	396,091	0	887,893
Disability - Disabled Lives:					
0600001. 1. Waiver - 26 Class (3) 2 1/2%	1,817,222		1,817,222		
0600002. 2. Unreported and Unadmitted Claims	375,000		375,000		
0600003. 1. Waiver - 70 INTERCO DISA Group Disability Table 3 %	942,869				942,869
0600004. 2. Waiver - 70 INTERCO DISA Group Disability Table 3 1/2%	7,289				7,289
0600005. 3. Waiver - 70 INTERCO DISA Group Disability Table 4%	23,361,991				23,361,991
0600006. 4. Waiver - 1970 INTERCO DISA Group Disability Table 4 1/2%	49,770,108				49,770,108

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0600007. 5. Waiver - 1970 INTERCO DISA Group Disability Table 5%	3,123,353				3,123,353
0600008. 6. Waiver - 1970 INTERCO DISA Group Disability Table 5 1/2%	4,452,123				4,452,123
0600009. 7. Waiver - 1970 INTERCO DISA Group Disability Table 6%	1,399,054				1,399,054
0600010. 8. Waiver - 70 INTERCO DISA Group Disability Table Modified 4%	17,547,142				17,547,142
0600011. 9. Waiver - 70 INTERCO DISA Group Disability Table Modified 3.5%	19,837,261				19,837,261
0600012. 10. Unreported and Unadmitted Claims	14,965,135				14,965,135
0699997. Totals (Gross)	137,598,547	0	2,192,222	0	135,406,325
0699998. Reinsurance ceded	11,154,261				11,154,261
0699999. Totals (Net)	126,444,286	0	2,192,222	0	124,252,064
Miscellaneous Reserves:					
0700001. 1. For excess of valuation net premiums over corresponding gross premiums on respective policies, computed according to the standard of valuation required by this state	36,425,477		36,372,183		53,294
0700002. 2. For non-deduction of deferred fractional premiums or return of premiums at the death of the insured	1,363,163		1,363,163		
0700003. 3. For surrender values in excess of reserves otherwise required and carried in this schedule	44,210,853		43,052,625		1,158,228
0799997. Totals (Gross)	81,999,493	0	80,787,971	0	1,211,522
0799998. Reinsurance ceded	10,198				10,198
0799999. Totals (Net)	81,989,295	0	80,787,971	0	1,201,324
9999999. Totals (Net) - Page 3, Line 1	25,675,516,074	0	13,676,670,497	0	11,998,845,577

EXHIBIT 5 - INTERROGATORIES

1.1 Has the reporting entity ever issued both participating and non-participating contracts? Yes [X] No [ ]

1.2 If not, state which kind is issued

2.1 Does the reporting entity at present issue both participating and non-participating contracts? Yes [ ] No [X]

2.2 If not, state which kind is issued
NON-PARTICIPATING

3. Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements? Yes [X] No [ ]
If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions.

4. Has the reporting entity any assessment or stipulated premium contracts in force? If so, state: Yes [ ] No [X]
4.1 Amount of insurance: $.....
4.2 Amount of reserve: $.....
4.3 Basis of reserve:

4.4 Basis of regular assessments:

4.5 Basis of special assessments:

4.6 Assessments collected during year: $.....

5. If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.

6. Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis? Yes [X] No [ ]
6.1 If so, state the amount of reserve on such contracts on the basis actually held: $.....321,402,508

6.2 That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits: $.....357,478,197
Attach statement of methods employed in their valuation.

7. Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year? Yes [X] No [ ]
7.1 If yes, state the total dollar amount of assets covered by these contracts or agreements: $.....385,385,013
7.2 Specify the basis (fair value, amortized cost, etc.) for determining the amount:

7.3 State the amount of reserves established for this business: $.....0
7.4 Identify where the reserves are reported in the blank.

8. Does the reporting entity have any Contingent Deferred Annuity contracts or agreements in effect as of December of the current year? Yes [X] No [ ]
8.1 If yes, state the total dollar amount of account value covered by these contracts or agreements: $.....579,679,901
8.2 State the amount of reserves established for this business: $.....1,275,253
8.3 Identify where the reserves are reported in the blank:

9. Does the reporting entity have any Guaranteed Lifetime Income Benefit contracts, agreements or riders in effect as of December 31 of the current year? Yes [ ] No [X]
9.1 If yes, state the total dollar amount of any account value associated with these contracts, agreements or riders: $.....
9.2 State the amount of reserves established for this business: $.....
9.3 Identify where the reserves are reported in the blank:

EXHIBIT 5A - CHANGES IN BASES OF VALUATION DURING THE YEAR

1	Valuation Basis		4
	2	3	
Description of Valuation Class	Changed From	Changed To	Increase in Actuarial Reserve Due To Change

NONE

EXHIBIT 6 - AGGREGATE RESERVES FOR ACCIDENT AND HEALTH CONTRACTS

	1	2	3	4	Other Individual Contracts				
					5	6	7	8	9
	Total	Group Accident and Health	Credit Accident and Health (Group and Individual)	Collectively Renewable	Non-Cancelable	Guaranteed Renewable	Non-Renewable for Stated Reasons Only	Other Accident Only	All Other
ACTIVE LIFE RESERVE									
1. Unearned premium reserves	51,181,709	51,181,709							
2. Additional contract reserves (a)	0								
3. Additional actuarial reserves - Asset/Liability analysis	1,041,956	1,041,956							
4. Reserve for future contingent benefits	0								
5. Reserve for rate credits	0								
6. Aggregate write-ins for reserves	0	0	0	0	0	0	0	0	0
7. Totals (Gross)	52,223,665	52,223,665	0	0	0	0	0	0	0
8. Reinsurance ceded	1,041,956	1,041,956							
9. Totals (Net)	51,181,709	51,181,709	0	0	0	0	0	0	0
CLAIM RESERVE									
10. Present value of amounts not yet due on claims	246,559,209	246,559,209							
11. Additional actuarial reserves - Asset/Liability analysis	0								
12. Reserve for future contingent benefits	0								
13. Aggregate write-ins for reserves	0	0	0	0	0	0	0	0	0
14. Totals (Gross)	246,559,209	246,559,209	0	0	0	0	0	0	0
15. Reinsurance ceded	28,647,437	28,647,437							
16. Totals (Net)	217,911,772	217,911,772	0	0	0	0	0	0	0
17. TOTALS (Net)	269,093,481	269,093,481	0	0	0	0	0	0	0
18. TABULAR FUND INTEREST	0								
DETAILS OF WRITE-INS									
0601.	0								
0602.	0								
0603.	0								
0698. Summary of remaining write-ins for Line 6 from overflow page	0	0	0	0	0	0	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	0	0	0	0	0	0	0	0	0
1301.	0								
1302.	0								
1303.	0								
1398. Summary of remaining write-ins for Line 13 from overflow page	0	0	0	0	0	0	0	0	0
1399. Totals (Lines 1301 through 1303 + 1398) (Line 13 above)	0	0	0	0	0	0	0	0	0

(a) Attach statement as to valuation standard used in calculating this reserve, specifying reserve bases, interest rates and methods.

EXHIBIT 7 - DEPOSIT-TYPE CONTRACTS

	1 Total	2 Guaranteed Interest Contracts	3 Annuities Certain	4 Supplemental Contracts	5 Dividend Accumulations or Refunds	6 Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance	96,190,192	26,650,831	38,647,982	2,441,903	22,555,105	5,894,371
2. Deposits received during the year	12,771,855	8,160,999	4,305,832		305,024	
3. Investment earnings credited to the account	3,229,966	461,749	1,775,531	102,609	890,077	
4. Other net change in reserves	8,535,838					8,535,838
5. Fees and other charges assessed	0					
6. Surrender charges	0					
7. Net surrender or withdrawal payments	26,857,842	11,344,038	12,671,858	568,063	2,273,883	
8. Other net transfers to or (from) Separate Accounts	0					
9. Balance at the end of current year before reinsurance (Lines 1 + 2 + 3 + 4 - 5 - 6 - 7 - 8)	93,870,009	23,929,541	32,057,487	1,976,449	21,476,323	14,430,209
10. Reinsurance balance at the beginning of the year	147,697,124		147,535,877	161,247		
11. Net change in reinsurance assumed	(16,792,309)		(16,753,948)	(38,361)		
12. Net change in reinsurance ceded	0					
13. Reinsurance balance at the end of the year (Lines 10 + 11 - 12)	130,904,815	0	130,781,929	122,886	0	0
14. Net balance at the end of the current year after reinsurance (Lines 9 + 13)	224,774,824	23,929,541	162,839,416	2,099,335	21,476,323	14,430,209

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 1 - Liability End of Current Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other
1. Due and unpaid:											
1.1 Direct	0										
1.2 Reinsurance assumed	0										
1.3 Reinsurance ceded	0										
1.4 Net	0	0	0	0	0	0	0	0	0	0	0
2. In course of settlement:											
2.1 Resisted:											
2.11 Direct	50,000		50,000								
2.12 Reinsurance assumed	0										
2.13 Reinsurance ceded	0										
2.14 Net	50,000	0	(b) 50,000	(b) 0	0	(b) 0	(b) 0	0	0	0	0
2.2 Other:											
2.21 Direct	41,139,691		18,031,649				22,376,466	363,463	362,360		5,753
2.22 Reinsurance assumed	13,288,939		13,202,908				56,621		29,410		
2.23 Reinsurance ceded	1,096,933		337,500				657,857		95,823		5,753
2.24 Net	53,331,697	0	(b) 30,897,057	(b) 0	0	(b) 0	(b) 21,775,230	363,463	(b) 295,947	(b) 0	(b) 0
3. Incurred but unreported:											
3.1 Direct	51,332,668		26,157,000	199,401			2,809,517		22,143,742		23,008
3.2 Reinsurance assumed	53,000		53,000								
3.3 Reinsurance ceded	28,276						5,268				23,008
3.4 Net	51,357,392	0	(b) 26,210,000	(b) 199,401	0	(b) 0	(b) 2,804,249	0	(b) 22,143,742	(b) 0	(b) 0
4. Totals:											
4.1 Direct	92,522,359	0	44,238,649	199,401	0	0	25,185,983	363,463	22,506,102	0	28,761
4.2 Reinsurance assumed	13,341,939	0	13,255,908	0	0	0	56,621	0	29,410	0	0
4.3 Reinsurance ceded	1,125,209	0	337,500	0	0	0	663,125	0	95,823	0	28,761
4.4 Net	104,739,089	(a) 0	(a) 57,157,057	199,401	0	0	(a) 24,579,479	363,463	22,439,689	0	0

(a) Including matured endowments (but not guaranteed annual pure endowments) unpaid amounting to $.....0 in Column 2, $.....0 in Column 3 and $.....0 in Column 7.

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance $.....275,000, Individual Annuities $.....0, Credit Life (Group and Individual) $.....0, and Group Life $.....14,965,135, are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health $.....0, Credit (Group and Individual) Accident and Health $.....0 and Other Accident and Health $.....0 are included in Page 3, Line 2, (See Exhibit 6, Claim Reserve).

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 2 - Incurred During the Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life (a)	Life Insurance (b)	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance (c)	Annuities	Group	Credit (Group and Individual)	Other
1. Settlements during the year:											
1.1 Direct	831,557,083		586,166,521	7,387,338	1,542,901		88,106,903	103,893,873	44,459,547		
1.2 Reinsurance assumed	145,515,782		54,055,438	56,613,356			135,816	34,488,090	202,102		20,980
1.3 Reinsurance ceded	387,223,873		379,365,379	204,419			1,074,389		6,579,686		
1.4 Net	(d) 589,848,992	0	260,856,580	63,796,275	1,542,901	0	87,168,330	138,381,963	38,081,963	0	20,980
2. Liability December 31, current year from Part 1:											
2.1 Direct	92,522,359	0	44,238,649	199,401	0	0	25,185,983	363,463	22,506,102	0	28,761
2.2 Reinsurance assumed	13,341,939	0	13,255,908	0	0	0	56,621	0	29,410	0	0
2.3 Reinsurance ceded	1,125,209	0	337,500	0	0	0	663,125	0	95,823	0	28,761
2.4 Net	104,739,089	0	57,157,057	199,401	0	0	24,579,479	363,463	22,439,689	0	0
3. Amounts recoverable from reinsurers Dec. 31, current year	5,102,055		5,030,735						71,320		
4. Liability December 31, prior year:											
4.1 Direct	84,782,354		43,843,939	154,846			18,503,412	492,762	21,768,577		18,818
4.2 Reinsurance assumed	19,379,425		19,275,015				62,500		41,910		
4.3 Reinsurance ceded	944,762		202,500				627,194		96,250		18,818
4.4 Net	103,217,017	0	62,916,454	154,846	0	0	17,938,718	492,762	21,714,237	0	0
5. Amounts recoverable from reinsurers Dec. 31, prior year	239,743		166,182						73,561		
6. Incurred benefits:											
6.1 Direct	839,297,088	0	586,561,231	7,431,893	1,542,901	0	94,789,474	103,764,574	45,197,072	0	9,943
6.2 Reinsurance assumed	139,478,296	0	48,036,331	56,613,356	0	0	129,937	34,488,090	189,602	0	20,980
6.3 Reinsurance ceded	392,266,632	0	384,364,932	204,419	0	0	1,110,320	0	6,577,018	0	9,943
6.4 Net	586,508,752	0	250,232,630	63,840,830	1,542,901	0	93,809,091	138,252,664	38,809,656	0	20,980

(a) Including matured endowments (but not guaranteed annual pure endowments) amounting to $.....0 in Line 1.1, $.....0 in Line 1.4, $.....0 in Line 6.1 and $.....0 in Line 6.4.

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to $.....0 in Line 1.1, $.....0 in Line 1.4, $.....0 in Line 6.1 and $.....0 in Line 6.4.

(c) Including matured endowments (but not guaranteed annual pure endowments) amounting to $.....0 in Line 1.1, $.....0 in Line 1.4, $.....0 in Line 6.1 and $.....0 in Line 6.4.

(d) Includes $.....2,749,692 premiums waived under total and permanent disability benefits.

EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			0
2. Stocks (Schedule D):			
2.1 Preferred stocks			0
2.2 Common stocks	2,161,548	1,717,655	(443,893)
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			0
3.2 Other than first liens			0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			0
4.2 Properties held for the production of income			0
4.3 Properties held for sale			0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA)			0
6. Contract loans			0
7. Derivatives (Schedule DB)			0
8. Other invested assets (Schedule BA)	11,838,113	14,355,285	2,517,172
9. Receivables for securities			0
10. Securities lending reinvested collateral assets (Schedule DL)			0
11. Aggregate write-ins for invested assets	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	13,999,661	16,072,940	2,073,279
13. Title plants (for Title insurers only)			0
14. Investment income due and accrued			0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection	234,490	98,554	(135,936)
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			0
15.3 Accrued retrospective premiums and contracts subject to redetermination			0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers			0
16.2 Funds held by or deposited with reinsured companies			0
16.3 Other amounts receivable under reinsurance contracts			0
17. Amounts receivable relating to uninsured plans			0
18.1 Current federal and foreign income tax recoverable and interest thereon			0
18.2 Net deferred tax asset	317,171,422	270,967,097	(46,204,325)
19. Guaranty funds receivable or on deposit			0
20. Electronic data processing equipment and software		572,925	572,925
21. Furniture and equipment, including health care delivery assets	5,911,055	3,683,004	(2,228,051)
22. Net adjustment in assets and liabilities due to foreign exchange rates			0
23. Receivables from parent, subsidiaries and affiliates	39,690,463	38,863,829	(826,634)
24. Health care and other amounts receivable			0
25. Aggregate write-ins for other-than-invested assets	79,530,999	78,973,975	(557,024)
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	456,538,090	409,232,324	(47,305,766)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0
28. TOTALS (Lines 26 and 27)	456,538,090	409,232,324	(47,305,766)

DETAILS OF WRITE-INS

1101.			0
1102.			0
1103.			0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0
2501. Other prepaid assets	16,620,875	16,916,153	295,278
2502. Other receivables	34,961	63,103	28,142
2503. Capitalized costs	60,538,473	58,052,279	(2,486,194)
2598. Summary of remaining write-ins for Line 25 from overflow page	2,336,690	3,942,440	1,605,750
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	79,530,999	78,973,975	(557,024)

Notes to Financial Statements

Great-West Life & Annuity Insurance Company (the "Company" or "GWL&A") is a direct wholly-owned subsidiary of GWL&A Financial Inc. ("GWL&A Financial"). GWL&A Financial is a direct wholly-owned subsidiary of Great-West Lifeco U.S. LLC ("Lifeco U.S.") and an indirect wholly-owned subsidiary of Great-West Lifeco Inc. ("Lifeco"), a Canadian holding company. The Company offers a wide range of life insurance, retirement and investment products to individuals, businesses and other private and public organizations throughout the United States. The Company is an insurance company domiciled in the State of Colorado, and is subject to regulation by the Colorado Division of Insurance.

The Company is authorized to engage in the sale of life insurance, accident and health insurance and annuities. It is qualified to do business in all states in the United States, except New York, and in the District of Columbia, Puerto Rico, Guam and the U.S. Virgin Islands. The Company is also a licensed reinsurer in New York.

1. Summary of Significant Accounting Policies and Going Concern

A. ***Accounting Practices***

The Company prepares its statutory financial statements in conformity with accounting practices prescribed or permitted by the Colorado Division of Insurance (the "Division"). The Division requires that insurance companies domiciled in the State of Colorado prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners Accounting Practices and Procedures Manual ("NAIC SAP"), subject to any deviations prescribed or permitted by the State of Colorado insurance commissioner.

The only prescribed deviation that impacts the Company allows the Company to account for certain separate account products at book value instead of fair value. The Division has not permitted the Company to adopt any other accounting practices that have an impact on the Company's statutory financial statements as compared to NAIC SAP or the Division's prescribed accounting practices. There is no impact to either capital and surplus or net income as a result of the prescribed accounting practice.

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

The preparation of financial statements in conformity with statutory accounting principles requires the Company's management to make a variety of estimates and assumptions. These estimates and assumptions affect, among other things, the reported amounts of admitted assets and liabilities, the disclosure of contingent liabilities and the reported amounts of revenues and expenses. Significant estimates are required to account for items and matters such as, but not limited to, the valuation of investments in the absence of quoted market values, impairment of investments, valuation of policy benefit liabilities, valuation of employee benefits plans and the valuation of deferred tax assets. Actual results could differ from those estimates.

C. ***Accounting Policy***

Short-term investments include all investments whose remaining maturities, at the time of acquisition, are three months to one year. Cash-type investments include all investments whose remaining maturities, at the time of acquisition, are three months or less. Both short-term and cash-type investments are stated at amortized cost, which also approximates fair value.

Common stocks, other than stocks of subsidiaries, are recorded at fair value based on the most recent closing price of the common stock as quoted on its exchange. The net unrealized gain or loss is reported as a component of surplus.

Investments in subsidiaries are carried on the equity basis with unrealized changes in value recorded in surplus and dividends received recorded in investment income.

Preferred stocks, which have the characteristics of equity securities, are carried at statutory carrying value in accordance with the NAIC designation of the security. Carrying value is cost, unless the preferred stock is designated a NAIC 4 to 6, in which case it is reported at the lower of cost or fair value.

Mortgage loans consist primarily of domestic commercial collateralized loans and are carried at their unpaid principal balances adjusted for any unamortized premiums or discounts, allowances for credit losses, and foreign currency translations. Interest income is accrued on the unpaid principal balance for all loans, except for loans on non-accrual status. Premiums and discounts are amortized to net investment income using the effective interest method. Prepayment penalty and origination fees are recognized in net investment income upon receipt.

Mortgage loan fair value estimates are generally based on discounted cash flows. A discount rate matrix is used where the discount rate valuing a specific mortgage generally corresponds to that mortgage's remaining term and credit quality. Management believes the discount rate used is comparable to the credit, interest rate, term, servicing costs and risks of loans similar to the portfolio loans that the Company would make today given its internal pricing strategy.

The Company actively manages its mortgage loan portfolio by completing ongoing comprehensive analysis of factors such as debt service coverage ratios, loan-to-value ratios, payment status, default or legal status, annual collateral property evaluations and general market conditions. On a quarterly basis, the Company reviews the above primary credit quality indicators in its internal risk assessment of loan impairment and credit loss. Management's risk assessment process is subjective and includes the categorization of all loans, based on the above mentioned credit quality indicators, into one of the following categories:

- Performing-generally indicates the loan has standard market risk and is within its original underwriting guidelines.

- Non-performing-generally indicates there is a potential for loss due to the deterioration of financial/ monetary default indicators or potential foreclosure. Due to the potential for loss, these loans are evaluated for impairment.

The adequacy of the Company's allowance for credit loss is reviewed quarterly. The determination of the calculation and the adequacy of the mortgage allowance for credit loss and mortgage impairments involve judgments that incorporate qualitative and quantitative Company and industry mortgage performance data. Management's periodic evaluation and assessment of the adequacy of the mortgage allowance for credit loss and the need for mortgage impairments is based on known and inherent risks in the portfolio, adverse situations that may affect the borrower's ability to repay, the fair value of the underlying collateral, composition of the loan portfolio, current economic conditions, loss experience and other relevant factors. Loans included in the non-performing category and other loans with certain substandard credit quality indicators are individually reviewed to determine if a specific impairment is required. Risk is mitigated primarily through first position collateralization, guarantees, loan covenants and borrower reporting requirements. Since the Company does not originate or hold uncollateralized mortgages, loans are generally not deemed fully uncollectable. Generally, unrecoverable amounts are written off during the final stage of the foreclosure process.

Loan balances are considered past due when payment has not been received based on contractually agreed upon terms. The accrual of interest is discontinued when concerns exist regarding the realization of loan principal or interest. The Company resumes interest accrual on loans when a loan returns to current status or under new terms when loans are restructured or modified.

On a quarterly basis, any loans with terms that were modified during that period are reviewed to determine if the loan modifications constitute a troubled debt restructuring ("TDR"). In evaluating whether a loan modification constitutes a TDR, it must be determined that the modification is a significant concession and the debtor is experiencing financial difficulties.

Real estate properties held for the production of income are valued at depreciated cost less encumbrances. Properties held for sale are carried at the lower of depreciated cost or fair value less encumbrances and estimated costs to sell the property. Real estate is depreciated on a straight-line basis over the estimated life of the building or term of the lease for tenant improvements.

Real estate properties occupied by the Company are carried at depreciated cost unless the carrying amount of the asset is deemed to be unrecoverable. The Company includes in both net investment income and other operating expenses an amount for rent relating to real estate properties occupied by the Company. Rent is derived from consideration of the repairs, expenses, taxes, interest and depreciation incurred. The reasonableness of the amount of rent recorded is verified by comparison to rent received from other like properties in the same area.

The estimated fair value for real estate is based on the unadjusted appraised value which includes factors such as comparable property sales, property income analysis, and capitalization rates.

Bonds, including loan-backed and structured securities (collectively referred to as "bonds"), are carried at statutory adjusted carrying value in accordance with the National Association of Insurance Commissioners ("NAIC") designation of the security. Carrying value is amortized cost, unless the bond is either (a) designated as a six, in which case it is the lower of amortized cost or fair value or (b) required to be carried at fair value due to the structured securities ratings methodology. The Company recognizes the acquisition of its public bonds on a trade date basis and its private placement investments on a funding date basis. Bonds containing call provisions are amortized to the call or maturity value/date which produces the lowest asset value.

The fair values for bonds are generally based upon evaluated prices from independent pricing services. In cases where these prices are not readily available, fair values are estimated by the Company. To determine the estimated fair value for these instruments, the Company generally utilizes discounted cash flows with market observable pricing inputs such as spreads, average life, and credit quality. Fair value estimates are made at a specific point in time, based on available market information and judgments about financial instruments, including estimates of the timing and amounts of expected future cash flows and the credit standing of the issuer or counterparty.

Premiums and discounts are recognized as a component of net investment income using the effective interest method; realized gains and declines in value determined to be other-than-temporary are included in net realized capital gains (losses).

The recognition of income on certain investments (e.g. loan-backed securities, including mortgage-backed and asset backed securities) is dependent upon market conditions, which may result in prepayments and changes in amounts to be earned. Prepayments on all mortgage-backed and asset-backed securities are monitored monthly and amortization of the premium and/or the accretion of the discount associated with the purchase of such securities are adjusted by such prepayments. Prepayment assumptions are based on the average of recent historical prepayments and are obtained from broker/dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. Significant changes in estimated cash flows from the original purchase assumptions are accounted for using the retrospective method.

Contract loans are carried at their unpaid balance.

Limited partnership interests are included in other invested assets and are accounted for using the cost method of accounting. The Company uses the cost method on investments where it has a minor equity interest and no significant influence over the entity's operations. Also included in other invested assets are limited partnerships established for the purpose of investing in low-income housing that qualify for federal and state tax credits. These interests are carried at amortized cost.

The Company participates in a securities lending program in which the Company lends securities that are held as part of its general account investment portfolio to third parties. The Company does not enter into these types of transactions for liquidity purposes, but rather for yield enhancement on its investment portfolio. The borrower can return and the Company can request the loaned securities be returned at any time. The Company maintains ownership of the securities at all times and is entitled to receive from the borrower any payments for interest received on such securities during the loan term. Securities lending transactions are accounted for as secured borrowings. The securities on loan are included within bonds and short-term investments in the accompanying Statutory Statements of Admitted Assets, Liabilities, Capital and Surplus. The securities lending agent indemnifies the Company against borrower risk, meaning that the lending agent agrees contractually to replace securities not returned due to a borrower default. The Company generally requires initial collateral in an amount greater than or equal to 102% of the fair value of domestic securities loaned, and 105% of foreign securities loaned. Such collateral is used to replace the securities loaned in event of default by the borrower. Acceptable collateral is generally defined as government securities, letters of credit and/or cash collateral. Some cash collateral is reinvested in short-term repurchase agreements which are also collateralized by U.S. Government or U.S. Government Agency securities. Reinvested cash collateral is reported in securities lending reinvested collateral assets, with a corresponding liability in other liabilities. Collateral that cannot be sold or repledged is excluded from the Statutory Statements of Admitted Assets, Liabilities, Capital and Surplus.
The Company enters into reverse repurchase agreements with third party broker-dealers for the purpose of enhancing the total return on its investment portfolio. The repurchase trading strategy involves the purchase of securities, with a simultaneous agreement to resell similar securities at a future date at an agreed-upon price. Securities purchased under these agreements are recorded as investing activities, and are reported at amortized cost in cash, cash equivalents and short-term investments. Under these tri-party repurchase agreements, the designated custodian takes possession of the underlying collateral on the Company's behalf, which is required to be cash or government securities. The fair value of the securities is monitored and additional collateral is obtained, where appropriate, to protect against credit exposure. The collateral cannot be sold or re-pledged and has not been recorded on the Statutory Statement of Admitted Assets, Liabilities, Capital and Surplus.

The Company enters into dollar reverse repurchase agreements with third party broker-dealers. The Company does not enter into these types of transactions for liquidity purposes, but rather for yield enhancements on its investment portfolio. The dollar reverse repurchase trading strategy involves the sale of securities, with a simultaneous agreement to repurchase similar securities at a future date at an agreed-upon price. Assets to be repurchased are the same, or substantially the same, as the assets transferred, and are accounted for as secured borrowings. Proceeds of the sale are reinvested in other securities and may enhance the current yield and total return. The difference between the sales price and the future repurchase price is recorded as an adjustment to net investment income. During the period between the sale and repurchase, the Company will not be entitled to receive interest and principal payments on the securities sold. Losses may arise from changes in the value of the securities or if the counterparty enters bankruptcy proceedings or becomes insolvent. In such cases, the Company's right to repurchase the security may be restricted. Amounts owed to brokers under these arrangements are included as a liability in repurchase agreements.

Derivatives are reported as other invested assets or other liabilities. Although some derivatives are executed under a master netting arrangement, the Company does not offset in the Statutory Statements of Admitted Assets, Liabilities, Capital and Surplus the carrying value of those derivative instruments and the related cash collateral or net derivative receivables and payables executed with the same counterparty under the same master netting arrangement. Derivatives that qualify for hedge accounting treatment are valued using the valuation method (either amortized cost or fair value) consistent with the underlying hedged asset or liability. At inception of a derivative transaction, the hedge relationship and risk management objective is documented and the designation of the derivative is determined based on specific criteria of the transaction. Derivatives that are deemed ineffective or that do not qualify for hedge accounting are stated at fair value. Changes in fair values for ineffective derivatives or derivatives that do not qualify for hedge accounting are recognized in unassigned surplus in the period of change. Investment gains and losses generally result from the termination of derivative contracts prior to expiration and are generally recognized in net income and may be subject to IMR.

Derivatives in a net asset position may have cash or securities pledged as collateral to the Company in accordance with the collateral support agreements with the counterparty. This collateral is held in a custodial account for the benefit of the Company. Unrestricted cash collateral is included in other assets and the obligation to return it is included in other liabilities. The cash collateral is reinvested in a government money market fund. Cash collateral pledged by the Company is included in other assets. See note #8 for further discussion on derivative financial instruments.

Realized investment gains and losses are reported as a component of net income and are determined on a specific identification basis. Interest-related gains and losses are primarily subject to IMR, while credit-related gains and losses are primarily subject to AVR. Realized capital gains and losses also result from the termination of derivative contracts prior to expiration and may be subject to IMR.

Investment income is not included in the calculation of premium deficiency for accident and health policies. The Company does not have premium deficiency reserves as defined is SSAP 54, Individual and Group Accident and Health Contracts.

Goodwill resulting from acquisitions of subsidiaries is reported in common stock or other invested assets and is amortized to unrealized capital gains/(losses) over the period in which the Company benefits economically, not to exceed ten years. Goodwill resulting from assumption reinsurance is reported in goodwill and is amortized to other insurance expenses over the period in which the Company benefits economically, not to exceed ten years. Admissible goodwill is limited in the aggregate to 10% of the Company's adjusted capital and surplus. The Company tests goodwill for impairment annually or more frequently if events or circumstances indicate

that there may be justification for conducting an interim test. If the carrying value of goodwill exceeds its fair value, the excess is recognized as impairment and recorded as a realized loss in the period in which the impairment is identified. There were no impairments of goodwill recognized during the years ended December 31, 2016 or 2015.

Life insurance and annuity policy reserves with life contingencies are computed on the basis of statutory mortality and interest requirements and without consideration for withdrawals. Annuity contract reserves without life contingencies are computed on the basis of statutory interest requirements.

Policy reserves for life insurance are valued in accordance with the provision of applicable statutory regulations. Life insurance reserves are determined principally using the Commissioner's Reserve Valuation Method, using the statutory mortality and interest requirements, without consideration for withdrawals. Some policies contain a surrender value in excess of the reserve as legally computed. This excess is calculated and recorded on a policy-by-policy basis.

Premium stabilization reserves are calculated for certain policies to reflect the Company's estimate of experience refunds and interest accumulations on these policies. The reserves are invested by the Company. The income earned on these investments is accumulated in this reserve and is used to mitigate future premium rate increases for such policies.

Policy reserves ceded to other insurance companies are recorded as a reduction of the reserve liabilities. The cost of reinsurance related to long-duration contracts is accounted for over the life of the underlying reinsured policies using assumptions consistent with those used to account for the underlying policies.

Policy and contract claims include provisions for reported life, accident and health claims in process of settlement, valued in accordance with the terms of the related policies and contracts, as well as provisions for claims incurred but not reported based primarily on prior experience of the Company. As such amounts are necessarily estimates, the ultimate liability may differ from the amount recorded and will be reflected in the results of operations when additional information becomes known.

The liabilities for health claim reserves are determined using historical run-out rates, expected loss ratios and statistical analysis. The Company provides for significant claim volatility in areas where experience has fluctuated. The liabilities represent estimates of the ultimate net cost of all reported and unreported claims which are unpaid at year-end. Those estimates are subject to considerable variability in claim severity and frequency. The estimates are continually reviewed and adjusted as necessary as experience develops or new information becomes known; such adjustments are included in current operations.

Life insurance premiums are recognized when due. Annuity considerations are recognized as revenue when received. Accident and health premiums are earned ratably over the terms of the related insurance and reinsurance contracts or policies. Life and accident and health insurance premiums received in advance are recorded as a liability and recognized as income when the premiums become earned. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred.

The Company is included in the consolidated federal income tax return of Lifeco U.S. The federal income tax expense reported in the Statutory Statement of Operations represents income taxes provided on income that is currently taxable, excluding tax on net realized capital gains and losses. A net deferred tax asset is included in the Statutory Statements of Admitted Assets, Liabilities, Capital and Surplus which is calculated using the asset and liability method in which deferred tax assets and liabilities are recorded for expected future tax consequences of events that have been recognized in either the Company's financial statements or tax returns. Deferred income tax assets are subject to limitations prescribed by statutory accounting principles. The change in deferred income taxes is treated as a component of the change in unassigned funds.

Unpaid losses and loss adjustment expenses include an amount determined from individual case estimates and loss reports and an amount, based upon past experience, for losses incurred but not reported. Such liabilities are necessarily based upon assumptions and estimates and while management believes the amount is adequate, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liability are continually reviewed and any adjustments are reflected in the period determined.

D. ***Going Concern***

After evaluating the Company's ability to continue as a going concern, management is not aware of any conditions or events which raise substantial doubts concerning the Company's ability to continue as a going concern as of the date of filing this statement.

2. Accounting Changes and Corrections of Errors

A. Correction of Errors - NONE

B. Change in Accounting Principle

In March 2015, the NAIC revised SSAP No. 69, Statement of Cash Flow. The revision clarifies that the cash flow statement is limited to transactions involving cash (as defined in SSAP 69) and expands the disclosures to include non-cash operating items. The effective date for these revisions is December 31, 2015. The Company adopted the revisions to SSAP No. 69 for its fiscal year ending December 31, 2015. The provisions of SSAP No. 69 removed certain non-cash items from the Company's cash flow statement for the current year of adoption.

This led to certain values within the cash flow statement to be incomparable to the prior year balance, which does not incorporate the amendments to SSAP No. 69.

3. Business Combinations and Goodwill

A. Statutory Purchase Method

On August 29, 2014, the Company completed the acquisition of all of the voting equity interests in the J.P. Morgan Retirement Plan Services ("RPS") large-market recordkeeping business. This transaction was accounted for as a statutory purchase. Goodwill of $51,097,667 was recorded in other invested assets, which will be amortized over ten years. Goodwill amortization of $5,109,767 and $5,109,767 was recorded for the years ended December 31, 2016 and 2015, respectively.

On December 31, 2004, the Company completed the acquisition EMJAY Retirement Plan Services Inc., a recordkeeping subsidiary of Metavante Corporation. This transaction was accounted for as a statutory purchase. Goodwill of $1,253,240 was recorded in common stocks, which was amortized over ten years. Goodwill amortization of $0 and $250,648 was recorded for the years ended December 31, 2016 and 2015, respectively.

B. Statutory Merger - None

C. Assumption Reinsurance

At December 31, 2016 and 2015, the Company has $976,975 and $13,906,049, respectively, of admitted goodwill related to various assumption reinsurance agreements entered into in 2006. During the years ended December 31, 2016 and 2015, the Company recorded $12,929,074 and $15,247,247, respectively, of goodwill amortization related to these acquisitions.

D. Impairment Loss - None

4. Discontinued Operations

There are no amounts related to discontinued operations in the Company's statutory financial statements in 2016 or 2015.

5. Investments

A. Mortgage Loans

(1) The maximum and minimum lending rate for commercial mortgage loans originated during the years ended December 31, 2016 and 2015 were 4.00% and 2.64%, and 3.75% and 2.93%, respectively.

(2) The maximum percentage of loan to value for new mortgage loans originated in 2016, exclusive of insured or guaranteed or purchase money mortgages, was 65%.

(3) Taxes, assessments and any amounts advanced and not included in the mortgage loan total - ***None***

(4) Age Analysis of Mortgage Loan

	Farm	Residential		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Recorded Investment (All)							
(a) Current	$ —	$ —	$ —	$ —	$ 3,420,918,256	$ —	$ 3,420,918,256
(b) 30-59 Days Past Due	—	—	—	—	—	—	—
(c) 60-89 Days Past Due	—	—	—	—	—	—	—
(d) 89-179 Days Past Due	—	—	—	—	—	—	—
(e) 180+ Days Past Due	—	—	—	—	1,401,217	—	1,401,217
2. Accruing Interest 90-179 Days Past Due							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ —	$ —	$ —
(b) Interest Accrued	—	—	—	—	—	—	—
3. Accruing Interest 180+ Days Past Due							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ —	$ —	$ —
(b) Interest Accrued	—	—	—	—	—	—	—
4. Interest Reduced							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ —	$ —	$ —
(b) Number of Loans	—	—	—	—	—	—	—
(c) Percent Reduced	—%	—%	—%	—%	—%	—%	—%
b. Prior Year							
1. Recorded Investment (All)							
(a) Current	$ —	$ —	$ —	$ —	$ 3,100,455,533	$ —	$ 3,100,455,533
(b) 30-59 Days Past Due	—	—	—	—	—	—	—
(c) 60-89 Days Past Due	—	—	—	—	—	—	—
(d) 89-179 Days Past Due	—	—	—	—	1,401,217	—	1,401,217
(e) 180+ Days Past Due	—	—	—	—	—	—	—
2. Accruing Interest 90-179 Days Past Due							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ 1,401,217	$ —	$ 1,401,217
(b) Interest Accrued	—	—	—	—	43,652	—	43,652
3. Accruing Interest 180+ Days Past Due							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ —	$ —	$ —
(b) Interest Accrued	—	—	—	—	—	—	—
4. Interest Reduced							
(a) Recorded Investment	$ —	$ —	$ —	$ —	$ —	$ —	$ —
(b) Number of Loans	—	—	—	—	—	—	—
(c) Percent Reduced	—%	—%	—%	—%	—%	—%	—%

(5) Investment in Impaired Loans with or without Allowances for Credit Losses:

	Farm	Residential		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a Current Year							
1. With Allowance for Credit Losses	$ —	$ —	$ —	$ —	$ 1,401,217	$ —	$ 1,401,217
2. No Allowance for Credit Losses	—	—	—	—	—	—	—
b. Prior Year							
1. With Allowance for Credit Losses	$ —	$ —	$ —	$ —	$ —	$ —	$ —
2. No Allowance for Credit Losses	—	—	—	—	—	—	—

(6) Investment in Impaired Loans - Average Recorded Investment, Interest Income Recognized, Recorded Investment on Nonaccrual Status and Amount of Interest Income Recognized Using a Cash-Basis Method of Accounting:

	Farm	Residential		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a Current Year							
1. Average Recorded Investment	$ —	$ —	$ —	$ —	$ 1,401,217	$ —	$ 1,401,217
2. Interest Income Recognized	—	—	—	—	—	—	—
3. Recorded Investments on Nonaccrual Status	—	—	—	—	1,401,217	—	1,401,217
4. Amount of Interest Income Recognized Using a Cash-Basis Method of Accounting	—	—	—	—	—	—	—
b. Prior Year							
1. With Allowance for Credit Losses	$ —	$ —	$ —	$ —	$ —	$ —	$ —
2. No Allowance for Credit Losses	—	—	—	—	—	—	—
3. Recorded Investments on Nonaccrual Status	—	—	—	—	—	—	—
4. Amount of Interest Income Recognized Using a Cash-Basis Method of Accounting	—	—	—	—	—	—	—

(7) Allowance for Credit Losses:

		Current Year	Prior Year
a.	Balance at beginning of period	$ 2,770,000	$ 2,770,000
b.	Additions charged to operations	$ 472,186	$ —
c.	Direct write-downs charged against the allowances	$ —	$ —
d.	Recoveries of amounts previously charged off	$ (528,879)	$ —
e.	Balance at end of period	$ 2,713,307	$ 2,770,000

(8) Mortgage loans derecognized as a result of foreclosure - NONE

(9) For loan balances greater than 180 days past due or in the process of foreclosure, all accrual of interest is discontinued. The Company resumes interest accrual on loans when a loan returns to current status or under new terms when loans are restructured or modified. On impaired loans, cash received is first applied to outstanding principal; any excess is applied to outstanding interest. The Company accrues interest income on impaired loans to the extent it is deemed collectible (delinquent less than 180 days) and the loan continues to perform under its original or restructured contractual terms. Interest income on non-performing loans is generally recognized on a cash basis.

B. Debt Restructuring-None

C. Reverse Mortgages - None

D. Loan-Backed Securities

(1) Prepayment assumptions are based on the average of recent historical prepayments, and are obtained from broker/dealer survey values or internal estimates. These assumptions are consistent with the current interest rate and economic environment. Significant changes in estimated cash flows from the original purchase assumptions are accounted for using the retrospective method.

(2) The Company did not have any loan-backed or structured securities with a recognized other-than-temporary impairment during the period ended December 31, 2016 that occurred due to the Company having the intent to sell the security or due to the inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis.

(3) There were no loan-backed or structured securities currently held with a recognized other-than-temporary impairment during the period ended December 31, 2016 that occurred due to the present value of cash flows expected to be collected being less than the amortized cost basis of the security.

(4) The following table summarizes unrealized investment losses at December 31, 2016. The Company considers these investments to be only temporarily impaired.

a.	The aggregate amount of unrealized losses:	
	1. Less than 12 Months	$ 64,167,030
	2. 12 Months or Longer	$ 14,051,088
b.	The aggregate related fair value of securities with unrealized losses:	
	1. Less than 12 Months	$ 3,282,100,039
	2. 12 Months or Longer	$ 254,881,994

(5) The underlying collateral on the securities within the portfolio along with credit enhancement and/or guarantees is sufficient to expect full repayment of the principal. At December 31, 2016, the Company does not have the intent to sell the securities before the recovery of the cost of the securities and the Company has the intent and ability to hold the securities for a period of time sufficient to recover the amortized cost. Therefore, the Company does not consider these investments to be other-than-temporarily impaired.

E. Repurchase Agreements and Securities Lending Transactions - None

F. Real Estate

(1) Impaired

a. During the year ended December 31, 2016, the Company decreased the selling price of a residential property classified as held for sale and an updated analysis of the expected proceeds less selling costs indicated an impairment.

b. The net amount of the impaired loss was $182,111.

c. The other-than-temporary impairment is recorded as a net realized capital loss on the summary of operations page.

(2) Sales or Held for Sale

a. During the year ended December 31, 2016, the Company sold a residential investment property classified as held for sale with a recognized loss of $164,931.

b. The loss is recorded in the "Net realized capital gains (losses)" line on the summary of operations page.

(3) Changes to a plan of sale for an investment in real estate - NONE

(4) Retail land sales operations - NONE

(5) Real estate investments with participating mortgage loan features - NONE

G. Low Income Housing Tax Credits

(1) Remaining years of unexpired tax credits, required holding period and book adjusted carrying value as of December 31, 2016 :

	Maturity Date	Years remaining	Book adjusted/ carrying value
Nationwide Life Tax Credit Partners 2004-E LLC GTD TCE	December 31, 2020	4	$ 1,645,440
Related Capital GTD Partnership II LP TCE	March 31, 2020	4	$ 941,181
Sunamerica Afford Housing Partners 120 GTD LLC TCE	June 30, 2019	3	$ 494,134

(2) The amount of LIHTC and other tax benefits recognized during the year ended December 31, 2016 was $2,867,880.

(3) The balance of the investment recognized in the statement of financial position at December 31, 2016 - See Note (1) above

(4) Status of any regulatory reviews - Investments in LIHTC may be subject to periodic regulatory review. All of the LIHTC investments are performing and have a guaranteed IRR. None of the regulatory reviews are expected to have a material impact on the investments.

(5) Aggregate total of LIHTC investments exceeds 10% of total admitted assets - NONE

(6) Impairment losses - NONE

(7) Amount and nature of write-down or reclassifications made during the year due to forfeiture or ineligibility of tax credits, etc. - NONE

H. Restricted Assets

(1) Restricted Assets (Including Pledged):

	Gross (Admitted & Nonadmitted) Restricted							Current Year		Current Year	
	Current Year									Percentage	
	1	2	3	4	5	6	7	8	9	10	11
Restricted Asset Category	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Nonadmitted Restricted	Total Admitted Restricted (5 minus 8)	Gross (Admitted & Nonadmitted) Restricted to Total Assets (c)	Admitted Restricted to Total Admitted Assets (d)
a. Subject to contractual obligation for which liability is not shown	—	—	—	—	—	—	—	—	—	—%	—%
b. Collateral held under security lending arrangements	—	—	—	—	—	—	—	—	—	—%	—%
c. Subject to repurchase agreements	—	—	—	—	—	—	—	—	—	—%	—%
d. Subject to reverse repurchase agreements	—	—	—	—	—	—	—	—	—	—%	—%
e. Subject to dollar repurchase agreements	—	—	—	—	—	—	—	—	—	—%	—%
f. Subject to dollar reverse repurchase agreements	—	—	—	—	—	—	—	—	—	—%	—%
g. Placed under option contracts	—	—	—	—	—	—	—	—	—	—%	—%
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock	—	—	—	—	—	—	—	—	—	—%	—%
i. FHLB capital stock	—	—	—	—	—	—	—	—	—	—%	—%
j. On deposit with states	4,350,104	—	—	—	4,350,104	10,117,432	(5,767,328)		4,350,104	0.008%	0.008%
k. On deposit with other regulatory bodies	512,426	—	—	—	512,426	642,540	(130,114)		512,426	0.001%	0.001%
l. Pledged as collateral to FHLB (including assets backing funding agreements)	—	—	—	—	—	—	—		—	—%	—%
m. Pledged as collateral not captured in other categories	3,218,271	—	352,160	—	3,570,431	53,343,959	(49,773,528)		3,570,431	0.006%	0.006%
n. Other restricted assets	581,290	—	—	—	581,290	—	581,290		581,290	0.001%	0.001%
o. Total Restricted Assets	$ 8,662,091	$ —	$ 352,160	$ —	$9,014,251	$64,103,931	$(55,089,680)	$ —	$ 9,014,251	0.015%	0.015%

(a) Subset of column 1

(b) Subset of column 3

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

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

(2) Detail of assets pledged as collateral not captured in other categories:

	Gross (Admitted & Nonadmitted) Restricted								Percentage	
	Current Year									
	1	2	3	4	5	6	7	8	9	10
Other Restricted Assets	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross (Admitted & Nonadmitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Futures margin deposits	$ 3,218,271	—	351,816	—	$ 3,570,087	$ 2,741,393	$ 828,694	$ 3,570,087	0.006%	0.006%
Derivatives cash collateral	—	—	344	—	344	51,171,746	(51,171,402)	344	—%	—%
Total	$ 3,218,271	$ —	$ 352,160	$ —	$ 3,570,431	$ 53,913,139	$ (50,342,708)	$ 3,570,431	0.006%	0.006%

(a) Subset of column 1

(b) Subset of column 3

(c) Total Line for Columns 1 through 7 should equal 5H(1)m Columns 1 through 7, respectively, and Total Line for Columns 8 through 10 should equal 5H(1)m Columns 9 through 11, respectively

(3) Detail of other restricted assets

Description of Assets	Gross (Admitted & Nonadmitted) Restricted								Percentage	
	Current Year									
	1	2	3	4	5	6	7	8	9	10
	Total General Account (G/A)	G/A Supporting S/A Restricted Assets (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross (Admitted & Nonadmitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Puerto Rico Public Bldgs Muni Revenue due 7/1/18	$ 581,290	$ —	$ —	$ —	$ 581,290	$ —	$ 581,290.00	$ 581,290.00	0.001%	0.001%
Total	$ 581,290	$ —	$ —	$ —	$ 581,290	$ —	$ 581,290	$ 581,290	0.001%	0.001%

(a) Subset of column 1

(b) Subset of column 3

(c) Total Line for Columns 1 through 7 should equal 5H(1)n Columns 1 through 7, respectively, and Total Line for Columns 7 through 10 should equal 5H(1)n Columns 9 through 11, respectively.

(4) Collateral Received and Reflected as Assets within the Reporting Entity's Financial Statements

	Collateral Assets	1 Book/Adjusted Carrying Value (BACV)	2 Fair Value	3 % of BACV to Total Assets (Admitted and Nonadmitted)*	4 % of BACV to Total Admitted Assets **
a.	Cash	$ 103,265,056	$ 103,265,056	0.351%	0.357%
b.	Schedule D, Part 1	—	—	—%	—%
c.	Schedule D, Part 2, Section 1	—	—	—%	—%
d.	Schedule D, Part 2, Section 2	—	—	—%	—%
e.	Schedule B	—	—	—%	—%
f.	Schedule A	—	—	—%	—%
g.	Schedule BA, Part 1	—	—	—%	—%
h.	Schedule DL, Part 1	—	—	—%	—%
i.	Other	—	—	—%	—%
j.	Total Collateral Assets (a+b+c+d+e+f+g+h+i)	$ 103,265,056	$ 103,265,056	0.351%	0.357%

* Column 1 divided by Asset Page, Line 26 (Column 1)

** Column 1 divided by Asset Page, Line 26 (Column 3)

		1 Amount	2 %of Liability to Total Liabilities *
k.	Recognized Obligation to Return Collateral Asset	$ 103,265,056	0.37%

* Column 1 divided by Liability Page, Line 26 (Column 1)

I. Working Capital Finance Investments

(1) Aggregate Working Capital Finance Investments (WCFI) book/adjusted carrying value by designation - ***None***

(2) Aggregate maturity distribution on the underlying working capital finance programs - ***None***

(3) Events of default of working capital finance investments during the reporting period - ***None***

J. Offsetting and Netting of Assets and Liabilities - None

K. Structured Notes - None

L. 5* Securities

Investment	Number of 5* Securities		Aggregate BACV		Aggregate Fair Value	
	Current Year	Prior Year	Current Year	Prior Year	Current Year	Prior Year
(1) Bonds - AC	1	1	$ 1,517,776	$ 1,556,129	$ 1,242,907	$ 1,244,903
(2) LB&SS - AC	—	—	—	—	—	—
(3) Preferred Stock - AC	—	—	—	—	—	—
(4) Preferred Stock - FV	—	—	—	—	—	—
(5) Total (1+2+3+4)	1	1	$ 1,517,776	$ 1,556,129	$ 1,242,907	$ 1,244,903

6. Joint Ventures, Partnerships and Limited Liability Companies

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10% of its admitted assets.

B. The Company did not recognize any impairment write down for its investments in Joint Ventures, Partnerships and Limited Liability Companies during the statement periods.

7. Investment Income

A. Due and accrued income was excluded from surplus on the following basis:

(1) All investment income due and accrued with amounts that are deemed uncollectible or that are over 90-days past due with the exception of mortgage loans in default. Due and accrued on mortgage loans in default is not included in investment income.

B. Amount excluded:

(1) The total amount excluded from bonds - $927,775
(2) The total amount excluded from mortgages - NONE
(3) The total amount excluded from surplus note debentures - NONE

8. Derivative Instruments

A. Derivative Financial Instruments

The Company enters into derivative transactions which include the use of interest rate swaps, interest rate swaptions, cross-currency swaps, foreign currency forwards, U.S. government treasury futures, Eurodollar futures, futures on equity indices, and interest rate swap futures. The Company uses these derivative instruments to manage various risks, including interest rate and foreign currency exchange rate risk associated with its invested assets and liabilities. Derivative instruments are not used for speculative reasons. Certain of the Company's over-the-counter ("OTC") derivatives are cleared and settled through a central clearing counterparty while others are bilateral contracts between the Company and a counterparty.

The Company uses derivative financial instruments for risk management purposes associated with certain invested assets and policy liabilities. Derivatives are used to (a) hedge the economic effects of interest rate and stock market movements on the Company's guaranteed lifetime withdrawal benefit liability, (b) hedge the economic effect of a large increase in interest rates on the Company's general account life insurance, group pension liabilities and certain separate account life insurance liabilities, (c) hedge the economic risks of other transactions such as future asset acquisitions or dispositions, the timing of liability pricing, and currency risks on non-U.S. dollar denominated assets and (d) convert floating rate assets or debt obligations to fixed rate assets or debt obligations for asset/liability management purposes.

The Company controls the credit risk of its derivative contracts through credit approvals, limits, monitoring procedures and in many cases, requiring collateral. The Company's exposure is limited to the portion of the fair value of derivative instruments that exceeds the value of the collateral held and not to the notional or contractual amounts of the derivatives.

Derivatives in a net asset position may have cash or securities pledged as collateral to the Company in accordance with the collateral support agreements with the counterparty. This collateral is held in a custodial account for the benefit of the Company. Unrestricted cash collateral is included in other assets and the obligation to return it is included in other liabilities. The cash collateral is reinvested in a government money market fund. Cash collateral pledged by the Company is included in other assets.

Derivative transactions are generally entered into pursuant to International Swaps and Derivatives Association ("ISDA") Master Agreements or Master Securities Forward Transaction Agreements ("MSFTA") with approved counterparties that provide for a single net payment to be made by one party to the other on a daily basis, periodic payment dates, or at the due date, expiration, or termination of the agreement.

The ISDA Master Agreements contain provisions that would allow the counterparties to require immediate settlement of all derivative instruments in a net liability position if the Company were to default on any debt obligations over a certain threshold. The MSFTA contain provisions which do not stipulate a threshold for default and only apply to debt obligations between the Company and the specific counterparty.

B. Interest Rate Contracts

Cash flow hedges
Interest rate swap agreements are used to convert the interest rate on certain debt securities and debt obligations from a floating rate to a fixed rate. Interest rate futures are used to manage the interest rate risks of forecasted acquisitions of bonds and are primarily structured to hedge interest rate risk inherent in the assumptions used to price certain liabilities.

Not Designated as Hedging Instruments
The Company enters into certain transactions in which derivatives are hedging an economic risk but hedge accounting is not elected. These derivative instruments include: exchange-traded interest rate swap futures, OTC interest rate swaptions, OTC interest rate swaps, exchange-traded Eurodollar interest rate futures and treasury interest rate futures. Certain of the Company's OTC derivatives are cleared and settled through a central clearing counterparty while others are bilateral contracts between the Company and a counterparty.

The derivative instruments mentioned above are economic hedges and used to manage risk. These transactions are used to offset changes in liabilities including those in variable annuity products, hedge the economic effect of a large increase in interest rates, manage the potential variability in future interest payments due to a change

in credited interest rates and the related change in cash flows due to increased surrenders, and manage interest rate risks of forecasted acquisitions of fixed rate maturity investments and forecasted liability pricing.

Foreign Currency Contracts
Cross-currency swaps and foreign currency forwards are used to manage the foreign currency exchange rate risk associated with investments denominated in other than U.S. dollars. The Company uses cross-currency swaps to convert interest and principal payments on foreign denominated debt instruments into U.S. dollars. Cross-currency swaps may be designated as cash flow hedges; however, hedge accounting is not always elected. The Company uses foreign currency forwards to reduce the risk of foreign currency exchange rate changes on proceeds received on sales of foreign denominated debt instruments; however, hedge accounting is not always elected.

Equity Contracts
The Company uses futures on equity indices to offset changes in guaranteed lifetime withdrawal benefit liabilities; however, hedge accounting is not elected.

C. Derivatives that qualify for hedge accounting treatment are valued using the valuation method (either amortized cost or fair value) consistent with the underlying hedged asset or liability. At inception of a derivative transaction, the hedge relationship and risk management objective is documented and the designation of the derivative is determined based on specific criteria of the transaction. Derivatives that are deemed ineffective or that do not qualify for hedge accounting are stated at fair value. Accounting for the ongoing changes in the fair value of a derivative depends on the intended use of the derivative. Derivatives are reported as other invested assets or other liabilities. Changes in fair values for ineffective derivatives or derivatives that do not qualify for hedge accounting are recognized in unassigned surplus in the period of change. Investment gains and losses generally result from the termination of derivative contracts prior to expiration and are generally recognized in net income and may be subject to IMR.

D. Net unrealized gains and losses excluded from the assessment of hedge effectiveness - NONE

E. Hedge ineffectiveness in the amounts of $(29,858,852) and $27,121,976, determined in accordance with SSAP No. 86, were recorded in unrealized gains/ (losses) for the years ended December 31, 2016 and 2015.

F. Derivatives accounted for as cash flow hedges of a forecasted transaction - NONE

9. Income Taxes

A. The components of the net deferred tax asset/(liability) at December 31 are as follows:

		12/31/2016			12/31/2015			Change		
		(1)	(2)	(3) (Col 1+2)	(4)	(5)	(6) (Col 1+2)	(7) (Col 1-4)	(8) (Col 2-5)	(9) (Col 7+8)
		Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
(a)	Gross Deferred Tax Assets	509,154,169	12,277,316	521,431,485	482,820,113	655,085	483,475,198	26,334,056	11,622,231	37,956,287
(b)	Statutory Valuation Allowance Adjustments	—	—	—	—	—	—	—	—	—
(c)	Adjusted Gross Deferred Tax Assets	509,154,169	12,277,316	521,431,485	482,820,113	655,085	483,475,198	26,334,056	11,622,231	37,956,287
(d)	Deferred Tax Assets Nonadmitted	(314,102,093)	(3,069,329)	(317,171,422)	(270,803,326)	(163,771)	(270,967,097)	(43,298,767)	(2,905,558)	(46,204,325)
(e)	Subtotal Net Admitted Deferred Tax Asset	195,052,076	9,207,987	204,260,063	212,016,787	491,314	212,508,100	(16,964,711)	8,716,673	(8,248,038)
(f)	Deferred Tax Liabilities	(20,681,169)	—	(20,681,169)	(12,591,423)	—	(12,591,423)	(8,089,746)	—	(8,089,746)
(g)	Net Admitted Deferred Tax Assets / (Liabilities)	174,370,907	9,207,987	183,578,894	199,425,365	491,314	199,916,679	(25,054,457)	8,716,673	(16,337,784)

2.

			12/31/2016			12/31/2015			Change		
			(1)	(2)	(3) (Col 1+2)	(4)	(5)	(6) (Col 4+5)	(7) (Col 1-4)	(8) (Col 2-5)	(9) (Col 7+8)
	Admission Calculation Components SSAP No. 101		Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
(a)	Federal Income Taxes Paid In Prior Years Recoverable Through Loss Carrybacks		49,956,537	6,138,658	56,095,195	67,672,384	491,314	68,163,698	(17,715,847)	5,647,344	(12,068,503)
(b)	Adjusted Gross Deferred Tax Assets Expected To Be Realized (Excluding The Amount Of Deferred Tax Assets From 2(a) Above) After Application of the Threshold Limitation (The Lesser of 2(b)1 and 2(b)2 Below)		124,414,370	3,069,329	127,483,699	131,752,980	—	131,752,980	(7,338,610)	3,069,329	(4,269,281)
	1	Adjusted Gross Deferred Tax Assets Expected to be Realized Following the Balance Sheet Date.	124,414,370	3,069,329	127,483,699	131,752,980	—	131,752,980	(7,338,610)	3,069,329	(4,269,281)
	2	Adjusted Gross Deferred Tax Assets Allowed per Limitation Threshold.	XXX	XXX	127,483,699	XXX	XXX	—	XXX	XXX	127,483,699
(c)	Adjusted Gross Deferred Tax Assets (Excluding The Amount Of Deferred Tax Assets From 2(a) and 2(b) above) Offset by Gross Deferred Tax Liabilities.		20,681,169	—	20,681,169	12,591,423	—	12,591,423	8,089,746	—	8,089,746
(d)	Deferred Tax Assets Admitted as the result of application of SSAP No. 101.										
	Total		195,052,076	9,207,987	204,260,063	212,016,787	491,314	212,508,101	(16,964,711)	8,716,673	(8,248,038)

3.

		2016	2015
(a)	Ratio Percentage Used To Determine Recovery Period And Threshold Limitation Amount.	784.65%	799.45%
(b)	Amount Of Adjusted Capital And Surplus Used To Determine Recovery Period And Threshold Limitation In 2(b)2 Above.	849,891,329	878,353,202

4.

			12/31/2016		12/31/2015		Change	
			(1)	(2)	(3)	(4)	(5) (Col 1-3)	(6) (Col 2-4)
			Ordinary	Capital	Ordinary	Capital	Ordinary	Capital
Impact of Tax-Planning Stategies								
(a)	Determination of adjusted gross deferred tax assets and net admitted deferred tax assets by tax character as a percentage							
	1	Adjusted gross DTAs amount from note 9A1(c)	509,154,169	12,277,316	482,820,113	655,085	26,334,056	11,622,231
	2	% of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	—%	—%	—%	—%	— %	—%
	3	Net admitted adjusted gross DTAs amount from note 9A1(e)	195,052,076	9,207,987	212,016,787	491,314	(16,964,711)	8,716,673
	4	% of net admitted adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	12.61%	—%	25.15%	—%	(12.54)%	0

(b)	Does the Company's tax-planning strategies include the use of reinsurance?	Yes		No	X

B. There are no temporary differences for which deferred tax liabilities are not recognized.

C. Current income taxes incurred consist of the following major components:

			(1) 12/31/2016	(2) 12/31/2015	(3) (Col 1-2) Change
1.	Current Income Tax				
	(a)	Federal	(37,281,142)	(4,936,293)	(32,344,849)
	(b)	Foreign	—	—	—
	(c)	Subtotal	(37,281,142)	(4,936,293)	(32,344,849)
	(d)	Federal income tax on net capital gains	15,996,576	11,647,033	4,349,543
	(e)	Utilization of capital loss carry-forwards	—	—	—
	(f)	Other	(650,744)	(1,018,197)	367,453
	(g)	Federal and foreign income taxes incurred	(21,935,310)	5,692,543	(27,627,853)

				(1) 2016	(2) 2015	(3) (Col 1-2) Change
2.	Deferred Tax Assets					
	(a)	Ordinary				
			(1) Discounting of unpaid losses	—	—	—
			(2) Unearned premium reserve	—	—	—
			(3) Policyholder reserves	88,981,423	98,215,946	(9,234,523)
			(4) Investments	2,234,545	2,190,565	43,980
			(5) Deferred acquisition costs	126,409,639	121,609,140	4,800,499
			(6) Policyholder dividend accruals	7,567,634	7,833,634	(266,000)
			(7) Fixed assets	3,630,033	2,783,268	846,765
			(8) Compensation and benefits accrual	34,510,105	32,862,275	1,647,830
			(9) Pension accrual	701,649	—	701,649
			(10) Receivables - nonadmitted	20,526,810	20,902,848	(376,038)
			(11) Net operating loss carry-forward	—	—	—
			(12) Tax credit carry-forward	167,566,413	143,350,284	24,216,129
			(13) Other (including items <5% of total ordinary tax assets)	57,025,920	53,072,152	3,953,768
			(99) Subtotal	509,154,169	482,820,112	26,334,057
	(b)	Statutory Valuation Allowance Adjustment		—	—	—

(c)	Nonadmitted		(314,102,093)	(270,803,326)	(43,298,767)
(d)	Admitted ordinary deferred tax assets		195,052,076	212,016,786	(16,964,710)
(e)	Capital				
		(1) Investments	12,277,316	655,085	11,622,231
		(2) Net capital loss carry-forward	—	—	—
		(3) Real estate	—	—	—
		(4) Other (including items <5% of total ordinary tax assets)	—	—	—
		(99) Subtotal	12,277,316	655,085	11,622,231
(f)	Statutory Valuation Allowance Adjustment		—	—	—
(g)	Nonadmitted		(3,069,329)	(163,771)	(2,905,558)
(h)	Admitted capital deferred tax assets		9,207,987	491,314	8,716,673
(i)	Admitted deferred tax assets		204,260,063	212,508,100	(8,248,037)

3. Deferred Tax Liabilities

(a)	Ordinary				
		(1) Investments	(1,494,046)	(618,994)	(875,052)
		(2) Fixed assets	—	—	—
		(3) Deferred and uncollected premiums	(8,260,975)	(5,500,418)	(2,760,557)
		(4) Policyholder reserves	—	—	—
		(5) Other (including items <5% of total ordinary tax liabilities)	(10,926,148)	(6,472,011)	(4,454,137)
		(99) Subtotal	(20,681,169)	(12,591,423)	(8,089,746)
(b)	Capital				
		(1) Investments	0	0	0
		(2) Real estate	0	0	0
		(3) Other (including items <5% of total ordinary tax liabilities)	0	0	0
		(99) Subtotal	0	0	0
(c)	Deferred tax liabilities		(20,681,169)	(12,591,423)	(8,089,746)
4.	Net deferred tax assets/liabilities		183,578,894	199,916.677	(16,337,783)

The change in deferred income taxes reported in surplus before consideration of nonadmitted assets is comprised of the following components:

	2016	2015	Change
Total deferred tax asset	521,431,485	483,475,197	37,956,288
Total deferred tax liability	(20,681,169)	(12,591,423)	(8,089,746)
Less:			
Tax-effect of unrealized gains and losses			(12,259,006)
Tax-effect of change in minimum pension liability			(1,002,887)
Other Deferred Taxes Reported in Surplus			—
Change in deferred income tax in surplus			16,604,650

	2015	2014	Change
Total deferred tax asset	483,475,197	494,766,125	(11,290,928)
Total deferred tax liability	(12,591,423)	(12,186,863)	(404,560)
Less:			
Tax-effect of unrealized gains and losses			7,771,259
Tax-effect of change in minimum pension liability			2,441,793
Other Surplus			(178,065)
Change in deferred income tax in surplus			(1,660,501)

D. The provision for federal and foreign income taxes incurred is different from that which would be obtained by applying the statutory Federal income tax rate to income before taxes. The significant items causing this difference are as follows:

	12/31/2016	12/31/2015
Provision computed at statutory rate	22,424,751	66,351,587
Tax exempt income deduction	—	—
Dividends received deduction	(7,301,954)	(6,642,937)
Tax differentials on foreign earnings	—	—
Change in statutory valuation allowance adjustment	—	—
Tax (benefit) on capital gain/(loss)	15,996,576	11,647,033
Tax adjustment for IMR	(8,138,397)	(8,881,986)
Tax credits	(21,211,808)	(3,295,231)
Tax contingencies	(99,438)	116,499
Prior year adjustment	(2,032,267)	(2,082,924)
Earnings from Subs	(35,175,000)	(30,870,000)
Tax Effect of Non-Admitted Assets	(1,111,152)	(14,522,483)
Other	(1,891,270)	(4,466,515)
Total	(38,539,959)	7,353,043
Federal and foreign income taxes incurred	(21,935,310)	5,692,543
Change in net deferred income taxes	(16,604,649)	1,660,501
Total statutory income taxes	(38,539,959)	7,353,044

E. Operating loss Carryforward

As of December 31, 2016, there are no operating loss or tax credit carryforwards available for tax purposes.

As of December 31, 2016, the Company has Guaranteed Federal Low Income Housing tax credit carryforwards of $143,105,004. These credits will begin to expire in 2030.

The Company generated $4,120 of foreign tax credit carryforwards during the year ended December 31, 2016. During the years ended December 31, 2010 through December 31, 2015 the Company generated foreign tax credit carryforwards of $20,341. The Company determined in 2016 that it will amend its prior year previously filed federal income tax returns in order to elect to claim foreign tax credits in lieu of foreign tax expense. The credits will begin to expire in 2020.

The amount of federal income taxes incurred that are available for recoupment in the event of future net losses are:

2016	$	—
2015	$	3,884,473
2014	$	52,210,722

The Company has no deposits admitted under Section 6603 of the Internal Revenue Code.

F. The Company's federal income tax return is consolidated with the following entities:

Great West Lifeco U.S. LLC
Emjay Corporation
GWFS Equities, Inc.
GWL&A Financial Inc.
Great-West Life & Annuity Ins. Company of South Carolina
Great-West Life & Annuity Insurance Company of New York
Putnam Investments LLC
Putnam Acquisition Financing, Inc.
Putnam Retail Management, LP
Putnam Retail Management GP, Inc.
Putnam Advisory Company LLC
Putnam Advisory Holdings, LLC
Putnam Fiduciary Trust Company
Putnam Investor Services, Inc.
Putnam GP, Inc.
TH Lee Putnam Equity Mgrs, LP
PanAgora Holdings, Inc.
PanAgora Asset Management, Inc.
Putnam Mortgage Opportunities Company
FASCore, LLC
Advised Assets Group LLC
Great-West Trust Company LLC
Great-West Capital Management, LLC

The Company, Great-West life & Annuity Insurance Company of South Carolina and Great-West Life & Annuity Insurance Company of New York ("GWLA Subgroup") are life insurance companies who form a life subgroup under the consolidated return regulations. These regulations determine whether taxable income or losses of this subgroup may offset or be offset with the taxable income or losses of other non-life entities.

The Company and its subsidiaries file a Form 10-K with the Securities and Exchange Commission (10-K Group"). For financial reporting purposes, the 10-K Group accounts for income taxes based on the separate return method. Under this method, current and deferred income tax expense or benefit for the period is determined as a separate group or standalone basis. The GWLA Subgroup accounts for income taxes on the modified separate return method on its separate company, statutory financial statements. Under this method, current and deferred tax expense or benefit is determined on a standalone basis; however

the Company also considers taxable income or losses from other members of the GWLA Subgroup when determining its deferred tax assets and liabilities, and in evaluating the realizability of its deferred tax assets.

The method of settling income tax payables and receivables ("Tax Sharing Agreement") among the US consolidated group is subject to a written agreement approved by the Board of Directors, whereby settlement is made on a separate return basis except for the current utilization of any net operating losses and other tax attributes by members of the US Consolidated Group to offset taxable income of another member of such group. The GWLA Subgroup has a policy of settling intercompany balances as soon as is practical after the filing of the federal consolidated return or receipt of the income tax refund from the Internal Revenue Service.

G. The Company determines income tax contingencies in accordance with Statement of Statutory Accounting Principles No. 5R "Liabilities, Contingencies and Impairments of Assets" ("SSAP No. 5R") as modified by SSAP 101. As of December 31, 2016 the amount of tax contingencies computed in accordance with SSAP No. 5R is $0, with the exception of interest and penalties. The company does not expect a significant increase in tax contingencies within the 12 month period following the balance sheet date.

The Company recognizes accrued interest and penalties related to tax contingencies in current income tax expense. During the years ended December 31, 2016 and 2015, the Company recognized approximately $(99,438) and $116,499, respectively, from interest and penalties related to the uncertain tax positions. The Company had $561,717 and $661,155 accrued for the payment of interest and penalties at December 31, 2016 and 2015, respectively.

The Company files income tax returns in the U.S. federal jurisdiction and various states. With few exceptions, the Company is no longer subject to U.S. federal income tax examinations by the Internal Revenue Service (the "I.R.S.") for years 2012 and prior. Tax years 2013 through 2015 are open to federal examination by the I.R.S. The company does not expect significant increases or decreases to tax contingencies relating to federal, state or local audits.

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

A,B,C. During the years ended December 31, 2016 and 2015, the Company paid dividends to GWL&A Financial Inc, totaling $125,691,431 and $139,532,650, respectively. During the years ended December 31, 2016 and 2015, the Company received $9,219,333 from and paid $36,087,182, to, respectively, its subsidiary, Great-West Life & Annuity Insurance Company of South Carolina, for the use of its net operating losses per the tax sharing agreement.

On January 1, 2015, the Company acquired the retirement business of Putnam Investments, LLC ("Putnam"), an affiliate of the Company. The transaction was accounted for as a combination between entities under common control. As such, the assets and liabilities acquired from Putnam were recorded at historical cost as of January 1, 2015. In exchange for cash paid in the amount of $4,114,975 the Company acquired $11,679,550 of assets, assumed $7,895,269 of liabilities, and recognized a non-cash dividend of $330,694.

D. At December 31, 2016 and 2015, the Company reported $66,275,636 and $61,584,283, respectively, due from affiliates, which is spread across various subsidiaries and affiliates. At December 31, 2016 and 2015, the Company reported $45,660,618 and $34,155,242, respectively, due to affiliates, which is spread across various subsidiaries and affiliates. All amounts are due on demand.

At December 31, 2016 and 2015, the Company reported in current taxes recoverable, receivables of $45,279,808 and $38,782,647, respectively, due from Great-West Lifeco U.S. LLC as the result of filing a consolidated tax return. All amounts are due within 30 days subsequent to settlement with the I.R.S.

E. The Company and Great-West Life & Annuity Insurance Company of New York ("GWL&A NY") have an agreement whereby the Company has committed to provide financial support to GWL&A NY related to the maintenance of adequate regulatory surplus and liquidity. The Company is obligated to invest in shares of GWL&A NY in order for GWL&A NY to maintain the capital and surplus at the greater of 1) $6,000, 2) 200% of GWL&A NY RBC minimum capital requirements if GWL&A NY total assets are less than $3,000,000 or 3) 175% of GWL&A NY RBC minimum capital requirements if GWL&A NY total assets are $3,000,000 or more. There is no limitation on the maximum potential future payments under the guarantee. The Company has no liability at December 31, 2016 and 2015 for obligations under the guarantee.

F. The Company performs administrative services for various subsidiaries and affiliates. The amounts recorded are based upon the terms of the administrative services agreement between the Company and its affiliates.

G. All outstanding shares of the Company are owned by GWL&A Financial Inc., a holding company domiciled in the State of Delaware. GWL&A Financial Inc. is indirectly owned by our ultimate Canadian parent, Power Corporation of Canada.

H. The Company does not own either directly or indirectly any shares of the stock of its ultimate parent, Power Corporation of Canada, nor any intermediate company.

I. The Company does not own any interest in any subsidiary or controlled or affiliated ("SCA") entity that exceeds 10% of admitted assets.

J. The Company does not own any investments in impaired SCA entities.

K. The Company does not have an investment in a foreign insurance subsidiary.

L. The Company does not have an investment in a downstream noninsurance holding company.

M. All SCA Investments

(1) Balance Sheet Value (Admitted and Nonadmitted) All SCAs (except 8bi Entities)

SCA Entity	Percentage of SCA Ownership		Gross Amount		Admitted Amount		Nonadmitted Amount
a. SSAP No. 97 8a Entities							
None		$		$		$	
a. Total SSAP No. 97 8a Entities	XXX	$	—	$	—	$	—
b. SSAP No. 97 8b(ii) Entities							
FASCore, LLC	100%	$	79,104,114	$	79,104,114	$	—
Great-West Capital Management, LLC	100%		6,783,462		6,783,462		—
Great-West Trust Company, LLC	100%		16,605,718		16,605,718		—
b. Total SSAP No. 97 8b(ii) Entities	XXX	$	102,493,294	$	102,493,294	$	—
c. SSAP No. 97 8b(iii) Entities							
Westkin Properties Ltd.	50%	$	2,451,545	$	2,451,545	$	—
GWFS Equities, Inc.	100%		13,659,628		13,659,628		—
Emjay Corporation	100%		2,161,548		—		2,161,548
Lottery Receivable Company One LLC	100%		1,317,202		—		1,317,202
LR Company II, L.L.C.	100%		728,176		—		728,176
Great-West Financial Retirement Plan Services, LLC	100%		44,518,426		39,174,878		5,343,548
Advised Assets Group, LLC	100%		8,542,413		8,542,413		—
c. Total SSAP No. 97 8b(iii) Entities	XXX	$	73,378,938	$	63,828,464	$	9,550,474
d. SSAP No. 97 8b(iv) Entities							
None		$		$		$	
d. Total SSAP No. 97 8b(iv) Entities	XXX	$	—	$	—	$	—
e. Total SSAP No. 97 8b Entities (b + c + d)	XXX	$	175,872,232	$	166,321,758	$	9,550,474
f. Aggregate Total (a + e)	XXX	$	175,872,232	$	166,321,758	$	9,550,474

(2) NAIC Filing Response Information

SCA Entity (Should be same entities as shown in M(1) above.)	Type of NAIC Filing *	Date of Filing to the NAIC		NAIC Valuation Amount	NAIC Response Received Y/N	NAIC Disallowed Entities Valuation Method Resubmission Required Y/N	Code **
a. SSAP No. 97 8a Entities							
None			$				
a. Total SSAP No. 97 8a Entities	XXX	XXX	$	—	XXX	XXX	XXX
b. SSAP No. 97 8b(ii) Entities							
FASCore, LLC	S2	08/22/2016	$	82,715,771	Y	N	
Great-West Capital Management, LLC	S2	08/22/2016		6,717,279	Y	N	
Great-West Trust Company, LLC	S2	08/23/2016		14,467,473	Y	N	
b. Total SSAP No. 97 8b(ii) Entities	XXX	XXX	$	103,900,523	XXX	XXX	XXX
c. SSAP No. 97 8b(iii) Entities							
Westkin Properties Ltd.	S2	10/21/2016	$	2,476,003	Y	N	
GWFS Equities, Inc.	S2	08/22/2016		13,710,089	Y	N	
Emjay Corporation							
Lottery Receivable Company One LLC							
LR Company II, L.L.C.							
Great-West Financial Retirement Plan Services, LLC							
Advised Assets Group, LLC	S2	08/22/2016		12,527,936	Y	N	
c. Total SSAP No. 97 8b(iii) Entities	XXX	XXX	$	28,714,028	XXX	XXX	XXX
d. SSAP No. 97 8b(iv) Entities							
None			$				
d. Total SSAP No. 97 8b(iv) Entities	XXX	XXX	$	—	XXX	XXX	XXX
e. Total SSAP No. 97 8b Entities (b + c + d)	XXX	XXX	$	132,614,551	XXX	XXX	XXX
f. Aggregate Total (a + e)	XXX	XXX	$	132,614,551	XXX	XXX	XXX

* S1 - Sub-1, S2 - Sub-2 or RDF - Resubmission of Disallowed Filing

** I - Immaterial or M - Material

N. The Company's investments in insurance SCA entities do not reflect a departure from the NAIC statutory accounting practices and procedures.

11. Debt

A. ***Amount, interest, maturities, collateral and covenants***

Debentures - NONE

Commercial Paper

The Company has a commercial paper program that is partially supported by a $50,000,000 credit facility agreement. The commercial paper has been given a rating of A-1+ by Standard & Poor's Ratings Services and a rating of P-1 by Moody's Investors Service, each being the highest rating available. Through the recent financial market volatility, the Company continued to have the ability to access the capital markets for funds. The loss of this access in the future would not have a significant impact to the Company's liquidity as commercial paper is not used to fund daily operations and is an insignificant amount in relation to total invested assets.

The following table provides information regarding the Company's commercial paper program at December 31, 2016:

	December 31, 2016
Face value	$ 99,049,285
Carrying value	$ 99,049,285
Interest expense paid	$ 558,669
Effective interest rate	0.66% - 0.78%
Maturity range (days)	10 - 30

Bank Loans - NONE

Capital Notes - NONE

Lines of Credit - NONE

12. Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-retirement Benefit Plans

A. **Defined Benefit Plan**

The Company provides Supplemental Executive Retirement Plans to certain key executives. These plans provide key executives with certain benefits upon retirement, disability or death based upon total compensation. The Company has purchased individual life insurance policies with respect to each employee covered by these plans. The Company is the owner and beneficiary of the insurance contracts.

The Company also sponsors an unfunded Post-Retirement Medical Plan (the "medical plan") that provides health benefits to retired employees who are not Medicare eligible. The medical plan is contributory and contains other cost sharing features which may be adjusted annually for the expected general inflation rate. The Company's policy is to fund the cost of the medical plan benefits in amounts determined at the discretion of management.

A December 31 measurement date is used for the employee benefit plans.

A summary of assets, obligations and assumptions of the Company's Supplemental Executive Retirement and Post-Retirement Medical plans as of the years ended December 31, 2016 and 2015 are as follows:

		Underfunded Supplemental Executive Retirement Plan		
		2016		2015
(1a)	**Change in benefit obligation - Pension Benefits**			
	1. Benefit obligation at beginning of year	$ 43,857,949	$	55,831,956
	2. Service cost	294,107		281,716
	3. Interest cost	1,774,539		2,122,364
	4. Contribution by plan participants	—		—
	5. Actuarial (gain) loss	1,910,847		(9,504,507)
	6. Foreign currency exchange rate changes	—		0
	7. Benefits paid	3,336,502		4873580
	8. Plan amendments	—		0
	9. Business combinations, acquisitions, etc.	—		0
	10. Benefit obligation at end of year	$ 44,500,940	$	43,857,949

		Underfunded Post-Retirement Medical Plan	
		2016	2015
(1b)	**Change in benefit obligation - Postretirement Benefits**		
	1. Benefit obligation at beginning of year	$ 16,637,350	$ 12,782,426
	2. Service cost	1,246,269	1,041,835
	3. Interest cost	712,845	560,508
	4. Contribution by plan participants	—	—
	5. Actuarial (gain) loss	1,407,548	3,359,723
	6. Foreign currency exchange rate changes	—	0
	7. Benefits paid	973,044	1,445,862
	8. Plan amendments	—	(338,720)
	9. Business combinations, acquisitions, etc.	—	0
	10. Benefit obligation at end of year	$ 19,030,968	$ 16,637,350

On January 1, 2015, the Company acquired the retirement business of Putnam, an affiliate of the Company. Per the terms of the Asset Transfer Agreement, the Company was required to give each Putnam employee full credit for the employee's service period with Putnam prior to the closing date for the purpose of eligibility to participate, vesting and level of benefits under the Post-Retirement Medical Plan. As a result, approximately 150 individuals became eligible participants of the Post-Retirement Medical Plan at January 1, 2015. The transaction was recorded as a prior service cost, which resulted in a $338,720 increase before tax to other liabilities and expenses and a decrease to unassigned funds.

		Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
		2016	2015	2016	2015
(2)	**Change in plan assets**				
	a. Fair value of plan assets at beginning of year	$ —	$ —	$ —	$ —
	b. Actual return on plan assets				
	c. Foreign currency exchange rate changes				
	d. Reporting entity contributions	3,336,502	4,873,580	973,044	1,445,862
	e. Plan participants' contributions				
	f. Benefits paid	3,336,502	4,873,580	973,044	1,445,862
	g. Business combinations, divestitures, etc.				
	h. Fair value of plan assets at end of year	$ —	$ —	$ —	$ —

		Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
		2016	2015	2016	2015
(3)	**Funded status**				
	Overfunded:				
	a. Assets (nonadmitted)				
	1. Prepaid benefit costs	$	$	$	$
	2. Overfunded plan assets				
	3. Total assets (nonadmitted)	$ —	$ —	$ —	$ —
	Underfunded:				
	b. Liabilities recognized				
	1. Accrued benefit costs	$ 42,140,667	$ 42,968,156	$ 16,009,954	$ 15,010,868
	2. Liability for pension benefits	2,360,273	889,793	3,021,014	1,626,482
	3. Total liabilities recognized	$ 44,500,940	$ 43,857,949	$ 19,030,968	$ 16,637,350
	c. Unrecognized liabilities	$ —	$ —	$ —	$ —

	Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
	2016	2015	2016	2015
(4) **Components of net periodic benefit cost**				
a. Service cost	$ 294,107	$ 281,716	$ 1,246,269	$ 1,041,835
b. Interest cost	1,774,539	2,122,365	712,845	560,508
c. Expected return on plan assets	—	—	—	—
d. Transition asset or obligation	—	—	—	—
e. Gains and losses	(61,041)	662,866	(136,643)	(317,854)
f. Prior service cost or credit	501,409	932,713	149,659	(107,241)
g. Gain or loss recognized due to a settlement	—	—	—	—
h. Total net periodic cost (benefit)	$ 2,509,014	$ 3,999,660	$ 1,972,130	$ 1,177,248

	Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
	2016	2015	2016	2015
(5) **Amounts in unassigned funds (surplus) recognized as components of net periodic benefit cost**				
a. Items not yet recognized as a component of net periodic cost - prior year	$ 889,793	$ 11,989,879	$ 1,626,482	$ (2,497,056)
b. Net transition asset or obligation recognized	—	—	—	—
c. Net prior service cost or credit arising during the period	—	—	—	338,720
d. Net prior service cost or credit recognized	(501,409)	(932,713)	(149,659)	107,241
e. Net gain or loss arising during the period	1,910,848	(9,504,507)	1,407,548	3,359,723
f. Net gain or loss recognized	61,041	(662,866)	136,643	317,854
g. Items not yet recognized as a component of net periodic cost - current year	$ 2,360,273	$ 889,793	$ 3,021,014	$ 1,626,482

	Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
	2016	2015	2016	2015
(6) **Amounts in unassigned funds (surplus) expected to be recognized in the next fiscal year as components of net periodic benefit cost**				
a. Net transition asset or obligation	$ —	$ —	$ —	$ —
b. Net prior service (cost) or credit	(501,402)	(501,409)	(586,993)	(149,659)
c. Net recognized gains or (losses)	54,360	61,041	41,990	160,178
Total	$ (447,042)	$ (440,368)	$ (545,003)	$ 10,519

	Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
	2016	2015	2016	2015
(7) **Amounts in unassigned funds (surplus) that have not yet been recognized as components of net periodic benefit cost**				
a. Net transition asset or obligation	$	$	$	$
b. Net prior service cost or credit	1,699,932	2,201,339	5,560,841	5,710,500
c. Net recognized gains or losses	660,341	(1,311,546)	(2,539,827)	(4,084,018)
Total	$ 2,360,273	$ 889,793	$ 3,021,014	$ 1,626,482

	Supplemental Executive Retirement Plan		Post-Retirement Medical Plan	
	2016	2015	2016	2015
(8) **Weighted-average assumptions used to determine net periodic benefit cost**				
a. Discount rate	4.22%	3.99%	4.31%	3.94%
b. Long-term rate of return on plan assets				
c. Rate of compensation increase	4%	4%		
Weighted-average assumptions used to determine projected benefit obligations				
d. Discount rate	3.8%	4.22%	4.05%	4.31%
e. Rate of compensation increase	4%	4%		

During 2016, the Company adopted the Society of Actuaries Mortality Improvement Scale (MP-2016).

During 2015, the Company adopted the Society of Actuaries 2015 Mortality Tables Report (RP-2015) and Mortality Improvement Scale (MP-2015), which adjusted the mortality assumptions used to measure retirement plan obligations. These mortality assumptions are an update to the tables adopted in 2014, to reflect two additional years of U.S. population mortality improvement data.

		Supplemental Executive Retirement Plan	
		2016	2015
(9)	**Accumulated benefit obligation**	$ 43,097,600	$ 42,182,341

(10) For measurement purposes, a 7.00% annual rate of increase in the per capita cost of covered health care benefits was assumed and that the rate would gradually decrease to a level of 5.00% by 2024 and remain at that level thereafter.

(11) Assumed health care cost trend rates have a significant effect on the amounts reported for the medical plan. A one-percentage-point change in assumed health care cost trend rates would have the following effects:

	1 Percentage Point Increase	1 Percentage Point Decrease
a. Effect on total of service and interest cost components	$ 321,973	$ (268,727)
b. Effect on post-retirement benefit obligation	2,430,193	(2,083,020)

(12) The following estimated future benefit payments, which reflect expected future service, as appropriate, are expected to be paid in the years indicated:

	Supplemental Executive Retirement Plan	Post-retirement Medical Plan
a. 2017	$ 3,434,561	$ 856,407
b. 2018	2,775,084	842,673
c. 2019	2,460,291	917,221
d. 2020	2,437,681	945,733
e. 2021	2,400,063	1,028,095
f. 2022 - 2026	27,187,690	6,776,302

(13) The Company expects to contribute approximately $3,434,561 to its Supplemental Executive Retirement plan and approximately $856,407 to its Post-Retirement Medical plan during the year ending December 31, 2017.

(20) See note 12.A.(3) for information relating to the Company's benefit plans' funded status and note 12.A.(5) for benefit plan related surplus impacts.

(21) The Company did not elect to apply the transition guidance set forth in SSAP No. 102 or SSAP No. 92.

B. Not applicable as there are no plan asset.

C. Not applicable as there are no plan asset.

D. Not applicable as there are no plan asset.

E. **Other Employee Benefit Plans**

The Company has an executive deferred compensation plan providing key executives with the opportunity to participate in an unfunded deferred compensation program. Under the program, participants may defer base compensation and bonuses and earn interest on the amounts deferred. The program is not qualified under Section 401 of the Internal Revenue Code. Participant balances, which are reflected in Amounts withheld or retained by company as agent or trustee in the accompanying financial statements, are $7,236,232 and $8,677,960 at December 31, 2016 and 2015, respectively. The participant deferrals earned interest at the average rate of 6.42% and 6.48% during the years ended December 31, 2016 and 2015, respectively. The interest rate is based on the Moody's Average Annual Corporate Bond Index rate plus 0.45% for actively employed participants and fixed rates ranging from 4.12% to 5.03% for retired participants.

The Company offers an unfunded, non-qualified deferred compensation plan to a select group of management and highly compensated individuals. Participants defer a portion of their compensation and realize potential market gains or losses on the invested contributions. The program is not qualified under Section 401 of the Internal Revenue Code. Participant balances, which are included in Amounts withheld or retained by company as agent or trustee in the accompanying statutory financial statements, are $21,758,448 and $18,653,529 at December 31, 2016 and 2015, respectively.

The Company sponsors a qualified defined contribution benefit plan covering all employees. Under this plan, employees may contribute a percentage of their annual compensation to the plan up to certain maximums, as defined by the plan and by the Internal Revenue Service ("IRS"). Currently, the Company matches a

percentage of employee contributions in cash. The Company recognized $7,274,838 and $8,591,194 in expense related to this plan for the years ended December 31, 2016 and 2015, respectively.

F. The Company does not participate in a multi-employer plan.

G. **Consolidated/Holding Company Plans -**

Prior to December 31, 2012, the Company accounted for a noncontributory Defined Benefit Pension Plan (the "Pension Plan") as a direct legal obligation of the Company and accounted for the corresponding plan obligation on its balance sheet and income statement. Effective December 31, 2012, the Company transferred sponsorship of the Pension Plan to GWL&A Financial, the Company's immediate parent. As a result of this transfer, the Company derecognized the net assets and liabilities associated with the Pension Plan on December 31, 2012 and has no legal obligation for benefits under this plan. As of the transfer date, the liabilities associated with the Pension Plan became direct obligations of GWL&A Financial. As of December 31, 2012, the plan is accounted for as a Consolidated/Holding Company Plan, whereby the Company is a participant and recognizes the costs and makes payments to GWL&A Financial pursuant to SSAP No. 89-Accounting for Pensions, A Replacement of SSAP No. 8, as replaced by SSAP No. 102. GWL&A Financial allocates amounts to the Company based on salary ratios. The Company's share of net expense for the pension plan was $0 and $0 during the years ended December 31, 2016 and 2015.

H. Postemployment Benefits and Compensated Absences are accrued in accordance with SSAP No. 11.

I. Impact of Modernization Act on Postretirement Benefits

During December 2003, the Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the "Act") was signed into law. Under the Act, which took effect on January 1, 2006, employers who sponsor post-retirement plans that provide for a prescription drug benefit under Medicare Part D may be entitled to a subsidy payment. In conjunction with the effect of this legislation, the Company amended its post-retirement medical plan, whereby it eliminated the provision of medical benefits for retired employees past the age of 65.

13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

A. At December 31, 2016 and 2015, the Company had 50,000,000 preferred shares of $1 par value authorized, none of which were issued or outstanding at either date. The Company has 50,000,000 common shares of $1 par value authorized, of which 7,292,708 and 7,232,986 shares are issued and outstanding at December 31, 2016 and 2015, respectively.

B. The Company has no preferred stock outstanding.

C. As an insurance company domiciled in the State of Colorado, the Company is required to maintain a minimum of $2,000,000 of capital and surplus. In addition, the maximum amount of dividends that can be paid to stockholders by insurance companies domiciled in the State of Colorado is subject to restrictions relating to statutory surplus and statutory net gain from operations.

Dividends on common shares are not cumulative, they are paid as declared.

D. Dividends were paid as follows: $73,400,559 on March 15, 2016 (extraordinary), $31,430,217 on June 15, 2016 (ordinary); and $20,860,655 on September 30, 2016 (ordinary). Dividends during 2015 were paid as follows: $330,694 on January 1, 2015 (ordinary), $76,800,691on March 16, 2015 (extraordinary); $34,800,665 on June 30, 2015 (extraordinary); and $27,600,600 on September 30, 2015 (extraordinary).

E. Dividends are paid as determined by the Board of Directors subject to the restrictions noted above. The Company may pay an amount less than $101,753,000 of dividends during the year ended December 31, 2016 without prior approval of the Colorado Insurance Commissioner. Dividends may be paid only from earned surplus.

F. There were no restrictions placed on the Company's surplus.

G. ***Amount of advances to surplus not repaid - Not Applicable***

H. ***Stock held for special purposes - NONE***

I. ***Special Surplus Funds - NONE***

J. The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and (losses) is $182,524,931, net of deferred taxes.

K. ***Surplus Notes***

On November 15, 2004, the Company issued a surplus note in the amount of $195,000,000 to GWL&A Financial Inc. The proceeds were used to redeem the $175,000,000 surplus note issued May 4, 1999 and for general corporate purposes. The new surplus note bears interest at 6.675% and is due November 14, 2034. The carrying amount of the surplus note was $194,501,740 and $194,473,857 at December 31, 2016 and 2015, respectively. Payments of principal and interest under this surplus note can be made only with prior written approval of the Commissioner of Insurance of the State of Colorado. Such payments are payable only out of surplus funds of the Company and only if at the time of such payment, and after giving effect to the making thereof, the financial condition of the Company is such that its surplus would not fall below two and one-half times the authorized control level as required by the most recent risk-based capital calculations. Subject to the foregoing restrictions on payment of principal and interest, (a) interest is payable on the

principal sum of the surplus note semi-annually, in arrears, on May 14 and November 14 of each year, and (b) the surplus note may only be redeemed prior to its maturity in connection with (i) a mandatory redemption by the Company in the event of a redemption or acceleration by GWL&A Financial Inc., of its 6.675% Junior Subordinated Deferrable Debentures due November 14, 2034, or (ii) an optional redemption by the Company at any time on or after November 15, 2024. Interest paid on the note during 2016 and 2015 amounted to $13,016,250 and $13,016,250, respectively, bringing total interest paid from inception to December 31, 2016 to $156,195,000. The amount of unapproved principal and interest was $0 at December 31, 2016.

On May 19, 2006, the Company issued a surplus note in the face amount and carrying amount of $333,400,000 to GWL&A Financial Inc. The proceeds were used for general corporate purposes. The surplus note bears interest initially at the rate of 7.203% per annum, and is payable on each May 16 and November 16 until May 16, 2016. After May 16, 2016, the surplus note bears an interest rate of 2.588% plus the then current three-month LIBOR rate. The carrying amount of the surplus note was $333,400,000 and $333,400,000 at December 31, 2016 and 2015. This surplus note matures on May 16, 2046 and is redeemable by the company at the principal amount plus any accrued and unpaid interest after May 16, 2016. Payments of principal and interest under the surplus note can be made only with prior written approval of the Commission of Insurance of the State of Colorado. Such payments are payable out of surplus funds of the Company and only if at the time of such payment, and after giving effect to the making thereof, the financial condition of the Company is such that its surplus would not fall below two and one-half times the authorized control level as required by the most recent risk-based capital calculations. Interest paid on the note during 2016 and 2015 amounted to $16,136,943 and $24,014,802, respectively, bringing total interest paid from inception to December 31, 2016 to $243,286,411. The amount of unapproved principal and interest was $0 at December 31, 2016.

L. ***Quasi-reorganizations - NONE***

14. Liabilities, Contingencies and Assessments

A. Contingent Commitments

The Company makes commitments to fund partnership interests, mortgage loans, and other investments in the normal course of its business. As the timing of the fulfillment of the commitment to fund partnership interests cannot be predicted, such obligations are presented in the less than one year category. The timing of the funding of mortgage loans is based on the expiration date of the commitments. The amounts of these unfunded commitments at December 31, 2016 and 2015 were $425,458,189 and $50,691,852, of which $93,440,115 and $8,691,852 was related to limited partnership interests, respectively, all of which is due within one year from the dates indicated.

The Company has a revolving credit facility agreement in the amount of $50,000,000 for general corporate purposes. The credit facility expires on March 1, 2018. Interest accrues at a rate dependent on various conditions and terms of borrowings. The agreement requires, among other things, the Company to maintain a minimum adjusted net worth, of $1,100,000,000, as defined in the credit facility agreement (both compiled on the unconsolidated statutory accounting basis prescribed by the NAIC), for each quarter ending after December 31, 2015. The Company was in compliance with all covenants at December 31, 2016, and 2015. At December 31, 2016, and 2015 there were no outstanding amounts related to the current and prior credit facilities.

B. Assessments

(1) The Company had no contingencies for guaranty assessments to report at December 31, 2016 or 2015.

(2) The Company had $1,769,801 and $2,417,610 included in Guaranty funds receivable or on deposit at December 31, 2016 and 2015, respectively, from various states that allow the recovery of the assessment as a credit on their respective tax returns. It is anticipated that the asset will be amortized over the next ten years, as allowed by state regulation and offset to state premium taxes accordingly.

a. Assets recognized from paid and accrued premium tax offsets, prior year-end	$	2,417,610
b. Decreases current year:		
Premium tax offset applied		672,518
c. Increases current year:		
Premium tax offset applied		24,709
d. Assets recognized from paid and accrued premium tax offsets, current year-end	$	1,769,801

C. Gain Contingencies - NONE

D. Claims related extra contractual obligation and bad faith losses stemming from lawsuits

From time to time, the Company may be threatened with, or named as a defendant in, lawsuits, arbitrations, and administrative claims. Any such claims that are decided against the Company could harm the Company's business. The Company is also subject to periodic regulatory audits and inspections which could result in fines or other disciplinary actions. Unfavorable outcomes in such matters may result in a material impact on the Company's financial position, results of operations, or cash flows

The Company is defending lawsuits relating to the costs and features of certain of its retirement or fund products. These actions have not reached the trial stage. Management believes the claims are without merit and will defend these actions. Based on the information known, these actions will not have a material adverse effect on the consolidated financial position of the Company.

The Company is involved in other various legal proceedings that arise in the ordinary course of its business. In the opinion of management, after consultation with counsel, the likelihood of loss from the resolution of these proceedings is remote and/or the estimated loss is not expected to have a material effect on the Company's consolidated financial position, results of its operations, or cash flows.

E. Joint and Several Liabilities - NONE

F. All Other Contingencies - NONE

15. Leases

A. Lessee Operating Lease

(1) The Company has entered into operating leases for office space and equipment that expire on various dates through December 31, 2021. These lease agreements frequently include renewal options for additional periods. In addition, real estate leases routinely contain expense escalation clauses. Rent expense for the years ended December 31, 2016 and 2015 was $27,814,624 and $27,159,868, respectively. Sublease rental income was $0 and $0 during the years ended December 31, 2016 and 2015, respectively.

(2) Future minimum rental commitments at December 31, 2016 under these operating leases are as follows:

2017		12,252,733
2018		10,800,143
2019		8,889,215
2020		7,199,687
2021		2,853,419
Total	$	41,995,197

B. Not Applicable

16. Information about Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

(1) The table below summarizes the face amount of the Company's financial instruments with off-balance sheet risk:

	Assets		Liabilities	
	2016	2015	2016	2015
a. Swaps	$ 133,458,188	$ 48,559,694	$ 30,379,021	$ 76,666,464
b. Futures	3,218,271	2,419,677	—	—
c. Options	353,503	189,009	—	—
d. Total	$ 137,029,962	$ 51,168,380	$ 30,379,021	$ 76,666,464

See Schedule DB of the Company's annual statement for additional detail.

(2) For discussion surrounding swaps and options refer to Derivative Note 8.

Under exchange-traded futures, the Company agrees to purchase a specified number of contracts with other parties and to post variation margin on a daily basis in an amount equal to the difference in the daily fair values of those contracts. The parties with whom the Company enters into exchange-traded futures and options are regulated futures commissions merchants who are members of a trading exchange.

(3) The Company enters into derivative financial instruments that may have concentrations of credit risk. As the Company enters into derivative transactions only with high quality institutions, no losses have been incurred due to non-performance by any of the counterparties. Certain of these arrangements require collateral and also include credit contingent provisions. The credit exposure of interest rate swaps and currency swaps is represented by the fair value (market value) of contracts with a positive fair value (market value) at the reporting date. Because exchange-traded futures and options are affected through a regulated exchange and positions are marked to market on a daily basis, the Company has little exposure to credit-related losses in the event of nonperformance by counterparties to such financial instruments.

(4) Collateral agreements are regularly entered into as part of the underlying agreements with counterparties to mitigate counterparty credit risk.

Derivatives in a net asset position may have cash or securities pledged as collateral to the Company in accordance with the collateral support agreements with the counterparty. This collateral is held in a custodial account for the benefit of the Company. The Company pledges unrestricted cash collateral to the counterparties for derivatives in a net liability position.

The Company is required to put up collateral for any futures contracts that are entered. The amount of collateral that is required is determined by the exchange on which it is traded. The Company currently puts up U.S Treasury Bills to satisfy this collateral requirement.

The current credit exposure of the Company's derivative contracts is limited to the fair value at the reporting date. The company manages credit risk by entering into transactions with creditworthy counterparties and obtaining collateral where appropriate and customary. The Company also attempts to minimize its exposure to credit risk through the use of various credit monitoring techniques. Approximately 100% of the net credit exposure for the Company from derivative contracts is with investment-grade counterparties.

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

A. Transfers of Receivables Reported as Sales - NONE

***B. Transfer and Servicing of Financial Assets* - NONE**

C. Wash Sales - NONE

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

A. ASO Plans - NONE

B. Administrative Service Contracts - NONE

C. Medicare or other similarly Structured Cost Reimbursement Contracts - NONE

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators - NONE

20. Fair Value Measurement

A. Fair Value Disclosures

(1) ***Fair Value Measurements at Reporting Date***

The following table presents information about the Company's financial assets and liabilities carried at fair value and indicates the fair value hierarchy of the valuation techniques utilized by the Company to determine such fair value:

	Fair Value Measurements at Reporting Date			
	December 31, 2016			
Assets:	(Level 1)	(Level 2)	(Level 3)	Total
Bonds				
Industrial and miscellaneous	$ —	$ 1,380,475	$ —	$ 1,380,475
States	—	581,290	—	581,290
Derivatives				
Interest rate swaps	—	8,981,640	—	8,981,640
Cross-currency swaps	—	50,018,186	—	50,018,186
Interest rate swaptions	—	353,503	—	353,503
Separate Account Assets	15,007,781,529	11,667,474,932	—	26,675,256,461
Total Assets:	$ 15,007,781,529	$ 11,728,790,026	$ —	$ 26,736,571,555
Liabilities:				
Derivatives				
Interest rate swaps	$ —	$ 13,340,405	$ —	$ 13,340,405
Cross-currency swaps	—	16,646,775	—	16,646,775
Separate Account Liabilities [1]	55,168	336,468,084	—	336,523,252
Total Liabilities:	$ 55,168	$ 366,455,264	$ —	$ 366,510,432

[1] Includes only separate account instruments which are carried at the fair value of the underlying invested assets owned by the separate accounts.

	Fair Value Measurements at Reporting Date			
	December 31, 2015			
Assets:	(Level 1)	(Level 2)	(Level 3)	Total
Bonds				
Industrial and miscellaneous	$ —	$ 4,026,902	$ —	$ 4,026,902
States	—	642,540	—	642,540
Derivatives				
Interest rate swaps	—	8,295,165	—	8,295,165
Cross-currency swaps	—	19,536,648	—	19,536,648
Interest rate swaptions	—	189,009	—	189,009
Separate Account Assets	14,885,362,219	11,434,039,325		26,319,401,544
Total Assets:	$ 14,885,362,219	$ 11,466,729,589	$ —	$ 26,352,091,808
Liabilities:				
Derivatives				
Interest rate swaps	$ —	$ 5,055,160	$ —	$ 5,055,160
Cross-currency swaps	—	71,296,089	—	71,296,089
Separate Account Liabilities [1]	23,787	290,293,293	—	290,317,080
Total Liabilities:	$ 23,787	$ 366,644,542	$ —	$ 366,668,329

[1] Includes only separate account instruments which are carried at the fair value of the underlying invested assets owned by the separate accounts.

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

The following tables present additional information about assets carried at fair value and for which the Company has utilized Level 3 inputs to determine fair value:

Description	Beginning Balance at 01/01/2015	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at 12/31/2015
a. Assets:										
Real Estate Held for Sale	$ —	$ 781,333	$ —	$ 332,614	$ —	$ —	$ —	$(1,113,947)	$ —	$ —
Total Assets	$ —	$ 781,333	$ —	$ 332,614	$ —	$ —	$ —	$(1,113,947)	$ —	$ —

As of December 31, 2016, there were no transfers into Level 3. At December 31, 2015, transfers into Level 3 were due primarily to assets being carried at fair value. There were no transfers out of Level 3.

(3) Policies for Determining When Transfers between Levels are Recognized

Overall, transfers between levels are attributable to a change in the observability of inputs. Assets and liabilities are transferred to a lower level in the hierarchy when a significant input cannot be corroborated with market observable data. This may occur when market activity decreases and underlying inputs cannot be observed, current prices are not available, and/or when there are significant variances in the quoted prices, thereby affecting transparency. Assets and liabilities are transferred to a higher level in the hierarchy when circumstances change such that a significant input can be corroborated with market observable data. This may be due to a significant increase in market activity including recent trades, a specific event, or one or more significant input(s) becoming observable. All transfers between levels are recognized at the beginning of the reporting period in which the transfer occurred.

(4) Valuation Techniques and Inputs in Fair Value Measurements

Certain assets and liabilities are recorded at fair value on the Company's Statutory Statements of Admitted Assets, Liabilities, Surplus and Other Funds. The Company defines fair value as the price that would be received to sell an asset or paid to transfer a liability in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. The Company categorizes its assets and liabilities measured at fair value into a three-level hierarchy, based on the priority of the inputs to the respective valuation technique. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

The Company's assets and liabilities have been categorized based upon the following fair value hierarchy:

- Level 1 inputs, which are utilized for general and separate account assets and liabilities, utilize observable, quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company has the ability to access at the measurement date.

- Level 2 inputs utilize other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs, which are utilized for general and separate account assets and liabilities, include quoted prices for similar assets and liabilities in active markets and inputs other than quoted prices that are observable for the asset or liability, such as interest rates and yield curves that are observable at commonly quoted intervals. The fair values for some Level 2 securities are obtained from pricing services. The inputs used by the pricing services are reviewed at least quarterly or when the pricing vendor issues updates to its pricing methodology. For bond and separate account assets and liabilities, inputs include benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, evaluated bids, offers and reference data

including market research publications. Additional inputs utilized for assets and liabilities classified as Level 2 are:

- Asset-backed, residential mortgage-backed and commercial mortgage-backed securities - new issue data, monthly payment information, collateral performance and third party real estate analysis.
- U.S. states and their subdivisions - material event notices.
- Derivative instruments - trading activity, swap curves, credit spreads, currency volatility, net present value of cash flows and news sources.
- Separates account assets and liabilities - various index data and news sources, amortized cost (which approximates fair value), trading activity, swap curves, credit spreads, recovery rates, restructuring, net present value of cash flows and quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

- Level 3 inputs are unobservable and include situations where there is little, if any, market activity for the asset or liability. In general, the prices of Level 3 securities are obtained from single broker quotes and internal pricing models. If the broker's inputs are largely unobservable, the valuation is classified as a Level 3.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement in its entirety falls has been determined based on the lowest level input that is significant to the fair value measurement in its entirety. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the asset or liability.

The policies and procedures utilized to review, account for and report on the value and level of the Company's securities were determined and implemented by the Finance division. The Investments division is responsible for the processes related to security purchases and sales and provides valuation and leveling input to the Finance division when necessary. Both divisions within the Company have worked in conjunction to establish thorough pricing, review, approval, accounting and reporting policies and procedures around the securities valuation process.

In some instances, securities are priced using external broker quotes. In most cases, when broker quotes are used as pricing inputs, more than one broker quote is obtained. External broker quotes are reviewed internally by comparing the quotes to similar securities in the public market and/or to vendor pricing, if available. Additionally, external broker quotes are compared to market reported trade activity to ascertain whether the price is reasonable, reflective of the current market prices and takes into account the characteristics of the Company's securities.

B. Fair Value Reporting Under Other Accounting Pronouncements - NONE

C. Aggregate Fair Value for All Financial Instruments

The following tables summarize the fair value hierarchy for all financial instruments:

			Fair Value of Financial Instruments December 31, 2016			
Assets:	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 20,165,962,794	$ 19,521,021,937	$ —	$ 20,131,576,806	$ 34,385,988	$ —
Mortgage loans	3,436,848,763	3,419,606,165	—	3,436,848,763	—	—
Real estate	137,454,500	37,427,337	—	—	137,454,500	—
Cash, cash equivalents and short-term investments	186,878,464	186,909,520	151,022,800	35,855,664	—	—
Contract loans	3,993,638,120	3,993,638,120	—	3,993,638,120	—	—
Other long-term invested assets	367,429,396	309,700,924	—	330,280,780	37,148,616	—
Collateral under derivative counterparty collateral agreements	103,213,854	103,213,854	103,213,854	—	—	—
Receivable for securities	17,637,188	15,300,498	—	17,637,188	—	—
Derivative instruments	144,792,199	133,811,691	—	144,792,199	—	—
Separate account assets	27,501,700,736	27,495,359,101	15,016,707,388	12,484,993,348	—	—
Total assets	$ 56,055,556,014	$ 55,215,989,147	$ 15,270,944,042	$ 40,575,622,868	$ 208,989,104	$ —
Liabilities:						
Deposit-type contracts	$ 240,965,514	$ 224,774,825	$ —	$ 240,965,514	$ —	$ —
Commercial paper	99,049,285	99,049,285	—	99,049,285	—	—
Collateral under derivative counterparty collateral agreements	103,213,854	103,213,854	103,213,854	—	—	—
Payable for securities	42,348,396	42,348,396	—	42,348,396	—	—
Derivative instruments	36,688,653	30,379,021	—	36,688,653	—	—
Separate account liabilities	336,523,252	336,523,252	55,168	336,468,084	—	—
Total Liabilities	$ 858,788,954	$ 836,288,633	$ 103,269,022	$ 755,519,932	$ —	$ —

			Fair Value of Financial Instruments December 31, 2015			
Assets:	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	$ 18,956,499,425	$ 18,369,734,965	$ —	$ 18,917,742,042	$ 38,757,383	$ —
Mortgage loans	3,214,811,406	3,099,086,750	—	3,214,811,406	—	—
Real estate	139,293,611	39,715,745	—	139,293,611	—	—
Cash equivalents and short-term investments	185,383,097	185,383,097	130,644,550	54,738,547	—	—
Contract loans	4,068,253,592	4,068,253,592	—	4,068,253,592	—	—
Other long-term invested assets	366,205,600	318,943,279	—	322,785,429	43,420,171	—
Collateral under derivative counterparty collateral agreements	69,984,281	69,984,281	69,984,281	—	—	—
Receivable for securities	14,535,138	10,592,698	—	14,535,138	—	—
Derivative instruments	68,155,351	48,748,703	299,927	67,855,424	—	—
Separate account assets	27,039,625,499	27,048,079,873	14,885,612,532	12,154,012,967	—	—
Total assets	$ 54,122,747,000	$ 53,258,522,983	$ 15,086,541,290	$ 38,954,028,156	$ 82,177,554	$ —
Liabilities:						
Deposit-type contracts	$ 262,706,727	$ 243,887,317	$ —	$ 262,706,727	$ —	$ —
Commercial paper	93,371,296	93,371,296	—	93,371,296	—	—
Collateral under derivative counterparty collateral agreements	19,060,000	19,060,000	19,060,000	—	—	—
Payable for securities	3,843,926	3,843,926	—	3,843,926	—	—
Derivative instruments	75,639,885	76,666,464	11,371	75,628,514	—	—
Separate account liabilities	290,317,080	290,317,080	23,787	290,293,293	—	—
Total Liabilities	$ 744,938,914	$ 727,146,083	$ 19,095,158	$ 725,843,756	$ —	$ —

Bonds

The fair values for bonds are based upon evaluated prices from independent pricing services. In cases where these prices are not readily available, fair values are estimated by the Company. To determine estimated fair value for these instruments, the Company generally utilizes discounted cash flows with market observable pricing inputs such as spreads, average life, and credit quality. Fair value estimates are made at a specific point in time, based on available market information and judgments about financial instruments, including estimates of the timing and amounts of expected future cash flows and the credit standing of the issuer or counterparty.

Mortgage loans

Mortgage loan fair value estimates are generally based on discounted cash flows. A discount rate matrix is used where the discount rate valuing a specific mortgage generally corresponds to that mortgage's remaining term and credit quality. Management believes the discount rate used is comparable to the credit, interest rate, term, servicing costs and risks of loans similar to the portfolio loans that the Company would make today given its internal pricing strategy.

Real estate

The estimated fair value for real estate is based on the unadjusted appraised value which includes factors such as comparable property sales, property income analysis, and capitalization rates.

Cash, cash equivalents, short-term investments, receivable and payable for securities and commercial paper

The amortized cost of cash, cash equivalents, short-term investments, receivable and payable for securities and commercial paper is a reasonable estimate of fair value due to their short-term nature and the high credit quality of the issuers, counterparties and obligor.

Contract loans

The Company believes the fair value of contract loans approximates book value. Contract loans are funds provided to contract holders in return for a claim on the contract. The Funds provided are limited to the cash surrender value of the underlying contract. The nature of contract loans is to have a negligible default risk as the loans are fully collateralized by the value of the contract. Contract loans do not have a stated maturity and the balances and accrued interest are repaid either by the contractholder or with proceeds from the contract. Due to the collateralized nature of contract loans and unpredictable timing of repayments, the Company believes the fair value of contracts loans approximates carrying value.

Other long-term invested assets

The fair values of other long-term invested assets are based on the specific asset type. Other invested assets that are held as bonds, such as surplus notes, are primarily valued the same as bonds. For low-income housing tax credits amortized cost approximates fair value.

Limited partnership interests represent the Company's minor ownership interests in pooled investment funds. These funds employ varying investment strategies that primarily make private equity investments across diverse industries and geographical focuses. The estimated fair value is determined by using the partnership financial statement reported capital account or net asset value adjusted for other relevant information which may impact the exit value of the

investments. Distributions by these investments are generated from investment gains, from operating income generated by the underlying investments of the funds, and from liquidation of the underlying assets of the funds, which are estimated to be liquidated over the next one to ten years.

Collateral under derivative counterparty collateral agreements

Included in other assets is cash collateral received from or pledged to derivative counterparties and included in other liabilities is the obligation to return the cash collateral to the counterparties. The carrying value of the collateral is a reasonable estimate of fair value.

Derivative instruments

The estimated fair values of OTC derivatives, primarily consisting of cross-currency swaps, interest rate swaps and interest rate swaptions, are the estimated amount the Company would receive or pay to terminate the agreements at the end of each reporting period, taking into consideration current interest rates and other relevant factors.

Separate account assets

Separate account assets include investments in mutual funds, bonds and short-term securities. Mutual funds are recorded at net asset value, which approximates fair value, on a daily basis. The bonds and short-term investments are valued in the same manner, and using the same pricing sources and inputs as the bonds and short-term investments of the Company.

Deposit-type contracts

Fair values for liabilities under deposit-type insurance contracts are estimated using discounted liability calculations, adjusted to approximate the effect of current market interest rates for the assets supporting the liabilities.

D. Financial Instruments for which an Estimated Fair Value is Not Practicable - NONE

21. Other Items

A. Unusual or Infrequent Items - NONE

B. Troubled Debt Restructuring: Debtors - NONE

C. Other Disclosures - NONE

D. Business Interruption Insurance Recoveries - NONE

E. State Transferable and Non-transferable Tax Credits - NONE

F. Subprime Mortgage Exposure

1. RMBS pools with a significant exposure to low FICO score borrowers are defined as subprime mortgage pools by the Company. Ninety-two percent of the securities making up the Company's subprime mortgage portfolio are designated a one or two by the NAIC. The Company's subprime mortgage portfolio is primarily backed by fixed rate mortgages. Due to the high quality and fixed rate nature of the portfolio, the Company does not expect any significant credit issues related to its subprime mortgage exposure.

2. The Company has no direct exposure through investments in subprime mortgage loans.

3. The Company has indirect exposure to subprime mortgage risk through investments in the following securities:

		1	2	3	4
		Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a.	Residential mortgage-backed securities	473,246,448	474,191,099	480,333,598	20,997,415
b.	Commercial mortgage-backed securities	—	—	—	—
c.	Collateralized debt obligations	—	—	—	—
d.	Structured securities	—	—	—	—
e.	Equity investment in SCAs	—	—	—	—
f.	Other assets	—	—	—	—
g.	Total	473,246,448	474,191,099	480,333,598	20,997,415

Note:The above amounts do not include agency wrapped securities with a significant exposure to low FICO score borrowers.

4. Underwriting exposure - N/A

G. Retained Assets

1. The Company does not have retained asset accounts in which checkbooks or drafts are issued to the beneficiary. However, many of the Company's contracts contain a contractual provision which allows the beneficiary to leave the funds on deposit with the Company and receive interest. This option is also used for beneficiaries who have not yet reached the age of majority and for whom no trust or guardianship has been established. These amounts are paid out at age of majority.

The interest rate paid varies by contract. There are a number of guaranteed rates: 3%, 3.5%, 4% or at the Company's declared delayed interest rate, which is determined quarterly. Beneficiaries can choose to have interest credited annually, semi-annually quarterly or monthly.

These funds are held within the Company's general account and reported as a deposit-type liability. There are no fees to the beneficiary and amounts can be withdrawn at any time.

The retained asset account is not the default method for satisfying life insurance claims.

2.

	In Force			
	Year ended December 31, 2016		Year ended December 31, 2015	
	(a)	(b)	(a)	(b)
	Number	Balance	Number	Balance
Up to and including 12 Months	77	9,092,196	14	564,044
13 to 24 Months	13	552,278	9	433,482
25 to 36 Months	6	300,378	8	883,937
37 to 48 Months	8	887,565	3	252,970
49 to 60 Months	2	227,716	1	25,833
Over 60 Months	69	3,249,700	76	3,671,154
Total	175	14,309,833	111	5,831,420

3.

	Individual		Group	
	(1)	(2)	(3)	(4)
	Number	Balance/Amount	Number	Balance/Amount
Retained Asset Accts at Beginning of Year	111	5,831,420	—	—
Retained Asset Accts Issued/Added During Year	77	9,092,196	—	—
Investment Earning Credited to Retained Asset Accts During Year	N/A	33,767	N/A	—
Fees and Other Charges Assesed to Retained Asset Accts During Year	N/A	—	N/A	—
Retained Asset Accts Transferred to State Unclaimed Property funds During Year	—	—	—	—
Retained Asset Accts Closed/Withdrawn During Year	(13)	(647,550)	—	—
Balance of Retained Asset Accts at End of Year	175	14,309,833	—	—

H. Proceeds for Issuance of Insurance-Linked Securities - NONE

22. Events Subsequent - None. Subsequent events have been considered through February 26, 2017 for the statement issued on February 26, 2017.

23. Reinsurance

A. Ceded Reinsurance Report

Section 1 - General Interrogatories

(1) Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the company or by any representative, officer, trustee, or director of the company? NO

(2) Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or any other person not primarily engaged in the insurance business? NO

Section 2 - Ceded Reinsurance Report - Part A

(1) Does the company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits? NO

(2) Does the reporting entity have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies? NO

Section 3 - Ceded Reinsurance Report - Part B

(1) Estimated amount of the aggregate reduction in surplus of termination of all reinsurance agreements, by either party, as of the date of this statement? $0

(2) Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the company as of the effective date of the agreement? YES. The amount of reinsurance credits taken for the agreements is $430,668,569.

B. Uncollectible Reinsurance - NONE

C. Commutation of Ceded Reinsurance - NONE

D. Certified Reinsurer Downgraded of Status Subject to Revocation - NONE

E. Reinsurance of Variable Annuity Contracts With an Affiliated Captive Reinsurer - NONE

F. Variable Annuity Reinsurance Agreements With an Affiliated Captive Reinsurer - NONE

G. Ceding Companies that Utilize a Captive to Reinsure XXX/AXXX reserves - NONE

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination - NONE

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2016 were $240.4 million. Reserves remaining for prior years are now $182.3 million. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. Included in this increase (decrease), the Company experienced $0 million of unfavorable (favorable) prior year loss development on retrospectively rated policies. However, the business to which it relates is subject to premium adjustments.

26. Intercompany Pooling Arrangements - NONE

27. Structured Settlements - NONE

28. Health Care Receivables

A. Pharmaceutical Rebates Receivable - NONE

B. Risk Sharing Receivables - NONE

29. Participating Policies

A. For the reporting year ended 2016, premiums paid under individual participating policies were (1.99)% of total individual premiums earned.

B. The Company accounts for its policyholder dividends based upon the 3-factor formula.

C. The Company paid dividends in the amount of $45,841,784 to policyholders, on a gross basis.

D. The Company did not allocate any additional income to such policyholders.

30. Premium Deficiency Reserves

The company did not have any liabilities related to premium deficiency reserves.

31. Reserves for Life Contracts and Deposit-Type Contracts

(1) The Company waives deduction of deferred fractional premiums upon death of insured. Where surrender values exceed policy reserves, excess cash value reserves are held.

(2) Extra premiums are charged for substandard lives. Total reserves are determined by computing the regular reserves for the plan at the rated age and holding in addition one-half (½) of the extra premium charge for the year.

(3) As of December 31, 2016 the Company had $4,419,256,084 of insurance in force for which the gross premiums are less than the net premiums according to the standard valuation set by the State of Colorado. Reserves to cover the above insurance totaled the gross amount of $36,425,478 at year-end and are reported in Exhibit 5, Life Insurance and Annuities section.

(4) The Tabular Interest (Page 7, Part A, Line 4) has been determined from the basic data for the calculation of policy reserves.

The Tabular Less Actual Reserve Released (Page 7, Part A, Line 5) has been determined from the basic data for the calculation of reserves and the actual reserves released.

The Tabular Cost (Page 7, Part A, Line 9) has been determined from the basic data for the calculation of policy reserves.

(5) The Tabular Interest on funds not involving life contingencies has been determined from the basic data for the calculation of policy reserves.

(6) There were no items of significance in "Other Increases".

32. Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics

		December 31, 2016				
		General Account	Separate Account with Guarantees	Separate Account Nonguaranteed	Total	% of Total
A.	Subject to discretionary withdrawal:					
	1. With market value adjustment	$ 809,706,388	$	$	$ 809,706,388	2.4%
	2. At book value less surrender charge of 5% or more	747,065,175	—	—	747,065,175	2.2%
	3. At fair value	—	7,319,705,694	13,794,280,095	21,113,985,789	62.7%
	4. Total with market value adjustment or at fair value (Total of 1 through 3)	1,556,771,563	7,319,705,694	13,794,280,095	22,670,757,352	67.3%
	5. At book value without adjustment (minimal or no charge or adjustment)	164,103,823	—	—	164,103,823	0.5%
B.	Not subject to discretionary withdrawal	10,857,067,185	—	—	10,857,067,185	32.2%
C.	Total (gross)	12,577,942,571	7,319,705,694	13,794,280,095	33,691,928,360	100%
D.	Reinsurance ceded	73,059,895	—	—	73,059,895	
E.	Total (net) * (C)-(D)	$ 12,504,882,676	$ 7,319,705,694	$ 13,794,280,095	$ 33,618,868,465	

**** - Reconciliation of total annuity actuarial reserve and deposit fund liabilities.***

		December 31, 2016 Amount
F.	Life & Accident & Health Annual Statement:	
	1. Exhibit 5, Annuities Section, Total (net)	$ 12,264,229,861
	2. Exhibit 5, Supplementary Contracts with Life Contingencies Section, Total (net)	15,877,991
	3. Exhibit 7, Deposit-Type Contracts, Line 14, Column 1	224,774,824
	4. Exhibit 5, Miscellaneous Reserves Section	—
	5. Subtotal	12,504,882,676
	Separate Accounts Annual Statement:	
	5. Exhibit 3, Line 0299999, Column 2	21,113,985,789
	6. Exhibit 3, Line 0399999, Column 2	
	7. Policyholder dividend and coupon accumulations	
	8. Policyholder premiums	
	9. Guaranteed interest contracts	
	10. Other contract deposit funds	
	11. Subtotal	21,113,985,789
	12 Combined Total	$ 33,618,868,465

33. Premium and Annuity Considerations Deferred and Uncollected

Type	Gross	Net of Loading
Industrial	$	$
Ordinary New Business	373,903	123,000
Ordinary Renewal	29,157,912	23,691,609
Credit Life		
Group Life	(229,246)	(211,823)
Group Annuity		
TOTAL	$ 29,302,569	23,602,786

34. Separate Accounts

A. Separate Account Activity

(1) The Company utilizes separate accounts to record and account for assets and liabilities for particular lines of business and/or transactions. For the current reporting year, the Company reported assets and liabilities from the following product lines into a separate account:

- Market Value Adjusted Individual Annuity
- Individual Annuity
- Group Annuity
- Variable Life Insurance Product
- Hybrid Ordinary Life Insurance Product

In accordance with the domiciliary state procedures for approving items within the separate account, the separate account classification of the following items are supported by Colorado Insurance Code Section 10-7-402:

- Market Value Adjusted Individual Annuity
- Individual Annuity
- Group Annuity
- Variable Life Insurance Product

The following items are supported by direct approval by the Commissioner:

- Hybrid Ordinary Life Insurance Product
- Group Annuity - Custom Stable Value Asset Funds
- Variable Life Insurance Product

The Company's separate accounts invest in shares of Great-West Funds, Inc. and Putnam Funds, open-end management investment companies, which are affiliates of the Company, and shares of other non-affiliated mutual funds and government and corporate bonds.

(2) Some assets within each of the Company's separate accounts are considered legally insulated whereas other are not legally insulated from the general account. The legal insulation of the separate account assets prevents such assets from being generally available to satisfy claims resulting from the general account.

As of December 31, 2016 and 2015, the Company separate account statement included legally insulated assets of $27,492,754,442 and $27,046,841,889, respectively. The assets legally insulated from the general account as of December 31, 2016 are attributed to the following:

Product Transaction	Legally Insulated Assets	Separate Account Assets (Not Legally Insulated)
Market Value Adjusted Individual Annuity	$ 43,995	$ —
Individual Annuity	1,959,303,338	—
Group Annuity	19,247,779,145	—
Variable Life Insurance Product	5,468,129,983	—
Ordinary Life Insurance Product	817,497,981	2,604,659
Totals	$ 27,492,754,442	$ 2,604,659

(3) Some separate account liabilities are guaranteed by the general account. (In accordance with the guarantees provided, if the investment proceeds are insufficient to cover the rate of return guaranteed for the product, the policyholder proceeds will be remitted by the general account.)

To compensate the general account for the risk taken, the separate account has paid risk charges as follows for the past five years:

a.	2016	$ 12,961,456	;
b.	2015	$ 12,542,130	;
c.	2014	$ 12,170,646	;
d.	2013	$ 11,523,095	;
e.	2012	$ 11,132,391	.

As of December 31, 2016, the general account of the Company had paid $0 toward separate account guarantees. The total separate account guarantees paid by the general account for the preceding four years ending December 31, 2015, 2014, 2013 and 2012 was $0, $0, $0 and $0, respectively.

(4) Securities Lending Transactions - Not applicable

B. General Nature and Characteristics of Separate Account Business

Separate accounts with guarantees

The Government Guaranteed Funds are separate accounts investing in fixed income securities backed by the credit of the U.S. Government, its agencies or its instrumentalities.

The Stable Asset Funds invest in investment-grade corporate bonds in addition to the above mentioned securities.

The Company also has separate accounts comprised of assets underlying variable universal life policies issued privately to accredited investors. The accounts invest in investment grade fixed income securities.

The Government Guaranteed Funds and Stable Asset Funds have a guaranteed minimum crediting rate of at least 0%. All of the above separate accounts provide a book value guarantee. Some of them also provide a death benefit of the greater of account balance or premium paid.

Distributions to a participant are based on the participant's account balance and are permitted for the purpose of paying a benefit to a participant. Distributions for purposes other than paying a benefit to a participant may be restricted. Participants' distributions are based on the amount of their account balance, whereas, distributions as a result of termination of the group annuity contract are based on net assets attributable to the contract and can be made to the group through (1) transfer of the underlying securities and any remaining cash balance, or (2) transfer of the cash balance after sale of the Fund's securities.

Most guaranteed separate account assets and related liabilities are carried at fair value. Certain separate account assets are carried at book value based on the prescribed deviation from the Division.

This business is included in Column 2 of the table below.

Non-guaranteed separate accounts

The non-guaranteed separate accounts include unit investment trusts or series accounts that invest in diversified open-end management investment companies. These separate account assets and related liabilities are carried at fair value.

The investments in shares are valued at the closing net asset value as determined by the appropriate fund/ portfolio at the end of each day. The net investment experience of the separate account is credited directly to the policyholder and can be positive or negative. Some of these separate accounts provide an incidental death benefit of the greater of account balance or premium paid and some provide an incidental annual withdrawal benefit for the life of the policyholder. Certain contracts contain provisions relating to a contingent deferred sales charge. In such contracts, charges will be made for total or partial surrender of a participant annuity account in excess of the "free amount" before the retirement date by a deduction from a participant's account. The "free amount" is an amount equal to 10% of the participant account value at December 31 of the calendar year prior to the partial or total surrender.

This business is included in Column 4 of the table below.

		Index	Non-indexed guarantee less than/ equal 4%	Non-indexed guarantee more than 4%	Non-guaranteed separate accounts	Total
1.	Premiums, considerations or deposits for year ended 12/31/2016	$ 0	$ 683,546,682	$ 0	$ 2,002,678,152	$ 2,686,224,834
	Reserves at 12/31/2016					
2.	For accounts with assets at:					
	a. Fair Value		8,350,389,345		17,720,498,694	26,070,888,039
	b. Amortized Cost		813,833,685			813,833,685
	c. Total Reserves*	$ 0	$ 9,164,223,030	$ 0	$ 17,720,498,694	$ 26,884,721,724
3.	By withdrawal characteristics:					
	a. Subject to discretionary withdrawal					
	i. With market value adjustment	$		$	$ 0	$ 0
	ii. At book value without market value adjustment and with current surrender charge of 5% or more	$		$	$	$ 0
	iii. At fair value	$	8,350,389,345	$	$ 17,720,498,694	$ 26,070,888,039
	iv. At book value without market value adjustment and with current surrender charge less than 5%	$	813,833,685	$	$	$ 813,833,685
	v. Subtotal	$ 0	$ 9,164,223,030	$ 0	$ 17,720,498,694	$ 26,884,721,724
	b. Not subject to discretionary withdrawal					0
	c. Total	$ 0	$ 9,164,223,030	$ 0	$ 17,720,498,694	$ 26,884,721,724
	* Line 2(c) should equal Line 3(h).					
4.	Reserves for Asset Default Risk in Lieu of AVR	$ 0	$ 0	$ 0	$ 0	$ 0

C. Reconciliation of Net Transfers to (from) Separate Accounts

(1) Transfers as reported in the Summary of Operations of the Separate Accounts statement:

a.	Transfers to Separate Accounts	Page 4, Line 1.4	$	2,686,224,834
b.	Transfers from Separate Accounts	Page 4, Line 10		3,561,698,516
c.	Net transfers to (from) Separate Accounts	(a) – (b)	$	(875,473,682)

(2) Reconciling Adjustments:

a.	Transfer of Reserves to Separate Accounts	$	773,252,723
b.	Misc Other		738,941
		$	773,991,664

(3) Transfers as Reported in the Summary of Operations of the Life, Accident & Health annual statement.

(1c) + (2) =	(Page 4, Line 26)	$	(101,482,018)

35. Loss/Claim Adjustment Expenses

The balance in the liability for unpaid accident and health claim adjustment expenses as of December 31, 2016 and December 31, 2015 was $11,375,828 and $10,595,689, respectively.

The Company incurred $782,963 and paid $782,963 of claim adjustment expenses in the current year, of which $570,122 of the paid amount was attributable to insured or covered events of prior years. The Company did not increase or decrease the provision for insured events of prior years.

The Company took into account estimated anticipated salvage and subrogation in its determination of the liability for unpaid claims/losses and reduced such liability by $0.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? If yes, complete Schedule Y, Parts 1, 1A and 2. Yes [X] No [ ]

1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes [X] No [ ] N/A [ ]

1.3 State regulating? Colorado

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 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2015

3.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2010

3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 02/16/2012

3.4 By what department or departments?
Colorado Division of Insurance

3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments? Yes [X] No [ ] N/A [ ]

3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [ ] N/A [ ]

4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.11 sales of new business? Yes [X] No [ ]

4.12 renewals? Yes [X] No [ ]

4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.21 sales of new business? Yes [ ] No [X]

4.22 renewals? Yes [ ] No [X]

5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

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

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

6.1 Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [ ] No [X]

6.2 If yes, give full information:

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes [X] No [ ]

7.2 If yes,

7.21 State the percentage of foreign control 100.000%

7.22 State the nationality(s) of the foreign person(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).

1 Nationality	2 Type of Entity
Canadian	Corporation

8.1 Is the company a subsidiary of a bank holding company regulated with the Federal Reserve Board? Yes [ ] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No [ ]

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

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Advised Assets Group, LLC	Greenwood Village,CO				Yes
Great-West Capital Management, LLC	Greenwood Village, CO				Yes
GWFS Equities, Inc.	Greenwood Village, CO				Yes
Great-West Funds, Inc.	Baltimore, MD				Yes
Putnam Fiduciary Trust Company	Boston, MA				Yes
Putnam Retail Management Limited Partnership	Boston, MA				Yes

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
Deloitte & Touche, LLP Suite 3600, 555 Seventeenth Street, Denver, CO 80202-3942

10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes [ ] No [X]

10.2 If the response to 10.1 is yes, provide information related to this exemption:

10.3 Has the insurer been granted any exemptions related to other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 18A of the Model Regulation, or substantially similar state law or regulation? Yes [ ] No [X]

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

10.4 If the response to 10.3 is yes, provide information related to this exemption:

10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? Yes [X] No [ ] N/A [ ]

10.6 If the response to 10.5 is no or n/a, please explain:

11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Ken Ledwos, Employee of the Reporting Entity, 8515 East Orchard Road, Greenwood Village, CO 80111

12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [ ] No [X]

12.11 Name of real estate holding company

12.12 Number of parcels involved 0

12.13 Total book/adjusted carrying value $ 0

12.2 If yes, provide explanation

13. **FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:**

13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?

13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [ ] No [ ]

13.3 Have there been any changes made to any of the trust indentures during the year? Yes [ ] No [ ]

13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes [ ] No [ ] N/A [X]

14.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] 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.

14.11 If the response to 14.1 is no, please explain:

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

14.21 If the response to 14.2 is yes, provide information related to amendment(s).

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

14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).

15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes [ ] No [X]

15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinator committee thereof? Yes [X] No [ ]

17. Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof? Yes [X] No [ ]

18. Has the reporting entity an established procedure for disclosure to its Board of Directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person? Yes [X] No [ ]

FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes [ ] No [X]

20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):

20.11 To directors or other officers $ 0

20.12 To stockholders not officers $ 0

20.13 Trustees, supreme or grand (Fraternal only) $ 0

20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):

20.21 To directors or other officers $ 0

20.22 To stockholders not officers $ 0

20.23 Trustees, supreme or grand (Fraternal only) $ 0

21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reporting in the statement? Yes [ ] No [X]

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

21.21 Rented from others $

21.22 Borrowed from others $

21.23 Leased from others $

21.24 Other $

22.1 Does this statement include payments for assessments as described in the *Annual Statement Instructions* other than guaranty fund or guaranty association assessments? Yes [X] No [ ]

22.2 If answer is yes:

22.21 Amount paid as losses or risk adjustment $

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

22.22	Amount paid as expenses	$ 685,866
22.23	Other amounts paid	$

23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No [ ]

23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: $ 0

INVESTMENT

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

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

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

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

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

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

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

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

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

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

24.101	Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2:	$ 0
24.102	Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2:	$ 0
24.103	Total payable for securities lending reported on the liability page:	$ 0

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

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

25.21	Subject to repurchase agreements	$ 0
25.22	Subject to reverse repurchase agreements	$ 0
25.23	Subject to dollar repurchase agreements	$ 0
25.24	Subject to reverse dollar repurchase agreements	$ 0
25.25	Placed under option agreements	$ 0
25.26	Letter stock or securities restricted as sale – excluding FHLB Capital Stock	$ 0
25.27	FHLB Capital Stock	$ 0
25.28	On deposit with states	$ 4,350,104
25.29	On deposit with other regulatory bodies	$ 512,426
25.30	Pledged as collateral – excluding collateral pledged to an FHLB	$ 3,218,271
25.31	Pledged as collateral to FHLB – including assets backing funding agreements	$ 0
25.32	Other	$ 581,290

25.3 For category (25.26) provide the following:

1 Nature of Restriction	2 Description	3 Amount
		$

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

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

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

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

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

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

1 Name of Custodian(s)	2 Custodian's Address
The Bank of New York Mellon	1 Wall Street, New York, NY 10286

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

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

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

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

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

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

1 Name of Firm or Individual	2 Affiliation
Great-West Life & Annuity	I

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

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

28.06 For those firms or individuals listed in the table for 28.05 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed

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

29.2 If yes, complete the following schedule:

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

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

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

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

		1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1	Bonds	19,725,293,924	20,370,203,750	644,909,826
30.2	Preferred Stocks	0	0	0
30.3	Totals	19,725,293,924	20,370,203,750	644,909,826

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

The fair values for bonds are based on quoted market prices from independent pricing services. In cases where quoted market prices are not readily available, fair values are estimated.

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

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

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

In most cases, when broker quotes are used as pricing inputs, more than one broker quote is obtained. External broker quotes are reviewed internally by comparing the quotes to similar securities in the public market and/or to vendor pricing, if available. Additionally, external broker quotes are compared to market reported trade activity to ascertain whether the price is reasonable, reflective of the current market prices and takes into account the characteristics of the company's securities.

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

32.2 If no, list exceptions:

OTHER

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? $ 2,159,487

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

1 Name	2 Amount Paid
Deloitte & Touche LLP	$ 1,366,775

34.1 Amount of payments for legal expenses, if any? $ 9,628,710

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

1 Name	2 Amount Paid
Sidley Austin, LLP	$ 3,116,808
Milbank Tweed Hadley & McCloy, LLp	2,195,630

35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? $ 139,715

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

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

1 Name	2 Amount Paid
Steve Windom LLC	$ 55,000

GENERAL INTERROGATORIES

PART 2 – LIFE INTERROGATORIES

1.1	Does the reporting entity have any direct Medicare Supplement Insurance in force?		Yes [ ] No [X]
1.2	If yes, indicate premium earned on U.S. business only.	$	0
1.3	What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit?	$	0
	1.3 Reason for excluding:		
1.4	Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above.	$	0
1.5	Indicate total incurred claims on all Medicare Supplement insurance.	$	0
1.6	Individual policies:		
	Most current three years:		
	1.61 Total premium earned	$	0
	1.62 Total incurred claims	$	0
	1.63 Number of covered lives	$	0
	All years prior to most current three years:		
	1.64 Total premium earned	$	0
	1.65 Total incurred claims	$	0
	1.66 Number of covered lives	$	0
1.7	Group policies:		
	Most current three years:		
	1.71 Total premium earned	$	0
	1.72 Total incurred claims	$	0
	1.73 Number of covered lives	$	0
	All years prior to most current three years:		
	1.74 Total premium earned	$	0
	1.75 Total incurred claims	$	0
	1.76 Number of covered lives	$	0

2. Health Test:

		1 Current Year	2 Prior Year
2.1	Premium Numerator	$ 0	$ 0
2.2	Premium Denominator	$ (397,782,806)	$ 5,729,548,875
2.3	Premium Ratio (2.1/2.2)	0.000	0.000
2.4	Reserve Numerator	$ 73,621,398	$ 72,292,303
2.5	Reserve Denominator	$ 25,966,317,394	$ 24,817,627,997
2.6	Reserve Ratio (2.4/2.5)	0.284	0.291

3.1	Does the reporting entity have Separate Accounts?		Yes [X] No [ ]
3.2	If yes, has a Separate Accounts statement been filed with this Department		Yes [X] No [ ] N/A[ ]
3.3	What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account?	$	0
3.4	State the authority under which Separate Accounts are maintained: Colorado Revised Statutes Section 10-7-402		
3.5	Was any of the reporting entity's Separate Accounts business reinsured as of December 31?		Yes [ ] No [X]
3.6	Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31?		Yes [ ] No [X]
3.7	If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)?"	$	0
4.1	Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)?		Yes [X] No [ ]
4.2	Net reimbursement of such expenses between reporting entities:		
	4.21 Paid	$	536,533,501
	4.22 Received	$	128,746,210
5.1	Does the reporting entity write any guaranteed interest contracts?		Yes [ ] No [X]
5.2	If yes, what amount pertaining to these items is included in:		
	5.21 Page 3, Line 1	$	0
	5.22 Page 4, Line 1	$	0
6.	For stock reporting entities only:		
	6.1 Total amount paid in by stockholders as surplus funds since organization of the reporting entity:	$	525,300,851
7.	Total dividends paid stockholders since organization of the reporting entity:		
	7.11 Cash	$	5,035,369,368

GENERAL INTERROGATORIES

PART 2 – LIFE INTERROGATORIES

7.12	Stock	$ 0

8.1 Does the reporting entity reinsure any Workers' Compensation Carve-Out business defined as: Yes [ ] No [X]

Reinsurance (including retrocessional reinsurance) assumed by life and health insurers of medical, wage loss and death benefits of the occupational illness and accident exposures, but not the employers liability exposures, of business originally written as workers' compensation insurance.

8.2 If yes, has the reporting entity completed the *Workers' Compensation Carve-Out Supplement* to the Annual Statement? Yes [ ] No [ ]

8.3 If 8.1 is yes, the amounts of earned premiums and claims incurred in this statement are:

		1 Reinsurance Assumed	2 Reinsurance Ceded	3 Net Retained
8.31	Earned premium	$ 0	$ 0	$ 0
8.32	Paid claims	$ 0	$ 0	$ 0
8.33	Claim liability and reserve (beginning of year)	$ 0	$ 0	$ 0
8.34	Claim liability and reserve (end of year)	$ 0	$ 0	$ 0
8.35	Incurred claims	$ 0	$ 0	$ 0

8.4 If reinsurance assumed included amounts with attachment points below $1,000,000, the distribution of the amounts reported in Lines 8.31 and 8.34 for Column (1) are:

	Attachment Point	1 Earned Premium	2 Claim Liability and Reserve
8.41	<$25,000	$ 0	$ 0
8.42	$25,000 — 99,999	$ 0	$ 0
8.43	$100,000 — 249,999	$ 0	$ 0
8.44	$250,000 — 999,999	$ 0	$ 0
8.45	$1,000,000 or more	$ 0	$ 0

8.5 What portion of earned premium reported in 8.31, Column 1 was assumed from pools? $ 0

9.1 Does the reporting entity have variable annuities with guaranteed benefits? Yes [X] No [ ]

9.2 If 9.1 is yes, complete the following table for each type of guaranteed benefit.

Type		3	4	5	6	7	8	9
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit	Waiting Period Remaining	Account Value Related to Col. 3	Total Related Account Values	Gross Amount of Reserve	Location of Reserve	Portion Reinsured	Reinsurance Reserve Credit
N/A	GMWB	N/A	N/A	527,863,827	999,633	Ex. 5: Line 200077; Group		
Accumulated Prem less Withdrawal	N/A	N/A	N/A	6,969,223,310	1,719,615	Ex. 5: Line 200077; Group		
Accumulated Prem less Withdrawal	N/A	N/A	N/A	1,533,374,323	1,137,185	Ex. 5: Line 200077; Ordinary		1,076,042
5/7 Year AV reset	N/A	N/A	N/A	27,287,493	993,856	Ex. 5: Line 200077; Ordinary		
Annual AV Ratchet	N/A	N/A	N/A	38,449,462	7,691,846	Ex. 5: Line 200077; Ordinary		
N/A	GMWB	N/A	N/A	345,765,375	3,647,381	Ex. 5: Line 200077; Ordinary		

10. For reporting entities having sold annuities to another insurer where the insurer purchasing the annuities has obtained a release of liability from the claimant (payee) as the result of the purchase of an annuity from the reporting entity only:

10.1 Amount of loss reserves established by these annuities during the current year: $ 0

10.2 List the name and location of the insurance company purchasing the annuities and the statement value on the purchase date of the annuities.

1 P&C Insurance Company and Location	2 Statement Value on Purchase Date of Annuities (i.e., Present Value)
	$

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

11.2 If yes, please provide the amount of custodial funds held as of the reporting date. $ 0

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

11.4 If yes, please provide the balance of the funds administered as of the reporting date. $ 0

12.1 Are any of the captive affiliates reported on Schedule S, Part 3, authorized reinsurers? Yes [ ] No [ ] N/A [X]

12.2 If the answer to 12.1 is yes, please provide the following:

1	2	3	4	Assets Supporting Reserve Credit		
				5	6	7
Company Name	NAIC Company Code	Domiciliary Jurisdiction	Reserve Credit	Letters of Credit	Trust Agreements	Other

13. Provide the following for individual ordinary life insurance* policies (U.S. business only) for the current year (prior to reinsurance assumed or ceded).

13.1	Direct premiums written	$ 990,976,644
13.2	Total incurred claims	$ 586,561,231
13.3	Number of covered lives	197,298

GENERAL INTERROGATORIES

PART 2 – LIFE INTERROGATORIES

*Ordinary Life Insurance Includes
Term (whether full underwriting, limited underwriting, jet issue, "short form app")
Whole Life (whether full underwriting, limited underwriting, jet issue, "short form app")
Variable Life (with or without secondary guarantee)
Universal Life (with or without secondary guarantee)
Variable Universal Life (with or without secondary guarantee)

FIVE-YEAR HISTORICAL DATA

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

Show amounts of life insurance in this exhibit in thousands (omit $000)

		1 2016	2 2015	3 2014	4 2013	5 2012
	Life Insurance in Force (Exhibit of Life Insurance)					
1.	Ordinary - whole life and endowment (Line 34, Col. 4)	42,037,945	40,305,273	38,851,478	36,823,336	35,991,139
2.	Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4)	14,732,440	15,700,462	17,050,562	18,530,408	19,738,404
3.	Credit life (Line 21, Col. 6)					
4.	Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4)	39,941,081	41,855,857	41,268,215	40,520,418	38,587,771
5.	Industrial (Line 21, Col. 2)					
6.	FEGLI/SGLI (Lines 43 & 44, Col. 4)					
7.	Total (Line 21, Col. 10)	96,711,466	97,861,592	97,170,255	95,874,162	94,317,314
	New Business Issued (Exhibit of Life Insurance)					
8.	Ordinary - whole life and endowment (Line 34, Col. 2)	2,671,660	2,315,119	2,666,763	1,529,646	2,147,739
9.	Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2)	90,500	114,780	432,050	949,400	968,426
10.	Credit life (Line 2, Col. 6)					
11.	Group (Line 2, Col. 9)	1,413,150	1,471,525	1,017,255	2,701,900	2,268,858
12.	Industrial (Line 2, Col. 2)					
13.	Total (Line 2, Col. 10)	4,175,310	3,901,424	4,116,068	5,180,946	5,385,023
	Premium Income - Lines of Business (Exhibit 1-Part 1)					
14.	Industrial life (Line 20.4, Col. 2)					
15.1	Ordinary life insurance (Line 20.4, Col.. 3)	(3,143,705,928)	822,187,220	1,183,242,496	758,354,985	1,019,827,309
15.2	Ordinary individual annuities (Line 20.4, Col. 4)	336,101,412	240,738,499	189,281,828	136,467,488	72,900,496
16.	Credit life (group and individual) (Line 20.4, Col. 5)					
17.1	Group life insurance (Line 20.4, Col. 6)	93,675,516	89,916,044	80,259,427	74,814,216	53,447,138
17.2	Group annuities (Line 20.4, Col. 7)	2,257,706,856	4,532,613,471	4,137,989,078	4,586,319,449	4,312,169,558
18.1	A&H - group (Line 20.4, Col. 8)	58,439,339	44,093,647	43,177,435	54,402,461	39,653,913
18.2	A&H - credit (group and individual) (Line 20.4, Col. 9)					
18.3	A&H - other (Line 20.4, Col. 10)					
19.	Aggregate of all other lines of business (Line 20.4, Col. 11)					
20.	Total	(397,782,805)	5,729,548,881	5,633,950,264	5,610,358,599	5,497,998,414
	Balance Sheet (Pages 2 and 3)					
21.	Total admitted assets excluding Separate Accounts business (Page 2, Line 26, Col. 3)	28,940,665,725	27,412,430,213	26,442,898,224	25,677,305,841	24,663,179,308
22.	Total liabilities excluding Separate Accounts business (Page 3, Line 26)	27,887,341,215	26,297,674,861	25,440,664,412	24,477,123,290	23,553,706,417
23.	Aggregate life reserves (Page 3, Line 1)	25,675,516,075	24,554,052,634	23,602,982,531	22,589,800,159	21,498,427,088
24.	Aggregate A&H reserves (Page 3, Line 2)	269,093,481	250,887,696	245,420,129	239,419,019	216,741,010
25.	Deposit-type contract funds (Page 3, Line 3)	224,774,825	243,887,317	281,463,744	308,955,957	346,584,918
26.	Asset valuation reserve (Page 3, Line 24.01)	185,043,214	191,214,243	198,407,463	201,195,723	230,535,400
27.	Capital (Page 3, Lines 29 & 30)	7,292,708	7,232,986	7,032,000	7,032,000	7,032,000
28.	Surplus (Page 3, Line 37)	1,046,040,518	1,107,531,228	993,905,565	1,193,577,207	1,102,465,948
	Cash Flow (Page 5)					
29.	Net Cash from operations (Line 11)	1,671,722,814	1,017,149,707	1,190,424,361	1,190,002,903	1,525,647,763
	Risk-Based Capital Analysis					
30.	Total adjusted capital	1,269,205,840	1,338,980,987	1,233,792,525	1,438,923,445	1,377,339,126
31.	Authorized control level risk-based capital	138,599,947	144,236,332	147,845,464	145,268,955	157,620,983
	Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3) (Line No. /Page 2, Line 12, Col. 3) x 100.0					
32.	Bonds (Line 1)	70.0	69.6	68.1	68.0	67.5
33.	Stocks (Lines 2.1 and 2.2)	0.4	0.4	0.4	0.7	0.8
34.	Mortgage loans on real estate (Lines 3.1 and 3.2)	12.3	11.7	12.7	12.3	11.7
35.	Real estate (Line 4.1, 4.2 and 4.3)	0.1	0.2	0.2	0.2	0.2
36.	Cash, cash equivalents and short-term investments (Line 5)	0.7	0.7	0.5	0.7	0.5
37.	Contract loans (Line 6)	14.3	15.4	16.1	16.9	17.9
38.	Derivatives (Line 7)	0.5	0.2	0.1	0.0	0.0
39.	Other invested assets (Line 8)	1.7	1.8	1.9	1.1	0.8
40.	Receivables for securities (Line 9)	0.1	0.0	0.0	0.0	0.0
41.	Securities lending reinvested collateral assets (Line 10)				0.1	0.6
42.	Aggregate write-ins for invested assets (Line 11)					
43.	Cash, cash equivalents and invested assets (Line 12)	100.0	100.0	100.0	100.0	100.0

FIVE-YEAR HISTORICAL DATA

(continued)

		1 2016	2 2015	3 2014	4 2013	5 2012
	Investments in Parent, Subsidiaries and Affiliates					
44.	Affiliated bonds (Sch. D Summary, Line 12 Col. 1)	25,968,915	34,219,740	45,258,272	54,701,731	59,342,456
45.	Affiliated preferred stocks (Sch. D Summary, Line 18 Col. 1)					
46.	Affiliated common stocks (Sch. D Summary, Line 24 Col. 1)	105,928,740	108,307,186	101,995,534	187,213,405	186,692,227
47.	Affiliated short-term investments (subtotal included in Sch. DA, Verif. Col. 5, Line 10)					
48.	Affiliated mortgage loans on real estate					
49.	All other affiliated	158,138,098	171,363,381	172,443,750		
50.	Total of above Lines 44 to 49	290,035,753	313,890,307	319,697,556	241,915,136	246,034,683
51.	Total investment in parent included in Lines 44 to 49 above					
	Total Nonadmitted and Admitted Assets					
52.	Total nonadmitted assets (Page 2, Line 28, Col. 2)	456,538,090	409,232,324	373,488,775	278,081,691	247,758,145
53.	Total admitted assets (Page 2, Line 28, Col. 3)	56,436,024,826	54,460,510,086	54,523,476,934	52,281,977,318	49,029,462,345
	Investment Data					
54.	Net investment income (Exhibit of Net Investment Income)	1,235,840,731	1,242,917,853	1,206,997,029	1,174,116,603	1,124,484,644
55.	Realized capital gains (losses) (Page 4, Line 34, Column 1)	(1,095,932)	(8,298,130)	(6,033,888)	(17,779,091)	(69,046)
56.	Unrealized capital gains (losses) (Page 4, Line 38, Column 1)	(32,222,791)	26,744,926	16,663,326	14,643,564	45,120,593
57.	Total of above Lines 54, 55 and 56	1,202,522,008	1,261,364,649	1,217,626,467	1,170,981,076	1,169,536,191
	Benefits and Reserve Increase (Page 6)					
58.	Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1 minus Lines 10, 11, 12, 13, 14 and 15, Cols. 9, 10 & 11)	4,876,448,197	4,798,561,686	5,415,465,520	4,218,028,262	3,718,447,325
59.	Total contract benefits - A&H (Lines 13 & 14, Cols. 9, 10 & 11)	38,830,636	38,178,332	38,601,521	33,746,096	32,957,815
60.	Increase in life reserves - other than group and annuities (Line 19, Cols. 2 & 3)	151,875,714	519,785,501	784,619,615	363,544,031	686,827,760
61.	Increase in A&H reserves (Line 19, Cols. 9, 10 & 11)	18,205,785	5,467,567	6,001,110	22,678,009	16,373,344
62.	Dividends to policyholders (Line 30, Col 1)	45,841,784	54,384,940	57,443,605	62,260,622	62,745,693
	Operating Percentages					
63.	Insurance expense percent (Page 6, Col. 1, Lines 21, 22, & 23 less Line 6)/(Page 6 Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.00	(172.2)	10.2	8.4	7.0	6.8
64.	Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.00	2.9	3.6	4.6	4.3	4.7
65.	A&H loss percent (Schedule H, Part 1, Lines 5 & 6, Col. 2)	104.3	99.5	96.6	134.1	105.4
66.	A&H cost containment percent (Schedule H, Part 1, Line 4, Col. 2)					
67.	A&H expense percent excluding cost containment expenses (Schedule H, Part 1, Line 10, Col. 2)	15.9	18.7	20.1	21.2	15.5
	A&H Claim Reserve Adequacy					
68.	Incurred losses on prior years' claims - group health (Sch. H, Part 3, Line 3.1, Col. 2)	213,877,203	197,960,007	194,137,496	201,776,498	181,753,370
69.	Prior years' claim liability and reserve - group health (Sch. H, Part 3, Line 3.2, Col. 2)	222,023,867	216,841,774	210,111,163	188,963,980	173,691,768
70.	Incurred losses on prior years' claims - health other than group (Sch. H, Part 3, Line 3.1, Col. 1 less Col. 2)					
71.	Prior years' claim liability and reserve - health other than group (Sch. H, Part 3, Line 3.2, Col. 1 less Col. 2)					
	Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)					
72.	Industrial life (Col. 2)					
73.	Ordinary - life (Col. 3)	72,732,664	159,865,559	64,257,691	90,082,067	61,231,486
74.	Ordinary - individual annuities (Col. 4)	(10,391,889)	2,485,864	(909,856)	(3,350,774)	(3,499,434)
75.	Ordinary - supplementary contracts (Col. 5)	217,149	635,179	717,304	1,911,433	2,295,472
76.	Credit life (Col. 6)					
77.	Group life (Col. 7)	1,237,154	3,136,148	3,515,014	4,686,058	(15,707,883)
78.	Group annuities (Col. 8)	37,717,936	24,513,731	77,960,708	89,780,054	79,160,305
79.	A&H - group (Col. 9)	3,163,589	7,921,694	3,969,915	6,767,466	20,549,478
80.	A&H - credit (Col. 10)					
81.	A&H - other (Col. 11)	16,507	37,789	(85,605)	(280,803)	(97,126)
82.	Aggregate of all other lines of business (Col. 12)	(2,940,521)	(3,065,517)	(9,300,355)	3,476,001	3,877,568
83.	Total (Col. 1)	101,752,589	195,530,447	140,124,816	193,071,502	147,809,866

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

If no, please explain:

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EXHIBIT OF LIFE INSURANCE

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10
							Number of		9	Total
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Individual Policies and Group Certificates	6 Amount of Insurance (a)	7 Policies	8 Certificates	Amount of Insurance (a)	Amount of Insurance (a)
1. In force end of prior year			475,603	56,005,735			4	68,925	41,855,857	97,861,592
2. Issued during year			8,170	2,762,160				7,299	1,413,150	4,175,310
3. Reinsurance assumed			72	21,583						21,583
4. Revived during year			1,358	55,439						55,439
5. Increased during year (net)				316,451					803,375	1,119,826
6. Subtotals, Lines 2 to 5	0	0	9,600	3,155,633	0	0	0	7,299	2,216,525	5,372,158
7. Additions by dividends during year	XXX		XXX	50,916	XXX		XXX	XXX		50,916
8. Aggregate write-ins for increases	0	0	0	0	0	0	0	0	0	0
9. Totals (Lines 1 and 6 to 8)	0	0	485,203	59,212,284	0	0	4	76,224	44,072,382	103,284,666
Deductions during year:										
10. Death			3,856	627,615			XXX	175	113,555	741,170
11. Maturity			89	2,075			XXX			2,075
12. Disability							XXX			0
13. Expiry			132	2,903				147	19,523	22,426
14. Surrender			2,446	525,092				39	32,450	557,542
15. Lapse			19,387	1,082,565				11,582	3,965,773	5,048,338
16. Conversion							XXX	XXX	XXX	0
17. Decreased (net)				201,649						201,649
18. Reinsurance										0
19. Aggregate write-ins for decreases	0	0	0	0	0	0	0	0	0	0
20. Totals (Lines 10 to 19)	0	0	25,910	2,441,899	0	0	0	11,943	4,131,301	6,573,200
21. In force end of year (Line 9 minus Line 20)	0	0	459,293	56,770,385	0	0	4	64,281	39,941,081	96,711,466
22. Reinsurance ceded end of year	XXX		XXX	26,455,368	XXX		XXX	XXX	838,201	27,293,569
23. Line 21 minus Line 22	XXX	0	XXX	30,315,017	XXX	(b) 0	XXX	XXX	39,102,880	69,417,897

DETAILS OF WRITE-INS

0801.										0
0802.										0
0803.										0
0898. Summary of remaining write-ins for Line 8 from overflow page	0	0	0	0	0	0	0	0	0	0
0899. Totals (Lines 0801 through 0803 plus 0898) (Line 8 above)	0	0	0	0	0	0	0	0	0	0
1901.										0
1902.										0
1903.										0
1998. Summary of remaining write-ins for Line 19 from overflow page	0	0	0	0	0	0	0	0	0	0
1999. Totals (Lines 1901 through 1903 plus 1998) (Line 19 above)	0	0	0	0	0	0	0	0	0	0

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) Group $.....0; Individual $.....0.

EXHIBIT OF LIFE INSURANCE (continued)

ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
24. Additions by dividends	XXX		XXX	1,473,220
25. Other paid-up insurance			83,606	16,981,027
26. Debit ordinary insurance	XXX	XXX		

ADDITIONAL INFORMATION ON ORDINARY INSURANCE

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
Term Insurance Excluding Extended Term Insurance	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
27. Term policies-decreasing				
28. Term policies-other	751	90,500	320,903	14,541,675
29. Other term insurance-decreasing	XXX		XXX	
30. Other term insurance	XXX		XXX	
31. Totals (Lines 27 to 30)	751	90,500	320,903	14,541,675
Reconciliation to Lines 2 and 21:				
32. Term additions	XXX		XXX	
33. Totals, extended term insurance	XXX	XXX	4,716	190,764
34. Totals, whole life and endowment	7,419	2,671,660	133,674	42,037,945
35. Totals (Lines 31 to 34)	8,170	2,762,160	459,293	56,770,384

CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Non-Participating	2 Participating	3 Non-Participating	4 Participating
36. Industrial				
37. Ordinary	2,762,160		45,991,523	10,778,862
38. Credit Life (Group and Individual)				
39. Group		1,413,150		39,941,082
40. Totals (Lines 36 to 39)	2,762,160	1,413,150	45,991,523	50,719,944

ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE

	Credit Life		Group	
	1 Number of Individual Policies and Group Certificates	2 Amount of Insurance (a)	3 Number of Certificates	4 Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies	XXX		XXX	
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis		XXX	64,281	XXX
43. Federal Employees' Group Life Insurance included in Line 21				
44. Servicemen's Group Life Insurance included in Line 21				
45. Group Permanent Insurance included in Line 21			1,436	590,145

ADDITIONAL ACCIDENTAL DEATH BENEFITS

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a)	

BASIS OF CALCULATION OF ORDINARY TERM INSURANCE

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Children, etc., policies and riders included above.

47.1

47.2

POLICIES WITH DISABILITY PROVISIONS

	Industrial		Ordinary		Credit		Group	
Disability Provision	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Policies	6 Amount of Insurance (a)	7 Number of Certificates	8 Amount of Insurance (a)
48. Waiver of Premium			2,488	18,363			34,259	19,501,797
49. Disability Income							47,550	225,115
50. Extended Benefits			XXX	XXX				
51. Other								
52. Total	0	(b) 0	2,488	(b) 18,363	0	(b) 0	81,809	(b) 19,726,912

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

EXHIBIT OF NUMBER OF POLICIES, CONTRACTS, CERTIFICATES, INCOME PAYABLE AND ACCOUNT VALUES IN FORCE FOR SUPPLEMENTARY CONTRACTS, ANNUITIES, ACCIDENT & HEALTH AND OTHER POLICIES

SUPPLEMENTARY CONTRACTS

	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year	533	71	59	51
2. Issued during year				
3. Reinsurance assumed				
4. Increased during year (net)				
5. Total (Lines 1 to 4)	533	71	59	51
Deductions during year:				
6. Decreased (net)	52	29	1	4
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	52	29	1	4
9. In force end of year	481	42	58	47
10. Amount on deposit		(a)	2,597,011	(a) 966,168
11. Income now payable				
12. Amount of income payable	(a) 2,625,648	(a) 584,553	(a) 367,793	(a) 263,619

ANNUITIES

	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year	7,397	25,506	22,036	3,254,584
2. Issued during year			2,410	701,138
3. Reinsurance assumed				
4. Increased during year (net)				
5. Total (Lines 1 to 4)	7,397	25,506	24,446	3,955,722
Deductions during year:				
6. Decreased (net)	683	10,014	1,533	688,322
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	683	10,014	1,533	688,322
9. In force end of year	6,714	15,492	22,913	3,267,400
Income now payable:				
10. Amount of income payable	(a) 83,937,472	XXX	XXX	(a) 69,670,297
Deferred fully paid:				
11. Account balance	XXX	(a) 71,177,454	XXX	(a) 34,490,382
Deferred not fully paid:				
12. Account balance	XXX	(a) 1,956,937,956	XXX	(a) 30,483,149,653

ACCIDENT AND HEALTH INSURANCE

	Group		Credit		Other	
	1 Certificates	2 Premiums in force	3 Policies	4 Premiums in force	5 Policies	6 Premiums in force
1. In force end of prior year	4	78,518,459				
2. Issued during year						
3. Reinsurance assumed						
4. Increased during year (net)		XXX		XXX		XXX
5. Total (Lines 1 to 4)	4	XXX	0	XXX	0	XXX
Deductions during year:						
6. Conversions		XXX	XXX	XXX	XXX	XXX
7. Decreased (net)		XXX		XXX		XXX
8. Reinsurance ceded		XXX		XXX		XXX
9. Totals (Lines 6 to 8)	0	XXX	0	XXX	0	XXX
10. In force end of year	4	(a) 77,368,725	0	(a)	0	(a)

DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS

	1 Deposit Funds	2 Dividend Accumulations
	Contracts	Contracts
1. In force end of prior year	111	3,602
2. Issued during year		
3. Reinsurance assumed		
4. Increased during year (net)	64	
5. Total (Lines 1 to 4)	175	3,602
Deductions during year:		
6. Decreased (net)		268
7. Reinsurance ceded		
8. Totals (Lines 6 and 7)	0	268
9. In force end of year	175	3,334
10. Amount of account balance	(a) 14,430,209	(a) 21,476,323

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

FORM FOR CALCULATING THE INTEREST MAINTENANCE RESERVE

Interest Maintenance Reserve

	1 Amount
1. Reserve as of December 31, prior year	109,568,078
2. Current year's realized pre-tax capital gains/(losses) of $.....47,733,501 transferred into the reserve net of taxes of $.....16,706,725	31,026,776
3. Adjustment for current year's liability gains/(losses) released from the reserve	0
4. Balance before reduction for amount transferred to Summary of Operations (Line 1 + Line 2 + Line 3)	140,594,854
5. Current year's amortization released to Summary of Operations (Amortization, Line 1, Column 4)	23,252,563
6. Reserve as of December 31, current year (Line 4 minus Line 5)	117,342,291

Amortization

Year of Amortization	1 Reserve as of December 31, Prior Year	2 Current Year's Realized Capital Gains/(Losses) Transferred into the Reserve Net of Taxes	3 Adjustment for Current Year's Liability Gains/(Losses) Released from the Reserve	4 Balance Before Reduction for the Current Year's Amortization (Cols. 1 + 2 + 3)
1. 2016	20,754,194	2,498,369		23,252,563
2. 2017	16,722,947	4,618,670		21,341,617
3. 2018	13,870,904	4,075,531		17,946,435
4. 2019	11,017,848	3,758,817		14,776,666
5. 2020	8,660,961	3,447,504		12,108,465
6. 2021	6,830,050	3,141,372		9,971,423
7. 2022	5,178,075	2,704,399		7,882,474
8. 2023	4,284,854	2,229,692		6,514,546
9. 2024	4,002,351	1,714,000		5,716,351
10. 2025	3,537,958	1,178,695		4,716,653
11. 2026	2,894,338	605,417		3,499,755
12. 2027	2,294,923	300,309		2,595,232
13. 2028	1,680,816	248,287		1,929,103
14. 2029	1,216,573	190,129		1,406,702
15. 2030	1,054,720	128,101		1,182,820
16. 2031	925,821	70,799		996,620
17. 2032	847,938	35,276		883,214
18. 2033	909,773	30,582		940,354
19. 2034	760,692	25,648		786,340
20. 2035	464,602	20,008		484,611
21. 2036	348,619	14,917		363,535
22. 2037	336,558	9,894		346,452
23. 2038	263,472	6,503		269,975
24. 2039	223,284	2,336		225,619
25. 2040	190,247	(1,824)		188,423
26. 2041	110,285	(5,682)		104,602
27. 2042	70,687	(7,392)		63,295
28. 2043	61,361	(5,884)		55,477
29. 2044	39,341	(4,224)		35,117
30. 2045	13,885	(2,565)		11,320
31. 2046 and Later		(905)		(905)
32. Total (Lines 1 to 31)	109,568,078	31,026,776	0	140,594,854

ASSET VALUATION RESERVE

	Default Component			Equity Component			7
	1 Other Than Mortgage Loans	2 Mortgage Loans	3 Total (Cols. 1 + 2)	4 Common Stock	5 Real Estate and Other Invested Assets	6 Total (Cols. 4 + 5)	Total Amount (Cols. 3 + 6)
1. Reserve as of December 31, prior year	128,685,764	23,000,984	151,686,748	2,516,813	37,010,684	39,527,497	191,214,245
2. Realized capital gains/(losses) net of taxes - General Account	(2,198,347)		(2,198,347)	79,389	(225,577)	(146,188)	(2,344,535)
3. Realized capital gains/(losses) net of taxes - Separate Accounts			0	(116)		(116)	(116)
4. Unrealized capital gains/(losses) - net of deferred taxes - General Account	(17,716,511)	(1,728,550)	(19,445,061)	(1,054,972)	(8,462,799)	(9,517,771)	(28,962,832)
5. Unrealized capital gains/(losses) - net of deferred taxes - Separate Accounts			0	288		288	288
6. Capital gains credited/(losses charged) to contract benefits, payments or reserves			0			0	0
7. Basic contribution	26,705,640	5,043,635	31,749,275		107,779	107,779	31,857,053
8. Accumulated balances (Lines 1 through 5, minus 6 plus 7)	135,476,546	26,316,069	161,792,615	1,541,402	28,430,086	29,971,488	191,764,103
9. Maximum reserve	143,626,337	26,767,415	170,393,752	2,505,633	34,139,578	36,645,212	207,038,963
10. Reserve objective	101,074,238	20,628,432	121,702,670	2,505,633	33,951,352	36,456,985	158,159,655
11. 20% of (Line 10 minus Line 8)	(6,880,462)	(1,137,527)	(8,017,989)	192,846	1,104,253	1,297,099	(6,720,890)
12. Balance before transfers (Lines 8 + 11)	128,596,085	25,178,541	153,774,626	1,734,248	29,534,339	31,268,588	185,043,213
13. Transfers			0			0	0
14. Voluntary contribution			0			0	0
15. Adjustment down to maximum/up to zero			0			0	0
16. Reserve as of December 31, current year (Lines 12 + 13 + 14 + 15)	128,596,085	25,178,541	153,774,626	1,734,248	29,534,339	31,268,588	185,043,213

ASSET VALUATION RESERVE

Basic Contribution, Reserve Objective and Maximum Reserve Calculations

Default Component

Line Number	NAIC Desig-nation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution 5 Factor	Basic Contribution 6 Amount (Cols. 4 x 5)	Reserve Objective 7 Factor	Reserve Objective 8 Amount (Cols. 4 x 7)	Maximum Reserve 9 Factor	Maximum Reserve 10 Amount (Cols. 4 x 9)
		LONG-TERM BONDS										
1		Exempt obligations	458,240,067	XXX	XXX	458,240,067	0.0000	0	0.0000	0	0.0000	0
2	1	Highest quality	13,019,205,495	XXX	XXX	13,019,205,495	0.0004	5,207,682	0.0023	29,944,173	0.0030	39,057,616
3	2	High quality	5,617,452,434	XXX	XXX	5,617,452,434	0.0019	10,673,160	0.0058	32,581,224	0.0090	50,557,072
4	3	Medium quality	325,076,215	XXX	XXX	325,076,215	0.0093	3,023,209	0.0230	7,476,753	0.0340	11,052,591
5	4	Low quality	46,600,148	XXX	XXX	46,600,148	0.0213	992,583	0.0530	2,469,808	0.0750	3,495,011
6	5	Lower quality	51,440,581	XXX	XXX	51,440,581	0.0432	2,222,233	0.1100	5,658,464	0.1700	8,744,899
7	6	In or near default	3,006,838	XXX	XXX	3,006,838	0.0000	0	0.2000	601,368	0.2000	601,368
8		Total unrated multi-class securities acquired by conversion		XXX	XXX	0	XXX	0	XXX	0	XXX	
9		Total long-term bonds (sum of Lines 1 through 8)	19,521,021,778	XXX	XXX	19,521,021,778	XXX	22,118,867	XXX	78,731,789	XXX	113,508,557
		PREFERRED STOCKS										
10	1	Highest quality		XXX	XXX	0	0.0004	0	0.0023	0	0.0030	0
11	2	High quality		XXX	XXX	0	0.0019	0	0.0058	0	0.0090	0
12	3	Medium quality		XXX	XXX	0	0.0093	0	0.0230	0	0.0340	0
13	4	Low quality		XXX	XXX	0	0.0213	0	0.0530	0	0.0750	0
14	5	Lower quality		XXX	XXX	0	0.0432	0	0.1100	0	0.1700	0
15	6	In or near default		XXX	XXX	0	0.0000	0	0.2000	0	0.2000	0
16		Affiliated life with AVR		XXX	XXX	0	0.0000	0	0.0000	0	0.0000	0
17		Total preferred stocks (sum of Lines 10 through 16)	0	XXX	XXX	0	XXX	0	XXX	0	XXX	0
		SHORT-TERM BONDS										
18		Exempt obligations	168,385,425	XXX	XXX	168,385,425	0.0000	0	0.0000	0	0.0000	0
19	1	Highest quality	32,668,449	XXX	XXX	32,668,449	0.0004	13,067	0.0023	75,137	0.0030	98,005
20	2	High quality		XXX	XXX	0	0.0019	0	0.0058	0	0.0090	0
21	3	Medium quality		XXX	XXX	0	0.0093	0	0.0230	0	0.0340	0
22	4	Low quality		XXX	XXX	0	0.0213	0	0.0530	0	0.0750	0
23	5	Lower quality		XXX	XXX	0	0.0432	0	0.1100	0	0.1700	0
24	6	In or near default		XXX	XXX	0	0.0000	0	0.2000	0	0.2000	0
25		Total short-term bonds (sum of Lines 18 through 24)	201,053,874	XXX	XXX	201,053,874	XXX	13,067	XXX	75,137	XXX	98,005
		DERIVATIVE INSTRUMENTS										
26		Exchange traded	3,218,271	XXX	XXX	3,218,271	0.0004	1,287	0.0023	7,402	0.0030	9,655
27	1	Highest quality	24,350,630	XXX	XXX	24,350,630	0.0004	9,740	0.0023	56,006	0.0030	73,052
28	2	High quality		XXX	XXX	0	0.0019	0	0.0058	0	0.0090	0
29	3	Medium quality		XXX	XXX	0	0.0093	0	0.0230	0	0.0340	0
30	4	Low quality		XXX	XXX	0	0.0213	0	0.0530	0	0.0750	0
31	5	Lower quality		XXX	XXX	0	0.0432	0	0.1100	0	0.1700	0
32	6	In or near default		XXX	XXX	0	0.0000	0	0.2000	0	0.2000	0
33		Total derivative instruments	27,568,901	XXX	XXX	27,568,901	XXX	11,028	XXX	63,408	XXX	82,707
34		Total (Lines 9 + 17 + 25 + 33)	19,749,644,553	XXX	XXX	19,749,644,553	XXX	22,142,962	XXX	78,870,335	XXX	113,689,269

ASSET VALUATION RESERVE (continued)

Basic Contribution, Reserve Objective and Maximum Reserve Calculations

Default Component

Line Number	NAIC Desig-nation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution 5 Factor	Basic Contribution 6 Amount (Cols. 4 x 5)	Reserve Objective 7 Factor	Reserve Objective 8 Amount (Cols. 4 x 7)	Maximum Reserve 9 Factor	Maximum Reserve 10 Amount (Cols. 4 x 9)
		MORTGAGE LOANS										
		In good standing:										
35		Farm mortgages - CM1 - highest quality			XXX	0	0.0010	0	0.0050	0	0.0065	0
36		Farm mortgages - CM2 - high quality			XXX	0	0.0035	0	0.0100	0	0.0130	0
37		Farm mortgages - CM3 - medium quality			XXX	0	0.0060	0	0.0175	0	0.0225	0
38		Farm mortgages - CM4 - low medium quality			XXX	0	0.0105	0	0.0300	0	0.0375	0
39		Farm mortgages - CM5 - low quality			XXX	0	0.0160	0	0.0425	0	0.0550	0
40		Residential mortgages-insured or guaranteed			XXX	0	0.0003	0	0.0006	0	0.0010	0
41		Residential mortgages-all other			XXX	0	0.0013	0	0.0030	0	0.0040	0
42		Commercial mortgages-insured or guaranteed			XXX	0	0.0003	0	0.0006	0	0.0010	0
43		Commercial mortgages-all other - CM1 - highest quality	2,791,426,775		XXX	2,791,426,775	0.0010	2,791,427	0.0050	13,957,134	0.0065	18,144,274
44		Commercial mortgages-all other - CM2 - high quality	618,589,983		XXX	618,589,983	0.0035	2,165,065	0.0100	6,185,900	0.0130	8,041,670
45		Commercial mortgages-all other - CM3 - medium quality	8,660,376		XXX	8,660,376	0.0060	51,962	0.0175	151,557	0.0225	194,858
46		Commercial mortgages-all other - CM4 - low medium quality			XXX	0	0.0105	0	0.0300	0	0.0375	0
47		Commercial mortgages-all other - CM5 - low quality			XXX	0	0.0160	0	0.0425	0	0.0550	0
		Overdue, not in process:										
48		Farm mortgages			XXX	0	0.0420	0	0.0760	0	0.1200	0
49		Residential mortgages-insured or guaranteed			XXX	0	0.0005	0	0.0012	0	0.0020	0
50		Residential mortgages-all other			XXX	0	0.0025	0	0.0058	0	0.0090	0
51		Commercial mortgages-insured or guaranteed			XXX	0	0.0005	0	0.0012	0	0.0020	0
52		Commercial mortgages-all other			XXX	0	0.0420	0	0.0760	0	0.1200	0
		In process of foreclosure:										
53		Farm mortgages			XXX	0	0.0000	0	0.1700	0	0.1700	0
54		Residential mortgages-insured or guaranteed			XXX	0	0.0000	0	0.0040	0	0.0040	0
55		Residential mortgages-all other			XXX	0	0.0000	0	0.0130	0	0.0130	0
56		Commercial mortgages-insured or guaranteed			XXX	0	0.0000	0	0.0040	0	0.0040	0
57		Commercial mortgages-all other	929,031		XXX	929,031	0.0000	0	0.1700	157,935	0.1700	157,935
58		Total Schedule B mortgages (sum of Lines 35 through 57)	3,419,606,165	0	XXX	3,419,606,165	XXX	5,008,454	XXX	20,452,526	XXX	26,538,738
59		Schedule DA mortgages			XXX	0	0.0030	0	0.0100	0	0.0130	0
60		Total mortgage loans on real estate (Lines 58 + 59)	3,419,606,165	0	XXX	3,419,606,165	XXX	5,008,454	XXX	20,452,526	XXX	26,538,738

ASSET VALUATION RESERVE

Basic Contribution, Reserve Objective and Maximum Reserve Calculations

Equity and Other Invested Asset Component

Line Number	NAIC Desig-nation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution 5 Factor	Basic Contribution 6 Amount (Cols. 4 x 5)	Reserve Objective 7 Factor	Reserve Objective 8 Amount (Cols. 4 x 7)	Maximum Reserve 9 Factor	Maximum Reserve 10 Amount (Cols. 4 x 9)
		COMMON STOCK										
1		Unaffiliated public		XXX	XXX	0	0.0000	0	(a)	0	(a)	0
2		Unaffiliated private		XXX	XXX	0	0.0000	0	0.1600	0	0.1600	0
3		Federal Home Loan Bank		XXX	XXX	0	0.0000	0	0.0050	0	0.0080	0
4		Affiliated life with AVR	87,656,019	XXX	XXX	87,656,019	0.0000	0	0.0000	0	0.0000	0
		Affiliated Investment Subsidiary:										
5		Fixed income exempt obligations				0	XXX		XXX		XXX	
6		Fixed income highest quality				0	XXX		XXX		XXX	
7		Fixed income high quality				0	XXX		XXX		XXX	
8		Fixed income medium quality				0	XXX		XXX		XXX	
9		Fixed income low quality				0	XXX		XXX		XXX	
10		Fixed income lower quality				0	XXX		XXX		XXX	
11		Fixed income in or near default				0	XXX		XXX		XXX	
12		Unaffiliated common stock public				0	0.0000	0	(a)	0	(a)	0
13		Unaffiliated common stock private				0	0.0000	0	0.1600	0	0.1600	0
14		Real estate				0	(b)	0	(b)	0	(b)	0
15		Affiliated - certain other (see SVO Purposes and Procedures Manual)	2,451,545	XXX	XXX	2,451,545	0.0000	0	0.1300	318,701	0.1300	318,701
16		Affiliated - all other	13,659,628	XXX	XXX	13,659,628	0.0000	0	0.1600	2,185,540	0.1600	2,185,540
17		Total common stock (sum of Lines 1 through 16)	103,767,192	0	0	103,767,192	XXX	0	XXX	2,504,241	XXX	2,504,241
		REAL ESTATE										
18		Home office property (General Account only)	35,935,395			35,935,395	0.0000	0	0.0750	2,695,155	0.0750	2,695,155
19		Investment properties	1,491,942			1,491,942	0.0000	0	0.0750	111,896	0.0750	111,896
20		Properties acquired in satisfaction of debt				0	0.0000	0	0.1100	0	0.1100	0
21		Total real estate (sum of Lines 18 through 20)	37,427,337	0	0	37,427,337	XXX	0	XXX	2,807,050	XXX	2,807,050
		OTHER INVESTED ASSETS										
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF BONDS										
22		Exempt obligations		XXX	XXX	0	0.0000	0	0.0000	0	0.0000	0
23	1	Highest quality		XXX	XXX	0	0.0004	0	0.0023	0	0.0030	0
24	2	High quality		XXX	XXX	0	0.0019	0	0.0058	0	0.0090	0
25	3	Medium quality		XXX	XXX	0	0.0093	0	0.0230	0	0.0340	0
26	4	Low quality		XXX	XXX	0	0.0213	0	0.0530	0	0.0750	0
27	5	Lower quality		XXX	XXX	0	0.0432	0	0.1100	0	0.1700	0
28	6	In or near default		XXX	XXX	0	0.0000	0	0.2000	0	0.2000	0
29		Total with bond characteristics (sum of Lines 22 through 28)	0	XXX	XXX	0	XXX	0	XXX	0	XXX	0

ASSET VALUATION RESERVE (continued)

Basic Contribution, Reserve Objective and Maximum Reserve Calculations

Equity and Other Invested Asset Component

Line Number	NAIC Desig-nation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution 5 Factor	Basic Contribution 6 Amount (Cols. 4 x 5)	Reserve Objective 7 Factor	Reserve Objective 8 Amount (Cols. 4 x 7)	Maximum Reserve 9 Factor	Maximum Reserve 10 Amount (Cols. 4 x 9)
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF PREFERRED STOCKS										
30	1	Highest quality	263,666,002	XXX	XXX	263,666,002	0.0004	105,466	0.0023	606,432	0.0030	790,998
31	2	High quality		XXX	XXX	0	0.0019	0	0.0058	0	0.0090	0
32	3	Medium quality		XXX	XXX	0	0.0093	0	0.0230	0	0.0340	0
33	4	Low quality		XXX	XXX	0	0.0213	0	0.0530	0	0.0750	0
34	5	Lower quality		XXX	XXX	0	0.0432	0	0.1100	0	0.1700	0
35	6	In or near default		XXX	XXX	0	0.0000	0	0.2000	0	0.2000	0
36		Affiliated life with AVR		XXX	XXX	0	0.0000	0	0.0000	0	0.0000	0
37		Total with preferred stock characteristics (sum of Lines 30 through 36)	263,666,002	XXX	XXX	263,666,002	XXX	105,466	XXX	606,432	XXX	790,998
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF MORTGAGE LOANS										
		In Good Standing Affiliated:										
38		Mortgages - CM1 - highest quality			XXX	0	0.0010	0	0.0050	0	0.0065	0
39		Mortgages - CM2 - high quality			XXX	0	0.0035	0	0.0100	0	0.0130	0
40		Mortgages - CM3 - medium quality			XXX	0	0.0060	0	0.0175	0	0.0225	0
41		Mortgages - CM4 - low medium quality			XXX	0	0.0105	0	0.0300	0	0.0375	0
42		Mortgages - CM5 - low quality			XXX	0	0.0160	0	0.0425	0	0.0550	0
43		Residential mortgages-insured or guaranteed			XXX	0	0.0003	0	0.0006	0	0.0010	0
44		Residential mortgages-all other		XXX	XXX	0	0.0013	0	0.0030	0	0.0040	0
45		Commercial mortgages-insured or guaranteed			XXX	0	0.0003	0	0.0006	0	0.0010	0
		Overdue, Not in Process Affiliated:										
46		Farm mortgages			XXX	0	0.0420	0	0.0760	0	0.1200	0
47		Residential mortgages-insured or guaranteed			XXX	0	0.0005	0	0.0012	0	0.0020	0
48		Residential mortgages-all other			XXX	0	0.0025	0	0.0058	0	0.0090	0
49		Commercial mortgages-insured or guaranteed			XXX	0	0.0005	0	0.0012	0	0.0020	0
50		Commercial mortgages-all other			XXX	0	0.0420	0	0.0760	0	0.1200	0
		In Process of foreclosure Affiliated:										
51		Farm mortgages			XXX	0	0.0000	0	0.1700	0	0.1700	0
52		Residential mortgages-insured or guaranteed			XXX	0	0.0000	0	0.0040	0	0.0040	0
53		Residential mortgages-all other			XXX	0	0.0000	0	0.0130	0	0.0130	0
54		Commercial mortgages-insured or guaranteed			XXX	0	0.0000	0	0.0040	0	0.0040	0
55		Commercial mortgages-all other			XXX	0	0.0000	0	0.1700	0	0.1700	0
56		Total Affiliated (Sum of Lines 38 through 55)	0	0	XXX	0	XXX	0	XXX	0	XXX	0
57		Unaffiliated - In Good Standing with Covenants			XXX	0	(c)	0	(c)	0	(c)	0
58		Unaffiliated - In Good Standing Defeased with Government Securities			XXX	0	0.0010	0	0.0050	0	0.0065	0
59		Unaffiliated - In Good Standing Primarily Senior			XXX	0	0.0035	0	0.0100	0	0.0130	0
60		Unaffiliated - In Good Standing All Other			XXX	0	0.0060	0	0.0175	0	0.0225	0
61		Unaffiliated - Overdue, Not in Process			XXX	0	0.0420	0	0.0760	0	0.1200	0
62		Unaffiliated - In Process of Foreclosure			XXX	0	0.0000	0	0.1700	0	0.1700	0
63		Total Unaffiliated (Sum of Lines 57 through 62)	0	0	XXX	0	XXX	0	XXX	0	XXX	0
64		Total with Mortgage Loan Characteristics (Lines 56 + 63)	0	0	XXX	0	XXX	0	XXX	0	XXX	0

ASSET VALUATION RESERVE (continued)

Basic Contribution, Reserve Objective and Maximum Reserve Calculations

Equity and Other Invested Asset Component

Line Number	NAIC Desig-nation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution		Reserve Objective		Maximum Reserve	
							5 Factor	6 Amount (Cols. 4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF COMMON STOCK										
65		Unaffiliated public		XXX	XXX	0	0.0000	0	(a)	0	(a)	0
66		Unaffiliated private	29,805,017	XXX	XXX	29,805,017	0.0000	0	0.1600	4,768,803	0.1600	4,768,803
67		Affiliated life with AVR		XXX	XXX	0	0.0000	0	0.0000	0	0.0000	0
68		Affiliated certain other (see SVO Purposes and Procedures Manual)		XXX	XXX	0	0.0000	0	0.1300	0	0.1300	0
69		Affiliated other - all other	150,749,171	XXX	XXX	150,749,171	0.0000	0	0.1600	24,119,867	0.1600	24,119,867
70		Total with Common Stock Characteristics (Sum of Lines 65 through 69)	180,554,188	XXX	XXX	180,554,188	XXX	0	XXX	28,888,670	XXX	28,888,670
		INVESTMENTS WITH THE UNDERLYING CHARACTERISTICS OF REAL ESTATE										
71		Home office property (general account only)				0	0.0000	0	0.0750	0	0.0750	0
72		Investment properties				0	0.0000	0	0.0750	0	0.0750	0
73		Properties acquired in satisfaction of debt				0	0.0000	0	0.1100	0	0.1100	0
74		Total with Real Estate Characteristics (Sum of Lines 71 through 73)	0	0	0	0	XXX	0	XXX	0	XXX	0
		LOW INCOME HOUSING TAX CREDIT INVESTMENTS										
75		Guaranteed federal low income housing tax credit	3,080,756			3,080,756	0.0003	924	0.0006	1,848	0.0010	3,081
76		Non-guaranteed federal low income housing tax credit				0	0.0063	0	0.0120	0	0.0190	0
77		Guaranteed state low income housing tax credit				0	0.0003	0	0.0006	0	0.0010	0
78		Non-guaranteed state low income housing tax credit				0	0.0063	0	0.0120	0	0.0190	0
79		All other low income housing tax credit				0	0.0273	0	0.0600	0	0.0975	0
80		Total LIHTC (Sum of Lines 75 through 79)	3,080,756	0	0	3,080,756	XXX	924	XXX	1,848	XXX	3,081
		ALL OTHER INVESTMENTS										
81		NAIC 1 working capital finance investments		XXX		0	0.0000	0	0.0037	0	0.0037	0
82		NAIC 2 working capital finance investments		XXX		0	0.0000	0	0.0120	0	0.0120	0
83		Other invested assets - Schedule BA	12,610,563	XXX		12,610,563	0.0000	0	0.1300	1,639,373	0.1300	1,639,373
84		Other short-term invested assets - Schedule DA		XXX		0	0.0000	0	0.1300	0	0.1300	0
85		Total All Other (sum of Lines 81, 82, 83 and 84)	12,610,563	XXX	0	12,610,563	XXX	0	XXX	1,639,373	XXX	1,639,373
86		Total Other Invested Assets - Schedule BA & DA (Sum of Lines 29, 37, 64, 70, 74, 80 and 85)	459,911,509	0	0	459,911,509	XXX	106,391	XXX	31,136,324	XXX	31,322,122

(a) Times the company's weighted average portfolio beta (Minimum .10, Maximum .20).
(b) Determined using same factors and breakdowns used for directly owned real estate.
(c) This will be the factor associated with the risk category determined in the company generated worksheet.

ASSET VALUATION RESERVE (continued)

Basic Contributions, Reserve Objective and Maximum Reserve Calculations

Replications (Synthetic) Assets

1 RSAT Number	2 Type	3 CUSIP	4 Description of Asset(s)	5 NAIC Designation or Other Description of Asset	6 Value of Asset	7 AVR Basic Contribution	8 AVR Reserve Objective	9 AVR Maximum Reserve

NONE

SCHEDULE F

Showing all claims for death losses and all other contract claims resisted or compromised during the year, and all claims for death losses and all other contract claims resisted December 31 of current year

1 Contract Numbers	2 Claim Numbers	3 State of Residence of Claimant	4 Year of Claim for Death or Disability	5 Amount Claimed	6 Amount Paid During the Year	7 Amount Resisted Dec. 31 of Current Year	8 Why Compromised or Resisted
CLAIMS RESISTED DURING CURRENT YEAR							
Death Claims - Ordinary							
87179669	607048	MS	2015	50,000		50,000	Misrepresentation During Contestable Period
2799999. Death Claims - Ordinary				50,000	0	50,000	XXX
3199999. Subtotal - Resisted Death Claims				50,000	0	50,000	XXX
5299999. Subtotal - Claims Resisted of During Current Year				50,000	0	50,000	XXX
5399999. Totals				50,000	0	50,000	XXX

SCHEDULE H - ACCIDENT AND HEALTH EXHIBIT

		Total		Group Accident and Health		Credit A&H (Group and Individual)		Collectively Renewable		Other Individual Contracts									
										Non-Cancelable		Guaranteed Renewable		Non-Renewable for Stated Reasons Only		Other Accident Only		All Other	
		1 Amount	2 %	3 Amount	4 %	5 Amount	6 %	7 Amount	8 %	9 Amount	10 %	11 Amount	12 %	13 Amount	14 %	15 Amount	16 %	17 Amount	18 %
PART 1 - ANALYSIS OF UNDERWRITING OPERATIONS																			
1.	Premiums written	41,479,973	XXX	41,479,973	XXX		XXX		XXX		XXX		XXX		XXX		XXX		XXX
2.	Premiums earned	54,115,013	XXX	54,115,013	XXX		XXX		XXX		XXX		XXX		XXX		XXX		XXX
3.	Incurred claims	56,432,778	104.3	56,411,798	104.2	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	20,980	0.0
4.	Cost containment expenses	0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
5.	Incurred claims and cost containment expenses (Lines 3 and 4)	56,432,778	104.3	56,411,798	104.2	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	20,980	0.0
6	Increase in contract reserves	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0
7	Commissions (a)	0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
8	Other general insurance expenses	7,723,460	14.3	7,789,409	14.4		0.0		0.0		0.0		0.0		0.0		0.0	(65,949)	0.0
9	Taxes, licenses and fees	890,955	1.6	890,955	1.6		0.0		0.0		0.0		0.0		0.0		0.0		0.0
10	Total other expenses incurred	8,614,415	15.9	8,680,364	16.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	(65,949)	0.0
11.	Aggregate write-ins for deductions	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0
12.	Gain from underwriting before dividends or refunds	(10,932,180)	(20.2)	(10,977,149)	(20.3)	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	44,969	0.0
13.	Dividends or refunds	0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
14.	Gain from underwriting after dividends or refunds	(10,932,180)	(20.2)	(10,977,149)	(20.3)	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	44,969	0.0
DETAILS OF WRITE-INS																			
1101.		0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
1102.		0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
1103.		0	0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0		0.0
1198.	Summary of remaining write-ins for Line 11 from overflow page	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0
1199.	Total (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0	0	0.0

(a) Includes $.....0 reported as 'Contract, membership and other fees retained by agents.'

SCHEDULE H - ACCIDENT AND HEALTH EXHIBIT (continued)

	1	2	3	4	Other Individual Contracts				
					5	6	7	8	9
	Total	Group Accident and Health	Credit A&H (Group and Individual)	Collectively Renewable	Non-Cancelable	Guaranteed Renewable	Non-Renewable for Stated Reasons Only	Other Accident Only	All Other
PART 2 - RESERVES AND LIABILITIES									
A. Premium Reserves:									
1. Unearned premiums	51,181,709	51,181,709							
2. Advance premiums	0								
3. Reserve for rate credits	45,523,242	45,523,242							
4. Total premium reserves, current year	96,704,951	96,704,951	0	0	0	0	0	0	0
5. Total premium reserves, prior year	109,339,991	109,339,991							
6. Increase in total premium reserves	(12,635,040)	(12,635,040)	0	0	0	0	0	0	0
B. Contract Reserves:									
1. Additional reserves (a)	0								
2. Reserve for future contingent benefits	0								
3. Total contract reserves, current year	0	0	0	0	0	0	0	0	0
4. Total contract reserves, prior year	0								
5. Increase in contract reserves	0	0	0	0	0	0	0	0	0
C. Claim Reserves and Liabilities:									
1. Total current year	240,351,461	240,351,461	0	0	0	0	0	0	0
2. Total prior year	222,023,867	222,023,867							
3. Increase	18,327,594	18,327,594	0	0	0	0	0	0	0

PART 3 - TEST OF PRIOR YEAR'S CLAIM RESERVES AND LIABILITIES

1. Claims Paid During the Year:									
1.1 On claims incurred prior to current year	31,594,656	31,594,656							
1.2 On claims incurred during current year	6,510,528	6,489,548							20,980
2. Claim Reserves and Liabilities, December 31, current year:									
2.1 On claims incurred prior to current year	182,282,547	182,282,547							
2.2 On claims incurred during current year	58,068,914	58,068,914							
3. Test:									
3.1 Lines 1.1 and 2.1	213,877,203	213,877,203	0	0	0	0	0	0	0
3.2 Claim reserves and liabilities, December 31, prior year	222,023,867	222,023,867							
3.3 Line 3.1 minus Line 3.2	(8,146,664)	(8,146,664)	0	0	0	0	0	0	0

PART 4 - REINSURANCE

A. Reinsurance Assumed:									
1. Premiums written	34,389	34,389							
2. Premiums earned	34,389	34,389							
3. Incurred claims	210,582	189,602							20,980
4. Commissions	0								
B. Reinsurance Ceded:									
1. Premiums written	623,385	623,385							
2. Premiums earned	623,385	623,385							
3. Incurred claims	410,778	400,835							9,943
4. Commissions	0								

(a) Includes $.....0 premium deficiency reserve.

SCHEDULE H - PART 5 - HEALTH CLAIMS

		1 Medical	2 Dental	3 Other	4 Total
A.	Direct:				
1.	Incurred claims	(19,269,048)		75,902,022	56,632,974
2.	Beginning claim reserves and liabilities	19,269,048		237,651,597	256,920,645
3.	Ending claim reserves and liabilities			269,094,072	269,094,072
4.	Claims paid	0	0	44,459,547	44,459,547
B.	Assumed Reinsurance:				
5.	Incurred claims	(3,143)		213,725	210,582
6.	Beginning claim reserves and liabilities	3,143		38,767	41,910
7.	Ending claim reserves and liabilities			29,410	29,410
8.	Claims paid	0	0	223,082	223,082
C.	Ceded Reinsurance:				
9.	Incurred claims	(2,625,919)		3,036,696	410,777
10.	Beginning claim reserves and liabilities	2,625,919		32,386,331	35,012,250
11.	Ending claim reserves and liabilities			28,843,341	28,843,341
12.	Claims paid	0	0	6,579,686	6,579,686
D.	Net:				
13.	Incurred claims	(16,646,272)	0	73,079,051	56,432,779
14.	Beginning claim reserves and liabilities	16,646,272	0	205,304,033	221,950,305
15.	Ending claim reserves and liabilities	0	0	240,280,141	240,280,141
16.	Claims paid	0	0	38,102,943	38,102,943
E.	Net Incurred Claims and Cost Containment Expenses:				
17.	Incurred claims and cost containment expenses	(16,646,272)		73,079,051	56,432,779
18.	Beginning reserves and liabilities	16,646,272		205,304,033	221,950,305
19.	Ending reserves and liabilities			240,280,141	240,280,141
20.	Paid claims and cost containment expenses	0	0	38,102,943	38,102,943

SCHEDULE S - PART 1 - SECTION 1

Reinsurance Assumed Life Insurance, Annuities, Deposit Funds and Other Liabilities
Without Life or Disability Contingencies, and Related Benefits Listed by Reinsured Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsured	5 Domiciliary Jurisdiction	6 Type of Reinsurance Assumed	7 Amount of In Force at End of Year	8 Reserve	9 Premiums	10 Reinsurance Payable on Paid and Unpaid Losses	11 Modified Coinsurance Reserve	12 Funds Withheld Under Coinsurance
General Account - Affiliates - U.S. - Other											
80659	38-0397420	01/01/1992	Canada Life Assurance Company, The	MI	YRT/I	6,636,093	168,624	154,547			
80659	38-0397420	01/01/1992	Canada Life Assurance Company - South America	MI	YRT/I	614,127	4,241	3,526			
80659	38-0397420	03/31/2002	Canada Life Assurance Company, The	MI	CO/G		224,621,019				
80659	38-0397420	03/31/2002	Canada Life Assurance Company, The	MI	CO/I		576,905,082	780,090			
80705	98-0000673	01/01/1993	The Great-West Life Assurance Co	MI	CO/I	1,230,577,772	266,752,670	7,642,967			
79359	13-2690792	04/20/1998	Great-West Life & Annuity Ins. Co. of New York	NY	YRT/I	657,628,922	1,391,700	1,727,888	53,000		
80659	38-0397420	03/31/2002	Canada Life Assurance Company, The	MI	YRT/I	8,633,053	47,524	140,719			
0299999	Total - General Account - Affiliates - U.S. - Other					1,904,089,967	1,069,890,860	10,449,737	53,000	0	0
0399999	Total - General Account - Affiliates - U.S. - Totals					1,904,089,967	1,069,890,860	10,449,737	53,000	0	0
0799999	Total - General Account - Affiliates					1,904,089,967	1,069,890,860	10,449,737	53,000	0	0
General Account - Non-Affiliates - U.S. Non-Affiliates											
60895	35-0145825	01/01/1992	American United Life Insurance Company	IN	YRT/I	632,766	9,119	7,236			
62345	47-0766667	01/01/1992	Berkshire Hathaway Life Insurance Company	NE	YRT/I	48,937,109	2,661,041	606,182	2,256,802		
62308	06-0303370	01/01/1992	Connecticut General Life Ins Co	CT	YRT/I	2,546,619	10,981	12,143			
68276	48-1024691	01/01/1992	Employers Reassurance Corporation	KS	YRT/I	1,738,862	96,923	69,536			
68276	48-1024691	01/01/1992	Employers Reassurance Corporation for AUL	KS	YRT/I	34,176,108	620,544	375,905			
68276	48-1024691	01/01/1992	Employers Reassurance Corporation for AUL	KS	CO/I	6,208,537	61,414	41,447			
63665	43-0285930	01/01/1992	General American	NY	YRT/I	6,230,107		213,322	28,234		
97071	13-3126819	01/01/1992	SCOR Global Life USA Reinsurance Company	DE	YRT/I	107,936,094	2,358,243	2,387,770	527,884		
88340	59-2859797	01/01/2009	Hannover Life Reassurance Co of America	FL	YRT/I	153,477,151	2,438,319	1,446,682	473,020		
65838	01-0233346	01/01/1995	John Hancock Life Ins Co (USA)	MI	YRT/I	11,964,888	161,092	374,073			
67466	95-1079000	01/01/1965	Pacific Life Insurance Company	NE	YRT/I	1,386,324	100,969	(60,092)			
62057	22-0832760	01/01/1998	Lincoln Life & Annuity Co. of New York	NY	YRT/I	58,373	115	2,801			
65676	35-0472300	03/24/2000	Lincoln National Life Insurance Co	IN	YRT/I	39,981,552	104,916	456,536			
66168	41-0417830	01/01/1992	Minnesota Life Insurance Company	MN	YRT/I	1,427,929	11,855	77,896			
65978	13-5581829	06/01/1988	Metropolitan Life Insurance Company	NY	CO/G		708,275		56,621		
65978	13-5581829	10/01/2006	Metropolitan Life Insurance Company	NY	CO/G		71,509,218	1,568,176			
65978	13-5581829	10/01/2006	Metropolitan Life Insurance Company (Gen. Am)	NY	CO/G		1,415,047	50,845			
65978	13-5581829	06/01/1988	Metropolitan Life Insurance Company (TNE/Nelico)	NY	CO/G		206,222	11,753			
88099	75-1608507	03/01/2004	Optimum Re Insurance Company	TX	YRT/I	2,264,048,146	7,718,338	15,859,144	6,433,948		
67814	06-0493340	01/01/1992	Phoenix Life Insurance Company	CT	YRT/I	1,228,770	13,595	1,265			
93572	43-1235868	01/01/1992	RGA Reinsurance Company	MO	YRT/I	229,588,339	2,662,610	2,401,086	653,685		
87017	62-1003368	01/01/1998	SCOR Global Lie Reinsurance Company of Delaware	DE	YRT/I	132,689,467	2,874,062	1,279,014	864,769		
64688	75-6020048	01/01/2002	SCOR Global Life Americas Reinsurance Co	DE	YRT/I	133,423,701	1,517,066	937,907	568,836		
87572	23-2038295	01/01/1994	Scottish Re (U.S.), Inc	DE	YRT/I	23,336,052	566,942	210,092	378,676		
68713	84-0499703	01/01/1992	Security Life of Denver Insurance Company	CO	YRT/I	12,888,513	233,453	617,681			
80802	38-1082080	01/01/1992	Sun Life Assurance Co. of Canada (US Branch)	MA	YRT/I	751,846	31,769	31,286			

SCHEDULE S - PART 1 - SECTION 1

Reinsurance Assumed Life Insurance, Annuities, Deposit Funds and Other Liabilities
Without Life or Disability Contingencies, and Related Benefits Listed by Reinsured Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsured	5 Domiciliary Jurisdiction	6 Type of Reinsurance Assumed	7 Amount of In Force at End of Year	8 Reserve	9 Premiums	10 Reinsurance Payable on Paid and Unpaid Losses	11 Modified Coinsurance Reserve	12 Funds Withheld Under Coinsurance
82627	06-0839705	01/01/1992	Swiss Re Life & Health America Inc	CT	YRT/I	28,019,303	550,079	146,827			
86231	39-0989781	01/01/1992	Transamerica Life Insurance Company	IA	YRT/I	420,116	20,061	10,738			
0899999.	Total - General Account - Non-Affiliates - U.S. Non-Affiliates					3,243,096,672	98,662,268	29,137,251	12,242,475	0	0
General Account - Non-Affiliates - Non-U.S. Non-Affiliates											
	AA-3191275	01/01/2003	RGA Americas Reinsurance Co Ltd	BMU	YRT/I	17,496,797	611,852	114,270			
	AA-1560188	01/01/1993	RGA Life Reinsurance Company of Canada	CAN	YRT/I	68,405,501	415,581	190,188			
	AA-3160036	01/01/2003	RGA Reinsurance Company (Barbados), LTD	BRB	YRT/I	5,285,154	184,819	(1,540)			
	AA-3160046	01/01/2003	Royal Bank of Canada Insurance Company LTD	BRB	YRT/I	33,667,103	1,104,771	702,973	678,615		
	AA-1561038	01/01/1998	Scor Global Life Canada	CAN	YRT/I	21,393,512	115,917	63,379			
		01/01/2009	British Insurance Company of Cayman	CYM	YRT/I	4,576,630	158,440	23,591			
	AA-1460146	01/01/1992	Swiss Reinsurance Company Ltd	CAN	YRT/I	16,388,631	827,015	63,676			
	AA-1780106	01/01/1992	SCOR Global Life Reinsurance Ireland plc	IRL	YRT/I	99,760,615	1,146,817	2,199,553	338,440		
	AA-3190868	01/01/1992	Transamerica Life (Bermuda) Ltd	BMU	YRT/I	39,927		1,091			
	AA-3160133	05/20/2013	Pacific Life Reinsurance (Barbados)	BRB	YRT/I		474				
0999999.	Total - General Account - Non-Affiliates - Non-U.S. Non-Affiliates					267,013,870	4,565,686	3,357,181	1,017,055	0	0
1099999.	Total - General Account - Non-Affiliates					3,510,110,542	103,227,954	32,494,432	13,259,530	0	0
1199999.	Total - General Account					5,414,200,509	1,173,118,814	42,944,169	13,312,530	0	0
2399999.	Total U.S.					5,147,186,639	1,168,553,128	39,586,988	12,295,475	0	0
2499999.	Total Non-U.S.					267,013,870	4,565,686	3,357,181	1,017,055	0	0
9999999.	Total					5,414,200,509	1,173,118,814	42,944,169	13,312,530	0	0

SCHEDULE S - PART 1 - SECTION 2

Reinsurance Assumed Accident and Health Insurance Listed by Reinsured Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsured	5 Domiciliary Jurisdiction	6 Type of Reinsurance Assumed	7 Premiums	8 Unearned Premiums	9 Reserve Liability Other Than for Unearned Premiums	10 Reinsurance Payable on Paid and Unpaid Losses	11 Modified Coinsurance Reserve	12 Funds Withheld Under Coinsurance
Affiliates - U.S. - Other											
80705	98-0000673	01/01/1993	The Great-West Life Assurance Co	MI	CO/I	34,389					
0299999.	Total - Affiliates - U.S. - Other					34,389	0	0	0	0	0
0399999.	Total - Affiliates - U.S. - Total					34,389	0	0	0	0	0
0799999.	Total Affiliates					34,389	0	0	0	0	0
Non-Affiliates - U.S. Non-Affiliates											
65978	13-5581829	06/01/1998	Metropolitan Life Insurance Company	NY	CO/G			630,337			
	AA-9995055	12/01/1986	American Disabilitiy Reinsurance Underwriters	ME	OTH/G			64,431	29,410		
0899999.	Total - Non-Affiliates - U.S. Non-Affiliates					0	0	694,768	29,410	0	0
1099999.	Total - Non-Affiliates					0	0	694,768	29,410	0	0
1199999.	Total - U.S.					34,389	0	694,768	29,410	0	0
9999999.	Total					34,389	0	694,768	29,410	0	0

SCHEDULE S - PART 2

Reinsurance Recoverable on Paid and Unpaid Losses Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Company	5 Domiciliary Jurisdiction	6 Paid Losses	7 Unpaid Losses
Life and Annuity - Non-Affiliates - U.S. Non-Affiliates						
62308	06-0303370	11/01/1996	Connecticut General Life Insurance Co	CT	23,023	
60895	35-0145825	01/01/1993	American United Life Insurance Company	IN	69,576	28,125
68276	48-1024691	01/01/1993	Employers Reassurance Corporation	KS	35,186	
97071	13-3126819	01/01/1993	SCOR Global Life USA Reinsurance Company	DE	265,199	28,125
93572	43-1235868	01/01/1993	RGA Reinsurance Company	MO	497,498	
82627	06-0839705	01/01/1993	Swiss Re Life & Health America Inc	CT	1,912,789	
65676	35-0472300	01/01/1993	The Lincoln National Life Insurance Co	IN	693,120	
67466	95-1079000	01/01/1993	Pacific Life Insurance Company	NE	35,186	
87572	23-2038295	01/01/1993	Scottish Re (U.S.), Inc	DE	224,998	28,125
68713	84-0499703	01/01/1993	Security Life of Denver Insurance Company	CO	340,857	
64688	75-6020048	01/01/1993	SCOR Global Life Americas Reinsurance Co	DE	480,980	28,125
86231	39-0989781	09/01/2004	Transamerica Life Insurance Company	IA	272,086	
62308	06-0303370	04/01/2008	Connecticut General Life Insurance Company	CT		663,125
0899999.	Total - Life and Annuity Non-Affiliates - U.S. Non-Affiliates				4,850,498	775,625
Life and Annuity - Non-Affiliates - Non-U.S. Non-Affiliates						
	AA-3770359	06/01/2000	Security Life of Denver International LTD	BMU	180,237	225,000
0999999.	Total - Life and Annuity Non-Affiliates - Non-U.S. Non-Affiliates				180,237	225,000
1099999.	Total - Life and Annuity Non-Affiliates				5,030,735	1,000,625
1199999.	Total - Life and Annuity				5,030,735	1,000,625
Accident and Health - Non-Affiliates - U.S. Non-Affiliates						
62308	06-0303370	04/01/2008	Connecticut General Life Insurance Company	CT	29,410	124,584
67105	41-0451140	05/01/1997	Reliastar Life Insurance Company	MN	1,366	
62235	01-0278678	06/01/1984	UNUM Life Insurance Company of America	ME	13,442	
86231	39-0989781	01/01/2001	Transamerica Life Insurance Company	IA	27,102	
1999999.	Total - Accident and Health Non-Affiliates - U.S. Non-Affiliates				71,320	124,584
2199999.	Total - Accident and Health Non-Affiliates				71,320	124,584
2299999.	Total - Accident and Health				71,320	124,584
2399999.	Total U.S.				4,921,818	900,209
2499999.	Total Non-U.S.				180,237	225,000
9999999.	Total				5,102,055	1,125,209

SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities
Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	Reserve Credit Taken		11	Outstanding Surplus Relief		14	15
								9	10		12	13		
NAIC Company Code	ID Number	Effective Date	Name of Company	Domiciliary Jurisdiction	Type of Reinsurance Ceded	Type of Business Ceded	Amount In Force at End of Year	Current Year	Prior Year	Premiums	Current Year	Prior Year	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
General Account - Authorized - Affiliates - U.S. - Other														
80659	38-0397420	01/01/1993	Canada Life Assurance Company	MI	YRT/I	OL	43,931,700	1,499,231	1,494,405	2,308,461				
80659	38-0397420	10/01/2008	Canada Life Assurance Company	MI	YRT/I	OL	4,091,848,063	10,654,572	8,451,347	12,205,960				
80705	98-0000673	12/31/1992	The Great-West Life Assurance Co	MI	YRT/I	OL	23,741,425	665,589	731,316	301,413				
0299999.	Total - General Account - Authorized - Affiliates - U.S. - Other						4,159,521,188	12,819,392	10,677,068	14,815,834	0	0	0	0
0399999.	Total - General Account - Authorized - Affiliates - U.S. - Total						4,159,521,188	12,819,392	10,677,068	14,815,834	0	0	0	0
0799999.	Total - General Account - Authorized - Affiliates						4,159,521,188	12,819,392	10,677,068	14,815,834	0	0	0	0
General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates														
60895	35-0145825	01/01/1993	American United Life Insurance Company	IN	YRT/I	OL	93,374,634	373,960	347,803	412,591				
62345	47-0766667	01/01/1994	Berkshire Hathaway Life Ins Co of Nebraska	NE	YRT/I	OL	4,278,755	28,000	27,040	25,782				
62308	06-0303370	11/01/1996	Connecticut General Life Insurance Co	CT	OTH/I	OA		1,076,042	1,221,241	77,762				
62308	06-0303370	04/01/2008	Connecticut General Life Insurance Company	CT	CO/G	OL	638,000	11,154,260	12,297,294	11,201				
68276	48-1024691	01/01/1993	Employers Reassurance Corporation	KS	YRT/I	OL	214,766	14,735	17,943	18,141				
86258	13-2572994	01/01/1993	General Re Life Corporation	CT	YRT/I	OL	106,989	4,603	4,453	8,675				
97071	13-3126819	01/01/1993	SCOR Global Life USA Reinsurance Company	DE	YRT/I	OL	106,317,840	903,455	877,185	1,147,600				
88340	59-2859797	01/01/1993	Hannover Life Reassurance Co. of America	FL	YRT/I	OL	4,664,348	59,618	51,585	24,081				
65838	01-0233346	01/01/1993	John Hancock Life Ins Co (USA)	MI	YRT/I	OL	2,004,706	48,017	43,814	18,223				
67466	95-1079000	01/01/1993	Pacific Life Insurance Company	NE	YRT/I	OL	46,481,044	1,576,855	1,610,285	2,153,149				
87017	62-1003368	01/01/1993	SCOR Global Life Reinsurance Company of Delaware	DE	YRT/I	OL	648,983	9,893	9,834	18,284				
64688	75-6020048	01/01/1993	SCOR Global Life Americas Reinsurance Co	DE	YRT/I	OL	102,246,433	874,628	848,990	1,170,153				
93572	43-1235868	01/01/1993	RGA Reinsurance Company	MO	YRT/I	OL	236,168,942	4,645,803	4,630,652	6,133,863				
93572	43-1235868	01/01/2013	RGA Reinsurance Company	MO	CO/I	XXXL	92,902,500	568,108	618,840	196,518				
93572	43-1235868	01/01/2015	RGA Reinsurance Company	MO	CO/G	XXXL	837,562,500	1,776,476		1,519,221				
87572	23-2038295	01/01/1993	Scottish Re (U.S.), Inc	DE	YRT/I	OL	421,739,901	2,325,960	2,169,074	2,524,450				
68713	84-0499703	01/01/1993	Security Life of Denver Insurance Company	CO	YRT/I	OL	485,405,044	3,153,088	3,056,280	1,872,425				
68713	84-0499703	09/10/1999	Security Life of Denver Insurance Company	CO	CO/I	OL	128,287,000	246,546	298,644	180,962				
88099	75-1608507	01/01/1993	Optimum Re Insurance Co	TX	YRT/I	OL	20,397,356	164,897	190,366	180,805				
82627	06-0839705	01/01/1993	Swiss Re Life & Health America Inc	CT	YRT/I	OL	169,838,477	4,380,353	4,315,497	6,062,947				
65676	35-0472300	01/01/1993	The Lincoln National Life Insurance Co	IN	YRT/I	OL	78,310,595	1,694,631	1,683,927	2,279,380				
86231	39-0989781	09/01/2004	Transamerica Life Insurance Company	IA	CO/I	XXXL	975,170,115	16,069,555	15,753,863	1,581,201				
68276	48-1024691	07/01/2000	Employers Reassurance Corp.	KS	YRT/I	OL	10,490,148	103,081	95,061	66,142				
86258	13-2572994	07/01/2000	General Re Life Corporation	CT	YRT/I	OL	8,449,854	78,196	71,936	50,423				
93572	43-1235868	07/01/2000	RGA Reinsurance Company	MO	YRT/I	OL	10,490,148	106,145	97,808	65,804				
82627	06-0839705	07/01/2000	Swiss Re Life & Health America Inc	CT	YRT/I	OL	10,490,150	103,081	95,061	65,925				
65676	35-0472300	09/01/2000	The Lincoln National Life Insurance Co	IN	YRT/I	OL	6,120,875	74,657	69,374	47,157				
88099	75-1608507	07/01/2000	Optimum Re Insurance Co	TX	YRT/I	OL	4,080,574	49,771	46,249	31,438				
0899999.	Total - General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates						3,856,880,677	51,664,414	50,550,099	27,944,303	0	0	0	0
1099999.	Total - General Account - Authorized - Non-Affiliates						3,856,880,677	51,664,414	50,550,099	27,944,303	0	0	0	0

SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities
Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	Reserve Credit Taken		11	Outstanding Surplus Relief		14	15
								9	10		12	13		
NAIC Company Code	ID Number	Effective Date	Name of Company	Domiciliary Jurisdiction	Type of Reinsurance Ceded	Type of Business Ceded	Amount In Force at End of Year	Current Year	Prior Year	Premiums	Current Year	Prior Year	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
1199999.	Total - General Account - Authorized						8,016,401,865	64,483,806	61,227,167	42,760,137	0	0	0	0
General Account - Unauthorized - Affiliates - Non-U.S. - Other														
	AA-3161010...	10/01/2011	London Life International Reinsurance Corporation	BRB	MCO/I	OL	9,284,339,049			56,509,104			6,170,551,362	
	AA-3161010...	12/31/2016	London Life International Reinsurance Corporation	BRB	MCO/I	OL	7,534,680,143	358,684,715		4,074,236,712			3,715,250,499	358,684,715
	AA-3161010...	12/31/2016	London Life International Reinsurance Corporation	BRB	MCO/G	OL		71,983,854		2,319,947,100			2,247,780,613	71,983,854
1699999.	Total - General Account - Unauthorized - Affiliates - Non-U.S. - Other						16,819,019,192	430,668,569	0	6,450,692,916	0	0	12,133,582,474	430,668,569
1799999.	Total - General Account - Unauthorized - Affiliates - Non-U.S. - Total						16,819,019,192	430,668,569	0	6,450,692,916	0	0	12,133,582,474	430,668,569
1899999.	Total - General Account - Unauthorized - Affiliates						16,819,019,192	430,668,569	0	6,450,692,916	0	0	12,133,582,474	430,668,569
General Account - Unauthorized - Non-Affiliates - Non-U.S. Non-Affiliates														
	AA-1560600...	01/01/1993	Munich Reinsurance Company	CAN	YRT/I	OL	10,150	2,455	2,438	4,789				
	AA-1560001...	01/01/1993	Optimum Reassurance Inc	CAN	YRT/I	OL	197,496	3,904	3,817	6,291				
	AA-1560188...	01/01/1993	RGA Life Reinsurance Company of Canada	CAN	YRT/I	OL	1,048,423	12,747	12,790	22,672				
	AA-3770359...	06/01/2000	Security Life of Denver International LTD	BMU	CO/I	XXXL	2,456,891,100	55,032,878	57,697,452	3,284,356				
2099999.	Total - General Account - Unauthorized - Non-Affiliates - Non-U.S. Non-Affiliates						2,458,147,169	55,051,984	57,716,497	3,318,108	0	0	0	0
2199999.	Total - General Account - Unauthorized - Non-Affiliates						2,458,147,169	55,051,984	57,716,497	3,318,108	0	0	0	0
2299999.	Total - General Account - Unauthorized						19,277,166,361	485,720,553	57,716,497	6,454,011,024	0	0	12,133,582,474	430,668,569
3499999.	Total - General Account - Authorized, Unauthorized and Certified						27,293,568,226	550,204,359	118,943,664	6,496,771,161	0	0	12,133,582,474	430,668,569
6999999.	Total U.S.						8,016,401,865	64,483,806	61,227,167	42,760,137	0	0	0	0
7099999.	Total Non-U.S.						19,277,166,361	485,720,553	57,716,497	6,454,011,024	0	0	12,133,582,474	430,668,569
9999999.	Total						27,293,568,226	550,204,359	118,943,664	6,496,771,161	0	0	12,133,582,474	430,668,569

SCHEDULE S - PART 3 - SECTION 2

Reinsurance Ceded Accident and Health Insurance Listed by Reinsuring Company as of December 31, Current Year

1	2	3	4	5	6	7	8	9	10	Outstanding Surplus Relief		13	14
										11	12		
NAIC Company Code	ID Number	Effective Date	Name of Company	Domiciliary Jurisdiction	Type of Reinsurance Ceded	Type of Business Ceded	Premiums	Unearned Premiums (Estimated)	Reserve Credit Taken Other Than for Unearned Premiums	Current Year	Prior Year	Modified Coinsurance Reserve	Funds Withheld Under Coinsurance
General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates													
70815	06-0838648	.09/01/1994	ITT Hartford Life & Accident Insurance Company	CT	OTH/G	OH			2,988,510				
67814	06-0493340	.06/01/1999	Phoenix Life Insurance Company	NY	OTH/G	OH			375,370				
67105	41-0451140	.05/01/1997	Reliastar Life Insurance Company	MN	OTH/G	OH	610,544		20,701,218				
62235	01-0278678	.06/01/1984	UNUM Life Insurance Company of America	ME	OTH/G	OH			1,603,624				
86231	39-0989781	.01/01/2001	Transamerica Life Insurance Company	IA	OTH/G	OH			1,033,511				
62308	06-0303370	.04/01/2008	Connecticut General Life Insurance Company	CT	CO/G	OH	12,841		2,987,160				
0899999.	Total - General Account - Authorized - Non-Affiliates - U.S. Non-Affiliates						623,385	0	29,689,393	0	0	0	0
1099999.	Total - General Account - Authorized - Non-Affiliates						623,385	0	29,689,393	0	0	0	0
1199999.	Total - General Account - Authorized						623,385	0	29,689,393	0	0	0	0
3499999.	Total - General Account - Authorized, Unauthorized and Certified						623,385	0	29,689,393	0	0	0	0
6999999.	Total - U.S.						623,385	0	29,689,393	0	0	0	0
9999999.	Total						623,385	0	29,689,393	0	0	0	0

SCHEDULE S - PART 4

Reinsurance Ceded To Unauthorized Companies

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Reserve Credit Taken	6 Paid and Unpaid Losses Recoverable (Debit)	7 Other Debits	8 Total (Cols. 5 + 6 + 7)	9 Letters of Credit	10 Issuing or Confirming Bank Reference Number (a)	11 Trust Agreements	12 Funds Deposited by and Withheld from Reinsurers	13 Other	14 Miscellaneous Balances (Credit)	15 Sum of Cols. 9 + 11 + 12 + 13 + 14 But Not in Excess of Col. 8
General Account - Life and Annuity - Affiliates - Non-U.S. - Other														
	AA-3161010	.12/31/2016	London Life International Reinsurance Corporation	430,668,569			430,668,569				430,668,569			430,668,569
0599999.	Total - General Account - Life and Annuity - Affiliates - Non-U.S. - Other			430,668,569	0	0	430,668,569	0	XXX	0	430,668,569	0	0	430,668,569
0699999.	Total - General Account - Life and Annuity - Affiliates - Non-U.S. - Total			430,668,569	0	0	430,668,569	0	XXX	0	430,668,569	0	0	430,668,569
0799999.	Total - General Account - Life and Annuity - Affiliates			430,668,569	0	0	430,668,569	0	XXX	0	430,668,569	0	0	430,668,569
General Account - Life and Annuity - Non-Affiliates - Non-U.S. Non-Affiliates														
	AA-1560600	.01/01/1993	Munich Reinsurance Company	12,747			12,747							0
	AA-1560001	.01/01/1993	Optimum Reassurance Inc	2,455			2,455							0
	AA-1560188	.01/01/1993	RGA Life Reinsurance Company of Canada	3,904			3,904							0
	AA-3770359	.06/01/2000	Security Life of Denver International LTD	55,032,878	405,237		55,438,115	60,000,000	0001					55,438,115
0999999.	Total - General Account - Life and Annuity - Non-Affiliates - Non-U.S. Non-Affiliates			55,051,984	405,237	0	55,457,221	60,000,000	XXX	0	0	0	0	55,438,115
1099999.	Total - General Account - Life and Annuity - Non-Affiliates			55,051,984	405,237	0	55,457,221	60,000,000	XXX	0	0	0	0	55,438,115
1199999.	Total - General Account - Life and Annuity			485,720,553	405,237	0	486,125,790	60,000,000	XXX	0	430,668,569	0	0	486,106,684
2399999.	Total - General Account			485,720,553	405,237	0	486,125,790	60,000,000	XXX	0	430,668,569	0	0	486,106,684
3699999.	Total - Non-U.S.			485,720,553	405,237	0	486,125,790	60,000,000	XXX	0	430,668,569	0	0	486,106,684
9999999.	Total			485,720,553	405,237	0	486,125,790	60,000,000	XXX	0	430,668,569	0	0	486,106,684

(a)

Issuing or Confirming Bank Reference Number	Letters of Credit Code	American Bankers Association (ABA) Routing Number	Issuing or Confirming Bank Name	Letters of Credit Amount
0001	1	121000248	Wells Fargo	60,000,000

SCHEDULE S - PART 5

Reinsurance Ceded to Certified Reinsurers as of December 31, Current Year (000 Omitted)

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	Collateral							23	24	25	26
															16	17	18	19	20	21	22				
NAIC Company Code	ID Number	Effective Date	Name of Reinsurer	Domiciliary Jurisdiction	Certified Reinsurer Rating (1 thru 6)	Effective Date of Certified Reinsurer Rating	Percent Collateral Required for Full Credit (0% - 100%)	Reserve Credit Taken	Paid and Unpaid Losses Recoverable (Debit)	Other Debits	Total Recoverable Reserve Credit Taken (Cols. 9 + 10 + 11)	Miscellaneous Balances (Credit)	Net Obligation Subject to Collateral (Col. 12 - 13)	Dollar Amount of Collateral Required for Full Credit (Col. 14 x Col. 8)	Multiple Beneficiary Trust	Letters of Credit	Issuing or Confirming Bank Reference Number (a)	Trust Agreements	Funds Deposited by and Withheld from Reinsurers	Other	Total Collateral Provided (Cols. 16 + 17 + 19 + 20 + 21)	Percent of Collateral Provided for Net Obligation Subject to Collateral (Col. 22 / Col. 14)	Percent Credit Allowed on Net Obligation Subject to Collateral (Col. 23 / Col. 8, not to Exceed 100%)	Amount of Credit Allowed for Net Obligation Subject to Collateral (Col. 14 x Col. 24)	Liability for Reinsurance with Certified Reinsurers Due to Collateral Deficiency (Col. 14 - Col. 25)

NONE

SCHEDULE S - PART 6

Five-Year Exhibit of Reinsurance Ceded Business
(000 Omitted)

		1 2016	2 2015	3 2014	4 2013	5 2012
A.	**OPERATIONS ITEMS**					
1.	Premiums and annuity considerations for life and accident and health contracts	6,497,395	95,623	118,887	134,534	91,665
2.	Commissions and reinsurance expense allowances	5,785	5,411	6,037	5,442	5,445
3.	Contract claims	392,267	248,382	296,629	341,549	298,878
4.	Surrender benefits and withdrawals for life contracts	29,644	31,916	36,634	33,602	55,728
5.	Dividends to policyholders					
6.	Reserve adjustments on reinsurance ceded	5,627,638	(216,297)	(240,248)	(248,815)	(273,188)
7.	Increase in aggregate reserves for life and accident and health contracts	425,327	(2,483)	(9,200)	(6,741)	(13,508)
B.	**BALANCE SHEET ITEMS**					
8.	Premiums and annuity considerations for life and accident and health contracts deferred and uncollected					
9.	Aggregate reserves for life and accident and health contracts	579,894	154,597	157,080	166,280	173,021
10.	Liability for deposit-type contracts					
11.	Contract claims unpaid	1,125	945	1,952	2,826	2,701
12.	Amounts recoverable on reinsurance	5,102	240	1,007	1,454	2,464
13.	Experience rating refunds due or unpaid					
14.	Policyholders' dividends (not included in Line 10)					
15.	Commissions and reinsurance expense allowances due					
16.	Unauthorized reinsurance offset	19	19	19	19	19
17.	Offset for reinsurance with certified reinsurers					
C.	**UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)**					
18.	Funds deposited by and withheld from (F)	430,669				
19.	Letters of credit (L)	60,000	65,000	65,000	65,000	65,000
20.	Trust agreements (T)					
21.	Other (O)					
D.	**REINSURANCE WITH CERTIFIED REINSURERS (DEPOSITS BY AND FUNDS WITHHELD FROM)**					
22.	Multiple beneficiary trust					
23.	Funds deposited by and withheld from (F)					
24.	Letters of credit (L)					
25.	Trust agreements (T)					
26.	Other (O)					

SCHEDULE S - PART 7

Restatement of Balance Sheet to Identify Net Credit for Ceded Reinsurance

		1 As Reported (Net of Ceded)	2 Restatement Adjustments	3 Restated (Gross of Ceded)
	ASSETS (Page 2, Col. 3)			
1.	Cash and invested assets (Line 12)	27,871,393,821		27,871,393,821
2.	Reinsurance (Line 16)	11,329,428	(5,059,975)	6,269,453
3.	Premiums and considerations (Line 15)	23,602,786		23,602,786
4.	Net credit for ceded reinsurance	XXX	576,609,150	576,609,150
5.	All other admitted assets (balance)	1,034,339,690		1,034,339,690
6.	Total assets excluding Separate Accounts (Line 26)	28,940,665,725	571,549,175	29,512,214,900
7.	Separate Account assets (Line 27)	27,495,359,101		27,495,359,101
8.	Total assets (Line 28)	56,436,024,826	571,549,175	57,007,574,001
	LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
9.	Contract reserves (Lines 1 and 2)	25,944,609,556	579,893,752	26,524,503,308
10.	Liability for deposit-type contracts (Line 3)	224,774,825		224,774,825
11.	Claim reserves (Line 4)	104,739,089	1,125,209	105,864,298
12.	Policyholder dividends/reserves (Lines 5 through 7)	46,621,400		46,621,400
13.	Premium & annuity considerations received in advance (Line 8)	16,947,911		16,947,911
14.	Other contract liabilities (Line 9)	240,561,258	(9,450,680)	231,110,578
15.	Reinsurance in unauthorized companies (Line 24.02 minus inset amount)	19,106	(19,106)	0
16.	Funds held under reinsurance treaties with unauthorized reinsurers (Line 24.03 minus inset amount)	430,668,568		430,668,568
17.	Reinsurance with certified reinsurers (Line 24.02 inset amount)			0
18.	Funds held under reinsurance treaties with certified reinsurers (Line 24.03 inset amount)			0
19.	All other liabilities (balance)	878,399,502		878,399,502
20.	Total liabilities excluding Separate Accounts (Line 26)	27,887,341,215	571,549,175	28,458,890,390
21.	Separate Account liabilities (Line 27)	27,495,350,385		27,495,350,385
22.	Total liabilities (Line 28)	55,382,691,600	571,549,175	55,954,240,775
23.	Capital & surplus (Line 38)	1,053,333,226	XXX	1,053,333,226
24.	Total liabilities, capital & surplus (Line 39)	56,436,024,826	571,549,175	57,007,574,001
	NET CREDIT FOR CEDED REINSURANCE			
25.	Contract reserves	579,893,752		
26.	Claim reserves	1,125,209		
27.	Policyholder dividends/reserves	0		
28.	Premium & annuity considerations received in advance	0		
29.	Liability for deposit-type contracts	0		
30.	Other contract liabilities	(9,450,680)		
31.	Reinsurance ceded assets	5,059,975		
32.	Other ceded reinsurance recoverables	0		
33.	Total ceded reinsurance recoverables	576,628,256		
34.	Premiums and considerations	0		
35.	Reinsurance in unauthorized companies	19,106		
36.	Funds held under reinsurance treaties with unauthorized reinsurers	0		
37.	Reinsurance with certified reinsurers	0		
38.	Funds held under reinsurance treaties with certified reinsurers	0		
39.	Other ceded reinsurance payables/offsets	0		
40.	Total ceded reinsurance payables/offsets	19,106		
41.	Total net credit for ceded reinsurance	576,609,150		

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Allocated by States and Territories

States, Etc.	1 Active Status	Direct Business Only					
		Life Contracts		4	5	6	7
		2 Life Insurance Premiums	3 Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 through 5	Deposit-Type Contracts
1. Alabama AL	L	13,117,847	46,610,153	560,182		60,288,182	1,294
2. Alaska AK	L	2,000,859	15,504,657	125,078		17,630,594	127,152
3. Arizona AZ	L	19,367,119	76,669,912	601,492		96,638,523	84,421
4. Arkansas AR	L	1,912,482	8,408,086	312,487		10,633,055	40,763
5. California CA	L	31,186,113	723,497,337	3,913,100		758,596,550	2,860,858
6. Colorado CO	L	31,732,944	309,788,582	668,133		342,189,659	1,713,500
7. Connecticut CT	L	21,721,519	80,187,650	775,989		102,685,158	25,179
8. Delaware DE	L	44,739,425	21,282,022	214,645		66,236,092	48,185
9. District of Columbia DC	L	1,321,632	17,796,919	86,525		19,205,076	880
10. Florida FL	L	118,926,297	203,494,490	2,108,765		324,529,552	457,620
11. Georgia GA	L	108,890,518	69,381,398	917,942		179,189,858	48,577
12. Hawaii HI	L	3,963,556	12,819,041	448,611		17,231,208	5,869
13. Idaho ID	L	1,404,766	22,668,657	205,944		24,279,367	12,759
14. Illinois IL	L	75,139,848	136,163,814	1,817,572		213,121,234	566,303
15. Indiana IN	L	32,786,172	76,947,885	724,649		110,458,706	532,680
16. Iowa IA	L	5,077,942	36,384,534	486,734		41,949,210	26,753
17. Kansas KS	L	19,755,023	40,382,137	342,323		60,479,483	40,437
18. Kentucky KY	L	12,527,543	49,898,091	307,705		62,733,339	1,090
19. Louisiana LA	L	9,054,873	150,597,820	388,875		160,041,568	72,787
20. Maine ME	L	2,702,339	26,179,865	226,663		29,108,867	84,932
21. Maryland MD	L	16,047,984	174,349,387	739,506		191,136,877	225,614
22. Massachusetts MA	L	11,507,655	331,846,286	1,305,053		344,658,994	50,875
23. Michigan MI	L	52,494,403	123,091,742	1,307,948		176,894,093	572,590
24. Minnesota MN	L	9,247,550	187,543,696	686,741		197,477,987	3,513
25. Mississippi MS	L	10,275,706	37,224,993	262,310		47,763,009	1,465
26. Missouri MO	L	20,577,976	136,656,242	660,587		157,894,805	1,257,121
27. Montana MT	L	622,953	19,705,889	180,991		20,509,833	17,565
28. Nebraska NE	L	1,100,316	31,341,637	279,762		32,721,715	50,432
29. Nevada NV	L	2,084,658	25,045,222	346,724		27,476,604	23,829
30. New Hampshire NH	L	6,358,819	36,794,615	356,553		43,509,987	13
31. New Jersey NJ	L	23,156,621	161,579,485	1,518,105		186,254,211	261,114
32. New Mexico NM	L	9,610,490	8,226,091	318,772		18,155,353	1,643
33. New York NY	Q	11,307,139	3,007,902	3,236,114		17,551,155	3,339
34. North Carolina NC	L	24,321,008	110,477,318	1,298,163		136,096,489	4,404
35. North Dakota ND	L	14,443,605	19,408,614	130,888		33,983,107	19,857
36. Ohio OH	L	43,457,851	179,882,704	1,196,145		224,536,700	293,236
37. Oklahoma OK	L	1,541,397	45,187,984	364,455		47,093,836	19,074
38. Oregon OR	L	8,008,953	65,505,543	350,665		73,865,161	59,779
39. Pennsylvania PA	L	49,367,226	189,136,411	1,809,642		240,313,279	299,172
40. Rhode Island RI	L	552,848	9,127,016	149,023		9,828,887	1,351
41. South Carolina SC	L	5,497,835	96,139,941	706,413		102,344,189	108,420
42. South Dakota SD	L	486,403	4,583,280	174,172		5,243,855	372
43. Tennessee TN	L	17,651,181	55,217,781	597,608		73,466,570	26,475
44. Texas TX	L	42,030,470	238,403,149	2,217,032		282,650,651	45,702
45. Utah UT	L	2,554,696	31,800,496	435,503		34,790,695	34,479
46. Vermont VT	L	530,887	5,467,206	182,483		6,180,576	41,869
47. Virginia VA	L	50,797,362	105,963,494	1,179,571		157,940,427	327,300
48. Washington WA	L	35,184,397	98,357,735	884,119		134,426,251	190,456
49. West Virginia WV	L	3,535,679	87,357,569	252,865		91,146,113	1,660,674
50. Wisconsin WI	L	12,716,264	142,400,157	758,464		155,874,885	66,660
51. Wyoming WY	L	2,354,151	7,198,791	104,100		9,657,042	46,399
52. American Samoa AS	N					0	
53. Guam GU	L	3,023,873		30,604		3,054,477	
54. Puerto Rico PR	L	245,952	20,737,738	70,055		21,053,745	
55. US Virgin Islands VI	L	31,179		26,769		57,948	
56. Northern Mariana Islands MP	N					0	
57. Canada CAN	N	61,558	2,104,909	9,690		2,176,157	
58. Aggregate Other Alien OT	XXX	17,039	(4,111,796)	8,493	0	(4,086,264)	0
59. Subtotal	(a) 53	1,050,132,901	4,911,422,277	39,369,502	0	6,000,924,680	12,466,831
90. Reporting entity contributions for employee benefit plans	XXX					0	
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX	39,312,401				39,312,401	
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX					0	
93. Premium or annuity considerations waived under disability or other contract provisions	XXX	2,598,926		2,699,467		5,298,393	
94. Aggregate other amounts not allocable by State	XXX	0	0	0	0	0	0
95. Totals (Direct Business)	XXX	1,092,044,228	4,911,422,277	42,068,969	0	6,045,535,474	12,466,831
96. Plus reinsurance assumed	XXX	40,533,308	2,410,863	34,389		42,978,560	
97. Totals (All Business)	XXX	1,132,577,536	4,913,833,140	42,103,358	0	6,088,514,034	12,466,831
98. Less reinsurance ceded	XXX	4,176,746,302	2,320,024,862	623,385		6,497,394,549	
99. Totals (All Business) less reinsurance ceded	XXX	(3,044,168,766)	2,593,808,278	(b) 41,479,973	0	(408,880,515)	12,466,831
DETAILS OF WRITE-INS							
58001. Other foreign premiums not included above	XXX	17,039		8,493		25,532	
58002. U.S. premium of Canadian affiliate included above	XXX		(4,111,796)			(4,111,796)	
58003.	XXX					0	
58998. Summ. of remaining write-ins for line 58 from overflow page	XXX	0	0	0	0	0	0
58999. Total (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX	17,039	(4,111,796)	8,493	0	(4,086,264)	0
9401.	XXX					0	
9402.	XXX					0	
9403.	XXX					0	
9498. Summ. of remaining write-ins for line 94 from overflow page	XXX	0	0	0	0	0	0
9499. Total (Lines 9401 through 9403 plus 9498) (Line 94 above)	XXX	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

Explanation of basis of allocation by states, etc., of premiums and annuity considerations.

Individual life,health and annuity considerations are allocated to the states based upon the current mailing address of the policyholder.
Group life and health are allocated to the states based upon the location of the employees or other insureds.
Group annuity premiums and considerations are allocated to the state in which the group headquarters is located.

(a) Insert the number of "L" responses except for Canada and Other Alien.
(b) Column 4 should balance with Exhibit 1, Lines 6.4, 10.4 and 16.4, Cols. 8, 9, and 10, or with Schedule H, Part 1, Column 1, Line 1. Indicate which:
Exhibit 1, Lines 6.4, 10.4 and 16.4, Cols. 8, 9 and 10

SCHEDULE T - PART 2

INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

States, Etc.	Direct Business Only					
	1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	6 Totals
1. Alabama AL	13,117,847	46,610,153			1,294	59,729,294
2. Alaska AK	2,000,859	15,504,657			127,152	17,632,668
3. Arizona AZ	19,367,119	76,669,912			84,421	96,121,452
4. Arkansas AR	1,912,482	8,408,086			40,763	10,361,331
5. California CA	31,186,113	723,497,337			2,860,858	757,544,308
6. Colorado CO	31,732,944	309,788,582			1,713,500	343,235,026
7. Connecticut CT	21,721,519	80,187,650			25,179	101,934,348
8. Delaware DE	44,739,425	21,282,022			48,185	66,069,632
9. District of Columbia DC	1,321,632	17,796,919			880	19,119,431
10. Florida FL	118,926,297	203,494,490			457,620	322,878,407
11. Georgia GA	108,890,518	69,381,398			48,577	178,320,493
12. Hawaii HI	3,963,556	12,819,041			5,869	16,788,466
13. Idaho ID	1,404,766	22,668,657			12,759	24,086,182
14. Illinois IL	75,139,848	136,163,814			566,303	211,869,965
15. Indiana IN	32,786,172	76,947,885			532,680	110,266,737
16. Iowa IA	5,077,942	36,384,534			26,753	41,489,229
17. Kansas KS	19,755,023	40,382,137			40,437	60,177,597
18. Kentucky KY	12,527,543	49,898,091			1,090	62,426,724
19. Louisiana LA	9,054,873	150,597,820			72,787	159,725,480
20. Maine ME	2,702,339	26,179,865			84,932	28,967,136
21. Maryland MD	16,047,984	174,349,387			225,614	190,622,985
22. Massachusetts MA	11,507,655	331,846,286			50,875	343,404,816
23. Michigan MI	52,494,403	123,091,742			572,590	176,158,735
24. Minnesota MN	9,247,550	187,543,696			3,513	196,794,759
25. Mississippi MS	10,275,706	37,224,993			1,465	47,502,164
26. Missouri MO	20,577,976	136,656,242			1,257,121	158,491,339
27. Montana MT	622,953	19,705,889			17,565	20,346,407
28. Nebraska NE	1,100,316	31,341,637			50,432	32,492,385
29. Nevada NV	2,084,658	25,045,222			23,829	27,153,709
30. New Hampshire NH	6,358,819	36,794,615			13	43,153,447
31. New Jersey NJ	23,156,621	161,579,485			261,114	184,997,220
32. New Mexico NM	9,610,490	8,226,091			1,643	17,838,224
33. New York NY	11,307,139	3,007,902			3,339	14,318,380
34. North Carolina NC	24,321,008	110,477,318			4,404	134,802,730
35. North Dakota ND	14,443,605	19,408,614			19,857	33,872,076
36. Ohio OH	43,457,851	179,882,704			293,236	223,633,791
37. Oklahoma OK	1,541,397	45,187,984			19,074	46,748,455
38. Oregon OR	8,008,953	65,505,543			59,779	73,574,275
39. Pennsylvania PA	49,367,226	189,136,411			299,172	238,802,809
40. Rhode Island RI	552,848	9,127,016			1,351	9,681,215
41. South Carolina SC	5,497,835	96,139,941			108,420	101,746,196
42. South Dakota SD	486,403	4,583,280			372	5,070,055
43. Tennessee TN	17,651,181	55,217,781			26,475	72,895,437
44. Texas TX	42,030,470	238,403,149			45,702	280,479,321
45. Utah UT	2,554,696	31,800,496			34,479	34,389,671
46. Vermont VT	530,887	5,467,206			41,869	6,039,962
47. Virginia VA	50,797,362	105,963,494			327,300	157,088,156
48. Washington WA	35,184,397	98,357,735			190,456	133,732,588
49. West Virginia WV	3,535,679	87,357,569			1,660,674	92,553,922
50. Wisconsin WI	12,716,264	142,400,157			66,660	155,183,081
51. Wyoming WY	2,354,151	7,198,791			46,399	9,599,341
52. American Samoa AS						0
53. Guam GU	3,023,873					3,023,873
54. Puerto Rico PR	245,952	20,737,738				20,983,690
55. US Virgin Islands VI	31,179					31,179
56. Northern Mariana Islands MP						0
57. Canada CAN	61,558	2,104,909				2,166,467
58. Aggregate Other Alien OT	17,039	(4,111,796)				(4,094,757)
59. Totals	1,050,132,901	4,911,422,277	0	0	12,466,831	5,974,022,009

Organizational Chart – December 31, 2016

I. OWNERSHIP OF POWER CORPORATION OF CANADA

The following sets out the ownership, based on votes attached to the outstanding voting shares, of Power Corporation of Canada:

The Desmarais Family Residuary Trust
99.999% - Pansolo Holding Inc.

59.22% - **Power Corporation of Canada**

The total voting rights of Power Corporation of Canada (PCC) controlled directly and indirectly by the Desmarais Family Residuary Trust are as follows. There are issued and outstanding as of December 31, 2016 414,461,536 Subordinate Voting Shares (SVS) of PCC carrying one vote per share and 48,854,772 Participating Preferred Shares (PPS) carrying 10 votes per share; hence the total voting rights are 903,009,256.

Pansolo Holding Inc. owns directly 48,363,392 SVS and 48,638,392 PPS, entitling Pansolo Holding Inc. directly to an aggregate percentage of voting rights of 534,747,312 or 59.22% of the total voting rights attached to the shares of PCC.

II. OWNERSHIP BY POWER CORPORATION OF CANADA

Power Corporation of Canada has a voting interest in the following entities:

A. Great-West Life & Annuity Insurance Company Group of Companies *(U.S. insurance)*

Power Corporation of Canada
100.0% - 171263 Canada Inc.
65.591% - Power Financial Corporation
67.880% - Great-West Lifeco Inc.
100.0% - Great-West Financial (Canada) Inc.
100.0% - Great-West Financial (Nova Scotia) Co.
100.0% - Great-West Lifeco U.S. LLC
100.0% - Great-West Services Singapore I Private Limited
100.0% - Great-West Services Singapore II Private Limited
99.0% - Great West Global Business Services India Private Limited (1% owned by Great-West Services Singapore I Private Limited)
1.0% - Great West Global Business Services India Private Limited (99% owned by Great-West Services Singapore II Private Limited)
100.0% - GWL&A Financial Inc.
60.0% - Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. (40% owned by Great-West Life & Annuity Insurance Capital, LP)
40.0% - Great-West Life & Annuity Insurance Capital, LLC (60% owned by GWL&A Financial Inc.)
60.0% - Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II (40% owned by Great-West Life & Annuity Insurance Capital, LP II)
40.0% - Great-West Life & Annuity Insurance Capital, LLC II (60% owned by GWL&A Financial Inc.)
60.0% - Great-West Life & Annuity Insurance Capital, LLC (40% owned by Great-West Life & Annuity Insurance Capital (Nova Scotia) Co.)
60.0% - Great-West Life & Annuity Insurance Capital, LLC II (40% owned by Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II)

100.0% - **Great-West Life & Annuity Insurance Company** *(Fed ID # 84-0467907 - NAIC # 68322, CO)*
100.0% - Great-West Life & Annuity Insurance Company of New York *(Fed ID # 13-2690792 - NAIC # 79359, NY)*
100.0% - Advised Assets Group, LLC
100.0% - GWFS Equities, Inc.
100.0% - Great-West Life & Annuity Insurance Company of South Carolina
100.0% - Emjay Corporation
100.0% - FASCore, LLC
50.0% - Westkin Properties Ltd.
100.0% - Great-West Capital Management, LLC
100.0% - Great-West Trust Company, LLC
100.0% - Lottery Receivable Company One LLC
100.0% - LR Company II, L.L.C.
100.0% - Singer Collateral Trust IV
100.0% - Singer Collateral Trust V
100.0% - Great-West Financial Retirement Plan Services, LLC
100.0% - Empower Securities, LLC

B. Putnam Investments Group of Companies *(Mutual Funds)*

Power Corporation of Canada
100.0% - 171263 Canada Inc.
65.591% - Power Financial Corporation
67.880% - Great-West Lifeco Inc.
100.0% - Great-West Financial (Canada) Inc.
100.0% - Great-West Financial (Nova Scotia) Co.
100% - Great-West Lifeco U.S. LLC
99.0% - Great-West Lifeco U.S. Holdings, L.P. (1% owned by Great-West Lifeco U.S. Holdings, LLC)
100.0% - Great-West Lifeco U.S. Holdings, LLC
1% - Great-West Lifeco U.S. Holdings, L.P. (99% owned by Great-West Lifeco U.S. LLC)
95.84% - Putnam Investments, LLC (4.16% owned by Putnam senior management)
100.0% - Putnam Acquisition Financing, Inc.
100.0% - Putnam Acquisition Financing LLC
100.0% - Putnam Holdings, LLC
100.0% - Putnam U.S. Holdings I, LLC
100.0% - Putnam Investment Management, LLC
100.0% - Putnam Fiduciary Trust Company
100.0% - Putnam Investor Services, Inc.
100.0% - Putnam Retail Management GP, Inc.
1.0% - Putnam Retail Management Limited Partnership (99% owned by Putnam U.S. Holdings I, LLC)
99.0% - Putnam Retail Management Limited Partnership (1% owned by Putnam Retail Management GP, Inc.)
100.0% - PanAgora Holdings, Inc.
82.02% - PanAgora Asset Management, Inc. (16.08% owned by Nippon Life Insurance Company, 3% non voting by management)

100.0% - Putnam GP Inc.
1.0% - TH Lee Putnam Equity Managers LP (99% owned by Putnam U.S. Holdings I, LLC)
99.0% - TH Lee Putnam Equity Managers LP (1% owned by Putnam GP Inc.)
100.0% - Putnam Investment Holdings, L.L.C.
100.0% - Savings Investments, LLC
100.0% - Putnam Capital, LLC
100.0% - Putnam Mortgage Opportunities Company
100.0% - The Putnam Advisory Company, LLC
100.0% - Putnam Advisory Holdings LLC
100.0% - Putnam Investments Canada ULC
100.0% - Putnam Investments (Ireland) Limited
100.0% - Putnam Investments Australia Pty
100.0% - Putnam Investments Securities Co., Ltd.
100.0% - Putnam International Distributors, Ltd.
100.0% - Putnam Investments Argentina S.A.
100.0% - Putnam Investments Limited

C. The Great-West Life Assurance Company Group of Companies *(Canadian insurance)*

Power Corporation of Canada
100.0% - 171263 Canada Inc.
65.591% - Power Financial Corporation
67.880% - Great-West Lifeco Inc.
100.0% - 2142540 Ontario Inc.
1.0% - Great-West Lifeco Finance (Delaware) LP (99.0% owned by Great-West Lifeco Inc.)
40.0% - Great-West Lifeco Finance (Delaware) LLC (60.0% owned by The Great-West Life Assurance Company)
100.0% - 2023308 Ontario Inc.
1.0% - Great-West Life & Annuity Insurance Capital, LP (99.0% owned by Great-West Lifeco Inc.)
40.0% - Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. (60.0% owned by GWL&A Financial Inc.)
40.0% - Great-West Life & Annuity Insurance Capital, LLC (60.0% owned by GWL&A Financial Inc.)
1.0% - Great-West Life & Annuity Insurance Capital, LP II (99.0% owned by Great-West Lifeco Inc.)
40.0% - Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II (60.0% owned by GWL&A Financial Inc.)
40.0% - Great-West Life & Annuity Insurance Capital, LLC II (60.0% owned by GWL&A Financial Inc.)
100.0% - 2171866 Ontario Inc
1.0% - Great-West Lifeco Finance (Delaware) LP II (99.0% owned by Great-West Lifeco Inc.)
100.0% - Great-West Lifeco Finance (Delaware) LLC II
100.0% - 2023310 Ontario Inc.
100.0% - 2023311 Ontario Inc.
100.0% - 6109756 Canada Inc.
100.0% - 6922023 Canada Inc.
100.0% - 8563993 Canada Inc.
100.0% - 9855297 Canada Inc.

100.0% - **The Great-West Life Assurance Company** *(NAIC #80705, MI)*
- 29.4% - GWL THL Private Equity I Inc. (11.8% owned by The Canada Life Assurance Company, 58.8% owned by The Canada Life Insurance Company of Canada)
  - 100.0% - GWL THL Private Equity II Inc.
  - 100.0% - Great-West Investors Holdco Inc.
  - 100.0% - Great-West Investors LLC
    - 100.0% - Great-West Investors LP Inc.
      - 99.0% - Great-West Investors LP (1.0% owned by Great-West Investors GP Inc.)
        - 100.0% - T.H. Lee Interests
      - 100.0% - Great-West Investors GP Inc.
        - 1.0% - Great-West Investors LP (99.0% owned by Great-West Investors LP Inc.)
          - 100.0% - T.H. Lee Interests
- 100.0% - GWL Realty Advisors Inc.
  - 100.0% - GWL Realty Advisors U.S., Inc.
  - 100.0% - RA Real Estate Inc.
    - 0.1% - RMA Real Estate LP (69.9% owned by The Great-West Life Assurance Company, 30.0% owned by London Life Insurance Company)
      - 100% - RMA Properties Ltd.
      - 100% - RMA Properties (Riverside) Ltd.
      - 100% - S-8025 Holdings Ltd.
  - 100.0% - Vertica Resident Services Inc.
  - 100.0% - 2278372 Ontario Inc.
- 100.0% - GLC Asset Management Group Ltd.
- 100.0% - 200 Graham Ltd.
- 100.0% - 801611 Ontario Limited
- 100.0% - 1213763 Ontario Inc.
  - 99.99% - Riverside II Limited Partnership (0.01% owned by 2024071 Ontario Limited)
- 70.0% - Kings Cross Shopping Centre Ltd. (30% owned by London Life Insurance Company)
- 100.0% - 681348 Alberta Ltd.
- 50.0% - 3352200 Canada Inc.
- 100.0% - 1420731 Ontario Limited
- 60.0% - Great-West Lifeco Finance (Delaware) LLC (40.0% owned by Great-West Lifeco Finance (Delaware) LP)
- 100.0% - 1455250 Ontario Limited
- 100.0% - CGWLL Inc.
- 65.0% - The Walmer Road Limited Partnership (35.0% owned by London Life Insurance Company)
- 50.0% - Laurier House Apartments Limited (50.0% owned by London Life Insurance Company)
- 100.0% - 2024071 Ontario Limited
  - 100.0% - 431687 Ontario Limited
    - 0.01% - Riverside II Limited Partnership (99.99% owned by 1213763 Ontario Inc.)
- 100.0% - High Park Bayview Inc.
  - 0.001% - High Park Bayview Limited Partnership
- 75.0% - High Park Bayview Limited Partnership (25.0% owned by London Life Insurance Company)
- 5.6% - MAM Holdings Inc. (94.4% owned by The Canada Life Insurance Company of Canada)
  - 100% - Mountain Asset Management LLC

100.0% - 647679 B.C. Ltd.
70.0% - TGS North American Real Estate Investment Trust (30% owned by London Life Insurance Company)
100.0% - TGS Trust
70.0% - RMA Realty Holdings Corporation Ltd. (30.0% owned by London Life Insurance Company)
100.0% 1995709 Alberta Ltd.
100.0% - RMA (U.S.) Realty LLC (Delaware) (special shares held by 1995709 Alberta Ltd.
100.0% - RMA American Realty Corp.
1% - RMA American Realty Limited Partnership [(99% owned by RMA (U.S.) Realty LLC (Delaware)]
99.0% - RMA American Realty Limited Partnership (1% owned by RMA American Realty Corp.)
69.9% - RMA Real Estate LP (30.0% owned by London Life Insurance Company; 0.1% owned by RA Real Estate Inc.)
100.0% - RMA Properties Ltd.
100.0% - S-8025 Holdings Ltd.
100.0% - RMA Properties (Riverside) Ltd.
70.0% - KS Village (Millstream) Inc. (30.0% owned by London Life Insurance Company)
70.0% - 0726861 B.C. Ltd. (30.0% owned by London Life Insurance Company)
70.0% - Trop Beau Developments Limited (30.0% owned by London Life Insurance Company)
70.0% - Kelowna Central Park Properties Ltd. (30.0% owned by London Life Insurance Company)
70.0% - Kelowna Central Park Phase II Properties Ltd. (30.0% owned by London Life Insurance Company)
40.0% - PVS Preferred Vision Services Inc.
12.5% - Vaudreuil Shopping Centres Limited (75.0% owned by London Life Insurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
70.0% - Saskatoon West Shopping Centres Limited (30.0% owned by London Life Insurance Company)
12.5% - 2331777 Ontario Ltd. (75.0% owned by London Life Insurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
12.5% - 2344701 Ontario Ltd. (75.0% owned by London Life Insurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
12.5% - 2356720 Ontario Ltd. (75.0% owned by London Life Insurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
12.5% - 0977221 B.C. Ltd. (75.0% owned by London Life Insurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
100.0% - 7419521 Manitoba Ltd.
0.001% - 7420928 Manitoba limited Partnership (24.99% owned each by The Great-West Life Assurance Company, London Life Insurance Company, The Canada Life Assurance Company and The Canada Life Insurance Company of Canada)
100.0% - 7419539 Manitoba Ltd.
100.0% - London Insurance Group Inc.
100.0% - Trivest Insurance Network Limited
100.0% - London Life Insurance Company *(Fed ID # 52-1548741 – NAIC # 83550, MI)*
100.0% - 1542775 Alberta Ltd.
100.0% - 0813212 B.C. Ltd.
30.0% - Kings Cross Shopping Centre Ltd. (70% owned by The Great-West Life Assurance Company)
30.0% - 0726861 B.C. Ltd. (70% owned by The Great-West Life Assurance Company)
30.0% - TGS North American Real Estate Investment Trust (70% owned by The Great-West Life Assurance Company)
100.0% - TGS Trust
30.0% - RMA Realty Holdings Corporation Ltd. (70% owned by The Great-West Life Assurance Company)
100.0% 1995709 Alberta Ltd.
100.0% - RMA (U.S.) Realty LLC (Delaware) (special shares held by 1995709 Alberta Ltd.)
100.0% - RMA American Realty Corp.

1.0% - RMA American Realty Limited Partnership [(99% owned by RMA (U.S.) Realty LLC (Delaware)]
99.0% - RMA American Realty Limited Partnership (1% owned by RMA American Realty Corp.)
30.0% - RMA Real Estate LP (69.9% owned by The Great-West Life Assurance Company; 0.1% owned by RA Real Estate Inc.)
100.0% - RMA Properties Ltd.
100.0% - S-8025 Holdings Ltd.
100.0% - RMA Properties (Riverside) Ltd.
100.0% - 1319399 Ontario Inc.
24.99%- 7420928 Manitoba limited Partnership (24.99% limited partner interest each held by The Great-West Life Assurance Company, The Canada Life Assurance Company and The Canada Life Insurance Company of Canada; 7419521 Manitoba Ltd. holds 0.001% interest)
100.0% - 3853071 Canada Limited
50.0% - Laurier House Apartments Limited (50.0% owned by The Great-West Life Assurance Company)
30.0% - Kelowna Central Park Properties Ltd. (70.0% owned by The Great-West Life Assurance Company)
30.0% - Kelowna Central Park Phase II Properties Ltd. (70.0% owned by The Great-West Life Assurance Company)
30.0% - Trop Beau Developments Limited (70.0% owned by The Great-West Life Assurance Company)
100.0% - 4298098 Canada Inc.
100.0% - GWLC Holdings Inc.
100% - GLC Reinsurance Corporation
100.0% - 389288 B.C. Ltd.
100.0% - Quadrus Investment Services Ltd.
35.0% - The Walmer Road Limited Partnership (65.0% owned by The Great-West Life Assurance Company)
100.0% - 177545 Canada Limited
88.0% - Neighborhood Dental Services Ltd.
100.0% - Quadrus Distribution Services Ltd.
100.0% - Toronto College Park Ltd.
25.0% - High Park Bayview Limited Partnership (75.0% owned by The Great-West Life Assurance Company)
30.0% - KS Village (Millstream) Inc. (70.0% owned by The Great-West Life Assurance Company)
100.0% - London Life Financial Corporation
89.4% - London Reinsurance Group, Inc. (10.6% owned by London Life Insurance Company)
100.0% - London Life and Casualty Reinsurance Corporation
100.0% - Trabaja Reinsurance Company Ltd.
100.0% - London Life and Casualty (Barbados) Corporation
100.0% - LRG (US), Inc.
100.0% - London Life International Reinsurance Corporation
100.0% - London Life Reinsurance Company *(Fed ID # 23-2044256 – NAIC # 76694, PA)*
75.0% - Vaudreuil Shopping Centres Limited (12.5% owned by The Great-West Life Assurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
10.6% - London Reinsurance Group Inc. (89.4% owned by London Life Financial Corporation)
30.0% - Saskatoon West Shopping Centres Limited (70.0% owned by The Great-West Life Assurance Company)
75.0% - 2331777 Ontario Ltd. (12.5% owned by The Great-West Life Assurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
75.0% - 2344701 Ontario Ltd. (12.5% owned by The Great-West Life Assurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
75.0% - 2356720 Ontario Ltd. (12.5% owned by The Great-West Life Assurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
75.0% - 0977221 B.C. Ltd. (12.5% owned by The Great-West Life Assurance Company, 12.5% owned by The Canada Life Insurance Company of Canada)
100.0% - Canada Life Financial Corporation

100.0% - **The Canada Life Assurance Company** *(Fed ID # 38-0397420, NAIC # 80659, MI)*
- 24.99%- 7420928 Manitoba Limited Partnership (24.99% limited partner interest held by The Great-West Life Assurance Company, London Life Insurance Company and the Canada Life Insurance Company of Canada; 7419521 Manitoba Ltd. holds 0.001% interest)
- 100.0% - Canada Life Capital Corporation, Inc.
  - 100.0% - Canada Life International Holdings, Limited
    - 100.0% - Canada Life Group Holdings Limited
    - 100.0% - Canada Life International Services Limited
    - 100.0% - Canada Life International Limited
      - 100.0% - CLI Institutional Limited
    - 100.0% - The Canada Life Group (U.K.) Limited
      - 80.0% - Canada Life International Assurance (Ireland) Designated Activity Company (20.0% owned by CL Abbey Limited)
      - 100.0% - Canada Life Irish Holding Company, Limited
        - 100.0% - Canada Life Group Services Limited
        - 100.0% - Canada Life Europe Investment Limited
          - 100.0% - Canada Life Europe Management Services, Limited
            - 21.33% - Canada Life Assurance Europe Limited (78.67% owned by Canada Life Europe Investment Limited)
          - 78.67% - Canada Life Assurance Europe Limited (21.33% owned by Canada Life Europe Management Services Limited)
      - 100.0% - London Life and General Reinsurance dac
      - 100.0% - Canada Life International Re dac
        - 100.0% - Canada Life Reinsurance International Ltd.
        - 100.0% - Canada Life Reinsurance Ltd.
      - 100.0% - CL Abbey Limited
        - 20.0% - Canada Life International Assurance (Ireland) Designated Activity Company (80.0% owned by The Canada Life Group (U.K.) Limited)
      - 100.0% - Irish Life Investment Managers Limited
        - 100.0% - Summit Asset Managers Limited
          - 7.0% - Irish Association of Investment Managers CLG
      - 100.0% - Setanta Asset Management Limited
      - 100.0% - Canada Life Pension Managers & Trustees Limited
      - 100.0% - Canada Life Asset Management Limited
      - 100.0% - Canada Life European Real Estate Limited
        - 100.0% - Hotel Operations (Walsall) Limited
        - 100.0% - Hotel Operations (Cardiff) Limited
      - 100.0% - Canada Life Trustee Services (U.K.) Limited
      - 100.0% - CLFIS (U.K.) Limited
      - 100.0% - Canada Life Limited
        - 30.45% - ETC Hobley Drive Management Company Limited
        - 100.0% - Synergy Sunrise (Wellington Row) Limited
        - 100.0% - Canada Life (U.K.) Limited
          - 100.0% - Albany Life Assurance Company Limited
          - 100.0% - Canada Life Management (U.K.) Limited
          - 100.0% - Canada Life Services (U.K.) Limited
          - 100.0% - Canada Life Fund Managers (U.K.) Limited

100.0% - Canada Life Group Services (U.K.) Limited
100.0% - Canada Life Holdings (U.K.) Limited
100.0% - Canada Life Irish Operations Limited
100.0% - Canada Life Ireland Holdings Limited.
100.0% - Irish Life Group Limited
100.0% Canada Life (Ireland) Limited
100.0% Irish Life Health dac
100.0% - Irish Progressive Services International Ltd
100.0% - Irish Life Group Services Limited
100.0% - Irish Life Financial Services Ltd.
100.0% - Glohealth Financial Services Limited
49.0% - Affinity First Limited (51.0% interest unknown)
100.0% - Vestone Ltd.
100.0% - Cornmarket Group Financial Services Limited
100.0% - Cornmarket Insurance Brokers Ltd.
100.0% - Cornmarket Insurance Services Limited
25.0% EIS Financial Services Limited (75.0% interest unknown)
100.0% - Cornmarket Retail Trading Ltd.
100.0% - Savings & Investments Ltd.
100.0% - Gregan McGuiness (Life & Pensions) Ltd.
100.0% - Penpro Limited
100.0% - Irish Life Associate Holdings Unlimited Company
100.0% - Irish Life Irish Holdings Unlimited Company
30.43% - Allianz-Irish Life Holdings plc.
100.0% - Irish Life Assurance plc.
100.0% - Ballsbridge Property Investments Ltd.
100.0% - Cathair Ce Ltd.
100.0% - Ilona Financial Group, Inc.
100.0% - Irish Life Unit Fund Managers Ltd.
100.0% - Tredwell Associates Ltd.
100.0% - Irish Life Trustee Services Limited
100.0% - Office Park De Mont-St-Guibert A S.A.
100.0% - Office Park De Mont-St-Guibert B S.A.
100.0% - Office Park De Mont-St-Guibert C S.A.
100.0% - (2,3&4) Basement Company Limited
66.66% - City Gate Park Administration Limited
51.0% - SJRQ Riverside IV Management Company Ltd.
50.0% - Hollins Clough Management Company Ltd.
50.0% - Dakline Company Ltd.
20.0% - Choralli Limited
14.0% - Baggot Court Management Limited
5.5% - Padamul Ltd.

18.2143% - Tour Esplanade (Paris) LP
100.0% - 4073649 Canada, Inc. (1 common share owned by 587443 Ontario, Inc.)
100.0% - CL Luxembourg Capital Management S.á.r.l.
100.0% - 8478163 Canada Limited
100.0% - Canada Life Capital Bermuda Limited
100.0% - 9983813 Canada Inc.
100.0% - Canada Life Capital Bermuda III Limited
100.0% - Canada Life Capital Bermuda II Limited
100.0% - The Canada Life Insurance Company of Canada
24.99%- 7420928 Manitoba limited Partnership (24.99% limited partner interest held by The Great-West Life Assurance Company, London Life Insurance Company and The Canada Life Assurance Company; 7419521 Manitoba Ltd. holds 0.001% interest)
100.0% - 6855572 Manitoba Ltd.
94.4% - MAM Holdings Inc. (5.6% owned by The Great-West Life Assurance Company)
100.0% - Mountain Asset Management LLC
12.5% - 2331777 Ontario Ltd. (75% owned by London Life Insurance Company, 12.5% owned by The Great-West Life Assurance Company)
12.5% - 2344701 Ontario Ltd. (75% owned by London Life Insurance Company, 12.5% owned by The Great-West Life Assurance Company)
12.5% - Vaudreuil Shopping Centres Limited (75% owned by London Life Insurance Company, 12.5% owned by The Great-West Life Assurance Company)
12.5% - 2356720 Ontario Ltd. (75% owned by London Life Insurance Company, 12.5% owned by The Great-West Life Assurance Company)
12.5% - 0977221 B.C. Ltd. (75% owned by London Life Insurance Company, 12.5% owned by The Great-West Life Assurance Company)
58.8% - GWL THL Private Equity I Inc. (11.8% The Canada Life Assurance Company, 29.4% The Great-West Life Assurance Company)
100.0% - GWL THL Private Equity II Inc.
100.0% - Great-West Investors Holdco Inc.
100.0% - Great-West Investors LLC
100.0% - Great-West Investors LP Inc.
99.0% - Great-West Investors LP (1.0% owned by Great-West Investors GP Inc.)
100.0% - T.H. Lee Interests
100.0% - Great-West Investors GP Inc.
1.0% - Great-West Investors LP (99.0% Great-West Investors LP Inc.)
100.0% - T.H. Lee Interests
100.0% - CL Capital Management (Canada), Inc.
100.0% - 587443 Ontario Inc.
100.0% - Canada Life Mortgage Services Ltd.
100.0% - Adason Properties Limited
11.8% - GWL THL Private Equity I Inc. (29.4% owned by The Great-West Life Assurance Company, 58.8% owned by The Canada Life Insurance Company of Canada)
100.0% - GWL THL Private Equity II Inc.
100.0% - Great-West Investors Holdco Inc.
100.0% - Great-West Investors LLC
100.0% - Great-West Investors LP Inc.
99.0% - Great-West Investors LP (1.0% owned by Great-West Investors GP Inc.)
100% - T.H. Lee Interests
100.0% - Great-West Investors GP Inc.
1.0% - Great-West Investors LP (99.0% Great-West Investors LP Inc.)

100.0% - T.H. Lee Interests

100.0% - Canada Life Capital Trust

D. IGM Financial Inc. Group of Companies *(Canadian mutual funds)*

Power Corporation of Canada
- 100.0% - 171263 Canada Inc.
  - 65.591% - Power Financial Corporation
    - 61.506% - **IGM Financial Inc.**
      - 100.0% - Investors Group Inc.
        - 100.0% - Investors Group Financial Services Inc.
        - 100.0% - I.G. International Management Limited
          - 100.0% - I.G. Investment Management (Hong Kong) Limited
        - 100.0% - Investors Group Trust Co. Ltd.
          - 100.0% - 391102 B.C. Ltd.
        - 100.0% - I.G. Insurance Services Inc.
        - 100.0% - Investors Syndicate Limited
        - 100.0% - Investors Group Securities Inc.
        - 100.0% - 6460675 Manitoba Ltd.
        - 100.0% - I.G. Investment Management, Ltd.
          - 100.0% - Investors Group Corporate Class Inc.
          - 100.0% - Investors Syndicate Property Corp.
          - 100.0% - 0965311 B.C. Ltd.
          - 100.0% - 0992480 B.C. Ltd.
          - 100.0% - 1081605 B.C. Ltd.
          - 100.0% - I.G. Investment Corp.
      - 100.0% - Mackenzie Inc.
        - 100.0% - Mackenzie Financial Corporation
          - 100.0% - Mackenzie Investments Charitable Foundation
            - 14.28% - Strategic Charitable Giving Foundation
          - 100.0% - Mackenzie Cundill Investment Management (Bermuda) Ltd.
          - 100.0% - Mackenzie Financial Capital Corporation
          - 100.0% - Multi-Class Investment Corp.
          - 100.0% - MMLP GP Inc.
          - 100.0% - Mackenzie Investments Corporation
          - 100.0% - Mackenzie Investments PTE. Ltd.
          - 100.0% - Mackenzie U.S. Fund Management Inc.
      - 96.94% - Investment Planning Counsel Inc. (and 3.06% owned by Management of IPC)
        - 100.0% - IPC Investment Corporation
        - 100.0% - IPC Estate Services Inc.
        - 100.0% - IPC Securities Corporation
          - 88.89% - IPC Portfolio Services Inc. (and 11.11% owned by advisors of IPC Investment Corporation and IPC Securities Corporation)

100.0% - Counsel Portfolio Services Inc.
100.0% - Counsel Portfolio Corporation
37.74% - Portag3 Ventures LP
32.8% - Springboard LP
69.7% - WealthSimple Financial Corp.
15.0% - Personal Capital Corporation

E. Pargesa Holding SA Group of Companies *(European investments)*

Power Corporation of Canada
100.0% - 171263 Canada Inc.
65.591% - Power Financial Corporation
100.0% - Power Financial Europe B.V.
50.0% - Parjointco N.V.
75.4% - **Pargesa Holding SA** (55.5% capital)
100.0% - Pargesa Netherlands B.V.
51.9% (taking into account the treasury shares - Groupe Bruxelles Lambert (50.0% in capital)
Capital
6.8% - Pernod Ricard (7.5% in capital)
16.9% - Umicore
20.0% - Ontex
7.5% - adidas
0.4% - LTI One
1.2% - Sagerpar
100.0% - Belgian Securities B.V.
Capital
69.6% - Imerys (53.7% in capital)
100.0% - Brussels Securities
Capital
99.6% - LTI One
0.1% - Groupe Bruxelles Lambert
100.0% - LTI Two
0.1% - Groupe Bruxelles Lambert
0.1% - Umicore
100.0% - URDAC
0.1% - Groupe Bruxelles Lambert
100.0% - FINPAR
0.1% - Groupe Bruxelles Lambert
98.8% - Sagerpar
3.3% - Groupe Bruxelles Lambert
10.0% - GBL Participations SA
100.0% - GBL Energy S.á.r.l.

Capital
1.8% - adidas
0.7% - Total SA (1.2% in capital)
100.0% - GBL Verwaltung GmbH (in liquidation)
100.0% - GBL Finance & Treasury
90.0% - GBL Participations SA
67.4% - Serena S.á.r.l.
Capital
16.2% - SGS
100.0% - Eliott Capital
Capital
9.4% - LafargeHolcim
100.0% - GBL Verwaltung SA
Capital
100.0% - GBL Investments Limited
100.0% - GBL R
100.0% - Sienna Capital S.á.r.l
Capital
10.9% - Sagard FCPR
0.3% - Sagard II A FPCI
75.0% - Sagard II B FPCI
26.9% - Sagard 3 Millésime 1 FPCI
29.6% - Kartesia Credit Opportunities I SCA, SICAV-SIF
22.2% - Kartesia Management SA
50.0% - Ergon Capital Partners SA
5.9% - Ergon Capital SA
42.4% - Ergon Capital Partners II SA
89.9% - Ergon Capital Partners III SA
15.1% - Mérieux Participations SAS
37.7% - Mérieux Participations 2 SAS
100.0% - PrimeStone Capital Parallel Vehicle SCS
1.7% - PrimeStone Capital Special Limited Partner SCSp
9.8% - BDT Capital Partners Fund II (INT),L.P.
100.0% - Sienna Capital International
100.0% - GBL Finance S.á.r.l
32.6% - Serena S.á.r.l
1.0% - Engie (0.6% in capital)
100.0% - Pargesa Netherlands B.V.
100.0% - SFPG

F. Square Victoria Communications Group Inc. Group of Companies *(Canadian communications)*

Power Corporation of Canada
- 100.0% - Square Victoria Communications Group Inc.
  - 100.0% - Gesca Ltée
    - 100.0% - La Presse, ltée
      - 100.0% - Nuglif inc.
    - 100.0% - Cyberpresse Inc.
    - 100.0% - 9214470 Canada Inc.
  - 100.0% - Square Victoria Digital Properties inc.
    - 100.0% - Les Éditions Gesca Ltée
    - 100.0% - Les Éditions Plus Ltée
    - 50.0% - Workopolis
    - 25.0% - Olive Média
  - 100.0% - Square Victoria C.P. Holding Inc.
    - 33.3% - Canadian Press Enterprises Inc.
      - 100.0% - Pagemasters North America Inc.

G. Power Corporation (International) Limited Group of Companies (*Asian investments)*

Power Corporation of Canada
- 100.0% - **Power Corporation (International) Limited**
  - 99.9% - Power Pacific Corporation Limited
    - 0.1% - Power Pacific Equities Limited
  - 99.9% - Power Pacific Equities Limited
- 100.0% - **Power Communications Inc.**
  - 0.1% - Power Pacific Corporation Limited
- 10.0% - China Asset Management Limited

H. Other PCC Companies

Power Corporation of Canada
- 100.0% - 152245 Canada Inc.
  - 100.0% - 3540529 Canada Inc.
    - 18.75% - Société Immobiliére HMM
    - 1.19% - Quinstreet Inc.
- 100.0% - Square Victoria Real Estate Inc./ Square Victoria Immobilier Inc.
- 100.0% - 3121011 Canada Inc.
- 100.0% - 171263 Canada Inc.
- 100.0% - Victoria Square Ventures Inc.
  - 32.5% - Bellus Health Inc.
  - 25.0% (voting) - 9314-0093 Québec Inc. (formerly Club de Hockey Les Remparts de Québec Inc.)
  - 100.0% - Power Energy Corporation
    - 100.0% - Potentia Renewables Inc.

100.0% - Schooltop Solar LP
85.0% - Reliant First Nations LP
100.0% - PSI Solar Finance 1 LP
100.0% - MOM Solar LP
100.0% - Potentia Solar 5 LP
100.0% - Potentia Solar 14 LP
100.0% - Minnesota Solar, LLC
75.0% - Paintearth Wind Project LP
75.0% - Stirling Wind Project LP
75.0% - Wheatland Wind Project LP
100.0% - Power Renewable Energy Corporation
100.0% - Sequoia Energy Inc.
100.0% - Power Energy Eagle Creek Inc.
60.0% - Power Energy Eagle Creek LLP
52.0% - Eagle Creek Renewable Energy, LLC
100.0% - Power Communications Inc.
100.0% - Brazeau River Resources Investments Inc.
100.0% - PCC Industrial (1993) Corporation
100.0% - Power Corporation International
100.0% - 9808655 Canada Inc.
100.0% - 9958363 Canada Inc.
100.0% - Sagard Holdings Participation US LP
25.0% - Sagard Holdings Inc. (non voting)
100.0% - Sagard Holdings Participation Inc.
75.0% - Sagard Holdings Inc.
100.0% - Sagard Capital Partners GP, Inc.
100.0% - Sagard Capital Partners, L.P.
97.3% - Vein Clinics of America
100.0% - 1069759 B.C. Unlimited Liability Company
96.7% - IntegraMed America, Inc.
50.0% - 9938982 Canada Inc.
100.0% - 9990089 Canada Inc.
100.0% - Power Corporation of Canada Inc.
100.0% - PL S.A.
100.0% - 4190297 Canada Inc.
100% - Sagard Capital Partners Management Corp.
100.0% - Sagard S.A.S.
100.0% - Marquette Communications (1997) Corporation
100.0% - 4507037 Canada Inc.
100.0% - 4524781 Canada Inc.
100.0% - 4524799 Canada Inc.
100.0% - 4524802 Canada Inc.

I. Other PFC Companies

Power Financial Corporation
- 100.0% - 4400003 Canada Inc.
- 100.0% - 3411893 Canada Inc.
- 100.0% - 3439453 Canada Inc.
- 100.0% - Power Financial Capital Corporation
- 100.0% - 7973594 Canada Inc.
- 100.0% - 7973683 Canada Inc.
- 100.0% - 7974019 Canada Inc.
- 100.0% - 8677964 Canada Inc.
- 100.0% - 9194649 Canada Inc.
- 67.2% - Springboard L.P.
  - 69.7% - WealthSimple Financial Corp. (67.8% equity)
    - 100.0% - Wealthsimple Inc.
    - 100.0% - Canadian ShareOwner Investments Inc.
    - 100.0% - CSA Computing Inc.
    - 100.0% - Wealthsimple US, Ltd.
    - 100.0% - Wealthsimple UK Ltd.
    - 100.0% - Wealthsimple Technologies Inc.
- 100.0% - PFC Ventures Inc.
  - 100.0% - Portag3 Ventures GP Inc.
  - 24.52% - Portag3 Ventures L.P.
    - 100.0% - 9917837 Canada Inc.
- 50.0% - Diagram Ventures GP Inc. (9629262 Canada Inc.)

SCHEDULE Y

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Members															
		00000...					Pansolo Holding Inc.	CAN	UIP	The Desmarais Family Residual Trust	Ownership	99.999	The Desmarais Family Residual Trust	N	
		00000...			801166	Toronto Stock Exchange	Power Corporation of Canada	CAN	UIP	Gelco Enterprises Ltd.	Ownership	59.220	The Desmarais Family Residual Trust	N	
		00000...					171263 Canada Inc.	CAN	UIP	Power Corporation of Canada	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...			817411	Toronto Stock Exchange	Power Financial Corporation	CAN	UIP	171263 Canada Inc.	Ownership	65.591	The Desmarais Family Residual Trust	N	
		00000...			850918	Toronto Stock Exchange	Great-West Lifeco Inc.	CAN	UIP	Power Financial Corporation	Ownership	67.880	The Desmarais Family Residual Trust	N	
		00000...					Great-West Financial (Canada) Inc.	CAN	UIP	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Financial (Nova Scotia) Co.	CAN	UIP	Great-West Financial (Canada) Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...		4349800			Great-West Lifeco U.S. LLC	DE	UIP	Great-West Financial (Nova Scotia) Co.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Services Singapore I Private Limited	SGP	NIA	Great-West Lifeco U.S. LLC	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Services Singapore II Private Limited	SGP	NIA	Great-West Services Singapore I Private Limited	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					Great West Global Business Services India Private Limited	IND	NIA	Great-West Services Singapore I Private Limited	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000...					Great West Global Business Services India Private Limited	IND	NIA	Great-West Services Singapore II Private Limited	Ownership	99.000	The Desmarais Family Residual Trust	N	
		00000...	84-1474245..				GWL&A Financial Inc.	DE	UDP	Great-West Lifeco U.S. LLC	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Life & Annuity Insurance Capital (Nova Scotia) Co.	CAN	NIA	GWL&A Financial Inc.	Ownership	60.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Life & Annuity Insurance Capital (Nova Scotia) Co.	CAN	NIA	Great-West Life & Annuity Insurance Capital, LP	Ownership	40.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II	CAN	NIA	GWL&A Financial Inc.	Ownership	60.000	The Desmarais Family Residual Trust	N	
		00000...					Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II	CAN	NIA	Great-West Life & Annuity Insurance Capital, LP II	Ownership	40.000	The Desmarais Family Residual Trust	N	
		00000...	20-2696627..				Great-West Life & Annuity Insurance Capital, LLC	DE	NIA	GWL&A Financial Inc.	Ownership	60.000	The Desmarais Family Residual Trust	N	
		00000...	20-2696627..				Great-West Life & Annuity Insurance Capital, LLC	DE	NIA	Great-West Life & Annuity Insurance Capital (Nova Scotia) Co.	Ownership	40.000	The Desmarais Family Residual Trust	N	
		00000...	20-4856498..				Great-West Life & Annuity Insurance Capital, LLC II	DE	NIA	GWL&A Financial Inc.	Ownership	60.000	The Desmarais Family Residual Trust	N	
		00000...	20-4856498..				Great-West Life & Annuity Insurance Capital, LLC II	DE	NIA	Great-West Life & Annuity Insurance Capital (Nova Scotia) Co. II	Ownership	40.000	The Desmarais Family Residual Trust	N	
0769	Great-West Life	68322...	84-0467907 .		744455		Great-West Life & Annuity Insurance Company	CO	RE	GWL&A Financial Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	

SCHEDULE Y

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0769	Great-West Life	79359	13-2690792		1036213		Great-West Life & Annuity Insurance Company of New York	NY	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
		00000	84-1532243				Advised Assets Group, LLC	CO	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
		00000	84-0965407				GWFS Equities, Inc	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
0769	Great-West Life	12510	20-3387742				Great-West Life & Annuity Insurance Company of South Carolina	SC	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	39-6079818	2694458			Emjay Corporation	WI	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	84-1233483				FASCore, LLC	CO	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
		00000	95-3621044				Westkin Properties Ltd	CA	DS	Great-West Life & Annuity Insurance Company	Ownership	50.000	The Desmarais Family Residual Trust	Y	
		00000	84-1444062				Great-West Capital Management, LLC	CO	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
		00000	84-1455663	2682718			Great-West Trust Company, LLC	CO	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	Y	
		00000	52-2277093				Lottery Receivables Company One LLC	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	52-2080297				LR Company II, L.L.C	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	52-2184985				Singer Collateral Trust IV	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	51-6515315				Singer Collateral Trust V	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	71-0930784				Great-West Financial Retirement Plan Services, LLC	DE	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	47-1894321				Empower Securities, LLC	CO	DS	Great-West Life & Annuity Insurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000					Great-West Lifeco U.S. Holdings, L.P	DE	NIA	Great-West Lifeco U.S. LLC	Ownership	99.000	The Desmarais Family Residual Trust	N	
		00000					Great-West Lifeco U.S. Holdings, L.P	DE	NIA	Great-West Lifeco U.S. Holdings, LLC	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000					Great-West Lifeco U.S. Holdings, LLC	DE	NIA	Great-West Lifeco U.S. LLC	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	26-1080669				Putnam Investments, LLC	DE	NIA	Great-West Lifeco U.S. LLC	Ownership	96.230	The Desmarais Family Residual Trust	N	
		00000	98-0539229				Putnam Acquisition Financing Inc	CO	NIA	Putnam Investments, LLC	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000	87-0803672				Putnam Acquisition Financing LLC	DE	NIA	Putnam Acquisition Financing Inc	Ownership	100.000	The Desmarais Family Residual Trust	N	

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.....	.....	00000...	.....	.....	.....	.....	Putnam Holdings, LLC.....	DE.....	NIA.....	Putnam Acquisition Financing LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	26-0334814..	.....	.....	.....	Putnam U.S. Holdings I, LLC.....	DE.....	NIA.....	Putnam Acquisition Financing LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3542621..	.....	.....	.....	Putnam Investment Management, LLC	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-2777224..	913203	.....	.....	Putnam Fiduciary Trust Company.....	NH.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-2539562..	.....	.....	.....	Putnam Investor Services, Inc.....	MA.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3554902..	.....	.....	.....	Putnam Retail Management GP, Inc.....	MA.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-1223767..	.....	.....	.....	Putnam Retail Management Limited Partnership	MA.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	.....99.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-1223767..	.....	.....	.....	Putnam Retail Management Limited Partnership	MA.....	NIA.....	Putnam Retail Management GP, Inc.....	Ownership.....	.....1.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PanAgora Holdings Inc.....	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3063840..	.....	.....	.....	PanAgora Asset Management, Inc.	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	.....82.020	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	26-0648680..	.....	.....	.....	Putnam GP Inc.....	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3542286..	.....	.....	.....	TH Lee Putnam Equity Managers LP	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	.....99.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3542286..	.....	.....	.....	TH Lee Putnam Equity Managers LP	DE.....	NIA.....	Putnam GP Inc.....	Ownership.....	.....1.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3534983..	.....	.....	.....	Putnam Investment Holdings, L.L.C.....	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	27-3560340..	.....	.....	.....	Savings Investments, LLC.....	DE.....	NIA.....	Putnam Investment Holdings, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	04-3561914..	.....	.....	.....	Putnam Capital, LLC.....	DE.....	NIA.....	Putnam Investment Holdings, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Mortgage Opportunities Company.....	DE.....	NIA.....	Putnam Investment Holdings, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	The Putnam Advisory Company, LLC.....	DE.....	NIA.....	Putnam U.S. Holdings I, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Advisory Holdings LLC.....	DE.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments Canada ULC	CAN.....	NIA.....	Putnam Advisory Holdings LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments (Ireland) Limited.....	IRL.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments Australia Pty Limited.....	AUT.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments Securities Co., Ltd.	JPN.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam International Distributors, Ltd.	KY.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments Argentina S.A.....	ARG.....	NIA.....	Putnam International Distributors, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Putnam Investments Limited	GBR.....	NIA.....	The Putnam Advisory Company, LLC.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2142540 Ontario Inc.....	CAN.....	NIA.....	Great-West Lifeco Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	98-0539416..	.....	.....	.....	Great-West Lifeco Finance (Delaware) LP.....	DE.....	NIA.....	Great-West Lifeco Inc.....	Ownership.....	.....99.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	98-0539416..	.....	.....	.....	Great-West Lifeco Finance (Delaware) LP.....	DE.....	NIA.....	2142540 Ontario Inc.....	Ownership.....	.....1.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	33-1168464..	.....	.....	.....	Great-West Lifeco Finance (Delaware) LLC.....	DE.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....60.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	33-1168464..	.....	.....	.....	Great-West Lifeco Finance (Delaware) LLC.....	DE.....	NIA.....	Great-West Lifeco Finance (Delaware) LP.....	Ownership.....	.....40.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2023308 Ontario Inc.....	CAN.....	NIA.....	Great-West Lifeco Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	20-1859944..	.....	.....	.....	Great-West Life & Annuity Insurance Capital, LP	DE.....	NIA.....	Great-West Lifeco Inc.....	Ownership.....	.....99.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

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		00000...	20-1859944..				Great-West Life & Annuity Insurance Capital, LP	DE	NIA	2023308 Ontario Inc.	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000...	20-4856383..				Great-West Life & Annuity Insurance Capital, LP II	DE	NIA	Great-West Lifeco Inc.	Ownership	99.000	The Desmarais Family Residual Trust	N	
		00000...	20-4856383..				Great-West Life & Annuity Insurance Capital, LP II	DE	NIA	2023308 Ontario Inc.	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000...					2171866 Ontario Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-2842820..				Great-West Lifeco Finance (Delaware) LP II	DE	NIA	Great-West Lifeco Inc.	Ownership	99.000	The Desmarais Family Residual Trust	N	
		00000...	26-2842820..				Great-West Lifeco Finance (Delaware) LP II	DE	NIA	2171866 Ontario Inc.	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000...	26-2842992..				Great-West Lifeco Finance (Delaware) LLC II	DE	NIA	Great-West Lifeco Finance (Delaware) LP II	Ownership	40.000	The Desmarais Family Residual Trust	N	
		00000...	26-2842992..				Great-West Lifeco Finance (Delaware) LLC II	DE	NIA	The Great-West Life Assurance Company	Ownership	60.000	The Desmarais Family Residual Trust	N	
		00000...					2023310 Ontario Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					2023311 Ontario Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					6109756 Canada Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					6922023 Canada Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					8563993 Canada Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					9855297 Canada Inc.	CAN	NIA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
0769	Great-West Life	80705...	98-0000673..		1046192		The Great-West Life Assurance Company	MI	IA	Great-West Lifeco Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					GWL THL Private Equity I Inc.	CAN	NIA	The Great-West Life Assurance Company	Ownership	29.400	The Desmarais Family Residual Trust	N	
		00000...					GWL THL Private Equity I Inc.	CAN	NIA	The Canada Life Insurance Company of Canada	Ownership	58.800	The Desmarais Family Residual Trust	N	
		00000...					GWL THL Private Equity I Inc.	CAN	NIA	The Canada Life Assurance Company	Ownership	11.800	The Desmarais Family Residual Trust	N	
		00000...					GWL THL Private Equity II Inc.	CAN	NIA	GWL THL Private Equity I Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-0621688..				Great-West Investors Holdco Inc.	DE	NIA	GWL THL Private Equity I Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-0621804..				Great-West Investors LLC	DE	NIA	GWL THL Private Equity I Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-0621883..				Great-West Investors LP Inc.	DE	NIA	Great-West Investors LLC	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-0621944..				Great-West Investors GP Inc.	DE	NIA	Great-West Investors LP Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	26-0622039..				Great-West Investors LP	DE	NIA	Great-West Investors LP Inc.	Ownership	99.000	The Desmarais Family Residual Trust	N	
		00000...	26-0622039..				Great-West Investors LP	DE	NIA	Great-West Investors GP Inc.	Ownership	1.000	The Desmarais Family Residual Trust	N	
		00000...					T.H. Lee Interests	DE	NIA	Great-West Investors LP	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					GWL Realty Advisors Inc.	CAN	NIA	The Great-West Life Assurance Company	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...	20-8666056..				GWL Realty Advisors U.S., Inc.	DE	NIA	GWL Realty Advisors Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					RA Real Estate Inc.	CAN	NIA	GWL Realty Advisors Inc.	Ownership	100.000	The Desmarais Family Residual Trust	N	
		00000...					RMA Real Estate LP	CAN	NIA	RA Real Estate Inc.	Ownership	0.100	The Desmarais Family Residual Trust	N	
		00000...					RMA Real Estate LP	CAN	NIA	The Great-West Life Assurance Company	Ownership	69.900	The Desmarais Family Residual Trust	N	
		00000...					RMA Real Estate LP	CAN	NIA	London Life Insurance Company	Ownership	30.000	The Desmarais Family Residual Trust	N	
		00000...					RMA Properties Ltd.	CAN	NIA	RMA Real Estate LP	Ownership	100.000	The Desmarais Family Residual Trust	N	

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	RMA Properties (Riverside) Ltd.	CAN.....	NIA.....	RMA Real Estate LP.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	S-8025 Holdings Ltd.....	CAN.....	NIA.....	RMA Real Estate LP.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vertica Resident Services Inc.....	CAN.....	NIA.....	GWL Realty Advisors Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2278372 Ontario Inc.	CAN.....	NIA.....	GWL Realty Advisors Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	GLC Asset Management Group Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	200 Grahm Ltd.	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	801611 Ontario Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1213763 Ontario Inc.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Riverside II Limited Partnership.....	CAN.....	NIA.....	1213763 Ontario Inc.....	Ownership.....	.....99.990	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Riverside II Limited Partnership.....	CAN.....	NIA.....	2024071 Ontario Limited.....	Ownership.....	.....0.010	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kings Cross Shopping Centre Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kings Cross Shopping Centre Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	681348 Alberta Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3352200 Canada Inc.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1420731 Ontario Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1455250 Ontario Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CGWLL Inc.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	The Walmer Road Limited Partnership.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....65.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	The Walmer Road Limited Partnership.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....35.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Laurier House Apartments Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Laurier House Apartments Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2024071 Ontario Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	431687 Ontario Limited.....	CAN.....	NIA.....	2024071 Ontario Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	High Park Bayview Inc.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	High Park Bayview Limited Partnership.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	High Park Bayview Limited Partnership.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....25.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MAM Holdings Inc.	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....5.600	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MAM Holdings Inc.	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....94.400	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mountain Asset Management LLC.....	DE.....	NIA.....	MAM Holdings Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	647679 B.C. Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	TGS North American Real Estate Investment Trust	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	TGS North American Real Estate Investment Trust	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	TGS Trust.....	CAN.....	NIA.....	TGS North American Real Estate Investment Trust	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	RMA Realty Holdings Corporation Ltd.	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	RMA Realty Holdings Corporation Ltd.	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1995709 Alberta Ltd.....	CAN.....	NIA.....	RMA Realty Holdings Corporation Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	RMA (U.S.) Realty LLC	DE.....	NIA.....	RMA Realty Holdings Corporation Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	RMA American Realty Corp.....	DE.....	NIA.....	RMA (U.S.) Realty LLC	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	RMA American Realty Limited Partnership	DE.....	NIA.....	RMA American Realty Corp.....	Ownership.....	.....1.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	RMA American Realty Limited Partnership	DE.....	NIA.....	RMA (U.S.) Realty LLC	Ownership.....	.....99.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	KS Village (Millstream) Inc.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	KS Village (Millstream) Inc.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0726861 B.C. Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0726861 B.C. Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Trop Beau Developments Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Trop Beau Developments Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kelowna Central Park Properties Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kelowna Central Park Properties Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kelowna Central Park Phase II Properties Ltd...	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Kelowna Central Park Phase II Properties Ltd...	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PVS Preferred Vision Services Inc.	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....40.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vaudreuil Shopping Centres Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vaudreuil Shopping Centres Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vaudreuil Shopping Centres Limited.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Saskatoon West Shopping Centres Limited.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....70.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Saskatoon West Chopping Centres Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....30.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2331777 Ontario Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2331777 Ontario Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2331777 Ontario Ltd.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2344701 Ontario Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2344701 Ontario Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2344701 Ontario Ltd.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2356720 Ontario Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2356720 Ontario Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	2356720 Ontario Ltd.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	0977221 B.C. Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0977221 B.C. Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0977221 B.C. Ltd.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....12.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7419521 Manitoba Ltd.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7420928 Manitoba Limited Partnership.....	CAN.....	NIA.....	7419251 Manitoba Ltd.....	Ownership.....	.....0.001	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7420928 Manitoba Limited Partnership.....	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	.....24.990	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7420928 Manitoba Limited Partnership.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....24.990	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7420928 Manitoba Limited Partnership.....	CAN.....	NIA.....	The Canada Life Assurance Company.....	Ownership.....	.....24.990	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7420928 Manitoba Limited Partnership.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	.....24.990	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7419539 Manitoba Ltd.....	CAN.....	NIA.....	7420928 Manitoba Limited Partnership.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Insurance Group Inc.....	CAN.....	IA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Trivest Insurance Network Limited.....	CAN.....	IA.....	London Insurance Group Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
0769	Great-West Life.....	83550...	52-1548741 .	.....	1089712	.....	London Life Insurance Company	MI.....	IA.....	London Insurance Group Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1542775 Alberta Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0813212 B.C. Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1319399 Ontario Inc.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3853071 Canada Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4298098 Canada Inc.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	GWLC Holdings Inc.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	GLC Reinsurance Corporation.....	CAN.....	IA.....	GWLC Holdings Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	389288 B.C. Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Quadrus Investment Services Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	177545 Canada Limited.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Neighborhood Dental Services Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	.....88.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Quadrus Distribution Services Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Toronto College Park Ltd.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Life Financial Corporation.....	CAN.....	NIA.....	London Life Insurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Reinsurance Group, Inc.	CAN.....	IA.....	London Life Financial Corporation.....	Ownership.....	.....89.400	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Reinsurance Group, Inc.	CAN.....	IA.....	London Life Insurance Company	Ownership.....	.....10.600	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Life and Casualty Reinsurance Corporation	BRB.....	IA.....	London Reinsurance Group, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Trabaja Reinsurance Company Ltd.....	BRB.....	IA.....	London Life & Casualty Reinsurance Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Life and Casualty (Barbados) Corporation	BRB.....	NIA.....	London Life & Casualty Reinsurance Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	LRG (US), Inc.	DE.....	NIA.....	London Reinsurance Group, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Life International Reinsurance Corporation	BRB.....	IA.....	LRG (US), Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
0769	Great-West Life.....	76694...	23-2044256 .	.....	.....	.....	London Life Reinsurance Company	PA.....	IA.....	LRG (US), Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	1123266	.....	Canada Life Financial Corporation	CAN.....	NIA.....	The Great-West Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
0769	Great-West Life.....	80659...	38-0397420..	.....	1097187	.....	The Canada Life Assurance Company	MI.....	IA.....	Canada Life Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Capital Corporation, Inc.	CAN.....	NIA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life International Holdings, Limited.....	BMU.....	NIA.....	Canada Life Capital Corporation, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life International Services Limited.....	GBR.....	NIA.....	Canada Life International Holdings, Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life International Limited.....	GBR.....	NIA.....	Canada Life International Holdings, Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CLI Institutional Limited.....	GBR.....	NIA.....	Canada Life International, Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	The Canada Life Group (U.K.), Limited.....	GBR.....	NIA.....	Canada Life International Holdings, Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canda Life International Assurance (Ireland) Designated Activity Company	IRL.....	IA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	.....80.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canda Life International Assurance (Ireland) Designated Activity Company	IRL.....	IA.....	CL Abbey Limited.....	Ownership.....	.....20.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Irish Holding Company, Limited.....	IRL.....	NIA.....	The Canda Life Group (U.K.) Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Group Services Limited.....	IRL.....	NIA.....	Canada Life Irish Holding Company, Limited...	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Europe Investment Limited.....	IRL.....	NIA.....	Canada Life Irish Holding Company, Limited...	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Europe Management Services, Limited	IRL.....	NIA.....	Canada Life Eurpore Investment Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Assurance Europe Limited.....	IRL.....	IA.....	Canada Life Europe Investment Limited.....	Ownership.....	.....78.670	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Assurance Europe Limited.....	IRL.....	IA.....	Canada Life Europe Management Services, Limited	Ownership.....	.....21.330	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	London Life & General Reinsurance dac.....	IRL.....	IA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life International Re dac.....	IRL.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Reinsurance International, Ltd.	IRL.....	IA.....	Canada Life International Re dac.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Reinsurance Ltd.....	IRL.....	IA.....	Canada Life International Re dac.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CL Abbey Limited.....	IRL.....	IA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Investment Managers Limited.....	IRL.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Summit Asset Managers Limited.....	IRL.....	NIA.....	Irish Life Investment Managers Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Association of Investment Managers CLG.	IRL.....	NIA.....	Irish Life Investment Managers Limited.....	Ownership.....	.....7.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Setanta Asset Management Limited.....	IRL.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Pension Managers & Trustees, Limited	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Canada Life Asset Management Limited.....	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life European Real Estate Limited.....	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Hotel Operations (Walsall) Limited.....	GBR.....	NIA.....	Canada Life European Real Estate Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Hotel Operations (Cardiff) Limited.....	GBR.....	NIA.....	Canada Life European Real Estate Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Trustee Services (U.K.), Limited....	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CLFIS (U.K.), Limited.....	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Limited.....	GBR.....	NIA.....	The Canada Life Group (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	ETC Hobley Drive Management Company Limited	GBR.....	NIA.....	Canada Life Limited.....	Ownership.....	.....30.450	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Synergy Sunrise (Willingotn Row) Limited.....	GBR.....	NIA.....	Canada Life Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life (U.K.), Limited.....	GBR.....	NIA.....	Canada Life Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Albany Life Assurance Company, Limited.....	GBR.....	IA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Management (U.K.), Limited.....	GBR.....	NIA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Services (U.K.), Limited.....	GBR.....	NIA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Fund Managers (U.K.), Limited.....	GBR.....	NIA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Group Services (U.K.), Limited	GBR.....	NIA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Holdings (U.K.), Limited.....	GBR.....	NIA.....	Canada Life (U.K.), Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Irish Operations, Limited.....	GBR.....	NIA.....	Canada Life Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Ireland Holdings, Limited.	GBR.....	NIA.....	Canada Life Irish Operations, Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Group Limited	GBR.....	NIA.....	Canada Life Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life (Ireland) Limited.....	IRL.....	IA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Health dac.....	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Progressive Services International Ltd	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Group Services Limited	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Financial Services Ltd.	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Glohealth Financial Services Limited	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Affinity First Limited.....	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	.....49.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vestone Ltd.	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cornmarket Group Financial Services Limited ..	GBR.....	NIA.....	Vestone Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cornmarket Insurance Brokers Ltd.	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cornmarket Insurance Services Limited.....	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	EIS Financial Services Limited.....	GBR.....	NIA.....	Cornmarket Insurance Services Limited.....	Ownership.....	.....25.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cornmarket Retail Trading Ltd.....	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Savings & Investments Ltd.	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Gregan McGuiness (Life & Pensions) Ltd.	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Penpro Limited.....	GBR.....	NIA.....	Cornmarket Group Financial Services Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Associate Holdings Unlimited Company	GBR.....	NIA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Irish Life Irish Holdings Unlimited Company	GBR.....	NIA.....	Irish Life Associate Holdings.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Allianz-Irish Life Holdings plc.	GBR.....	NIA.....	Irish Life Irish Holdings	Ownership.....	.....30.430	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Assurance plc.	IRL.....	IA.....	Irish Life Group Limited	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Ballsbridge Property Investments Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cathair Ce Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Ilona Financial Group, Inc.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Unit Fund Managers Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Tredwell Associates Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Irish Life Trustee Services Limited	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Office Park De Mont-St-Guibert A S.A.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Office Park De Mont-St-Guibert B S.A.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Office Park De Mont-St-Guibert C S.A.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	(2,3 & 4) Basement Company Limited.....	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	City Gate Park Administration Limited.....	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....66.660	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	SJRQ Riverside IV Management Company Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....51.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Hollins Clough Management Company Ltd.....	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Dakline Company Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Choralli Limited	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....20.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Baggot Court Management Limited	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....14.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Padamul Ltd.	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....5.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Tour Esplanade (Paris) LP.....	GBR.....	NIA.....	Irish Life Assurance plc.	Ownership.....	.....18.214	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4073649 Canada, Inc.	CAN.....	NIA.....	Canada Life Capital Corporation, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CL Luxembourg Capital Management S.a.r.l.....	LUX.....	NIA.....	4073649 Canada, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	8478163 Canada Limited.....	CAN.....	NIA.....	Canada Life Capital Corporation, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Capital Bermuda Limited.....	BMU.....	NIA.....	8478163 Canada Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9983813 Canada Inc.....	CAN.....	NIA.....	Canada Life Capital Corporation, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Capital Bermuda III Limited.....	BMU.....	NIA.....	9983813 Canada Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Capital Bermuda II Limited.....	BMU.....	NIA.....	Canada Life Capital Corporation, Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	The Canada Life Insurance Company of Canada	CAN.....	IA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	6855572 Manitoba Ltd.....	CAN.....	NIA.....	The Canada Life Insurance Company of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CL Capital Management (Canada), Inc.....	CAN.....	NIA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	587443 Ontario Inc.	CAN.....	NIA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Canada Life Mortgage Services Ltd.....	CAN.....	NIA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Adason Properties Limited.....	CAN.....	NIA.....	The Canada Life Assurance Company	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canada Life Capital Trust	CAN.....	NIA.....	The Canada Life Assurance Company.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	Toronto Stock Exchange	IGM Financial Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	.....61.506	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Group Inc.	CAN.....	NIA.....	IGM Financial Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Group Financial Services Inc.....	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	I.G. International Management Limited.....	IRL.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	I.G. Investment Management (Hong Kong) Limited	HKG.....	NIA.....	I.G. International Management Limited.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Group Trust Co. Ltd.	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	391102 B.C. Ltd.	CAN.....	NIA.....	Investors Group Trust Co. Ltd.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	I.G. Insurance Services Inc.	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Syndicate Limited.....	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Group Securities Inc.....	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	6460675 Manitoba Ltd.....	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	I.G. Investment Management, Ltd.....	CAN.....	NIA.....	Investors Group Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Group Corporate Class Inc.....	CAN.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investors Syndicate Property Corp.....	CAN.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0965311 B.C. Ltd.....	CAN.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	0992480 B.C. Ltd.....	CAN.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1081605 B.C. Ltd.....	CAN.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	I.G. Investment Corp.....	DE.....	NIA.....	I.G. Investment Management, Ltd.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie Inc.....	CAN.....	NIA.....	IGM Financial Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie Financial Corporation.....	CAN.....	NIA.....	Mackenzie Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie Investments Charitable Foundation.	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Strategic Charitable Giving Foundation.....	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	.....14.280	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie Cundill Investment Management (Bermuda) Ltd.	BMU.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie Financial Capital Corporation	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Multi-Class Investment Corp.....	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MMLP GP Inc.....	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MacKenzie Investments Corporation.....	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MacKenzie Investments PTE, Ltd.....	SGP.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Mackenzie U.S. Fund Management Inc.....	CAN.....	NIA.....	Mackenzie Financial Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Investment Planning Counsel Inc.....	CAN.....	NIA.....	IGM Financial Inc.	Ownership.....	.....96.940	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	IPC Investment Corporation	CAN.....	NIA.....	Investment Planning Counsel Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	IPC Estate Services Inc.....	CAN.....	NIA.....	Investment Planning Counsel Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	IPC Securities Corporation	CAN.....	NIA.....	Investment Planning Counsel Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	IPC Portfolio Services Inc.	CAN.....	NIA.....	Investment Planning Counsel Inc.....	Ownership.....	.....88.890	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Counsel Portfolio Services Inc.....	CAN.....	NIA.....	IPC Portfolio Services Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Counsel Portfolio Corporation.....	CAN.....	NIA.....	Counsel Portfolio Services Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Portag3 Ventures L.P.....	CAN.....	NIA.....	IGM Financial Inc.	Ownership.....	.....37.740	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Portag3 Ventures L.P.....	Can.....	NIA.....	PFC Ventures Inc.....	Ownership.....	.....24.520	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9917837 Canada Inc.....	CAN.....	NIA.....	Portag3 Ventures L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Springboard L.P.....	CAN.....	NIA.....	IGM Financial Inc.	Ownership.....	.....32.800	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Springboard L.P.....	CAN.....	NIA.....	919464 Canada Inc.....	Ownership.....	.....67.200	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	WealthSimple Financial Corp.....	CAN.....	NIA.....	Springboard L.P.	Ownership.....	.....69.700	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Wealthsimple Inc.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canadian ShareOwner Investments Inc.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	CSA Computing Inc.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Wealthsimple US, Ltd.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Wealthsimple UK Ltd.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Wealthsimple Technologies Inc.....	CAN.....	NIA.....	Springboard L.P.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Financial Europe B.V.....	NLD.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	2317618	.....	.....	Parjointco N.V.....	NLD.....	NIA.....	Power Financial Corporation	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	1850967	.....	.....	Pargesa Holding SA.....	CHE.....	NIA.....	Power Financial Corporation	Ownership.....	.....75.400	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Pargesa Netherlands B.V.....	NLD.....	NIA.....	Pargesa Holding SA.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	1590393	1179313	Euronext Brussels	Groupe Bruxelles Lambert	BEL.....	NIA.....	Pargesa Netherlands B.V.....	Ownership.....	.....51.900	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Groupe Bruxelles Lambert.....	BEL.....	NIA.....	LTI One.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Groupe Bruxelles Lambert.....	BEL.....	NIA.....	LTI Two.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Groupe Bruxelles Lambert	BEL.....	NIA.....	URDAC.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Groupe Bruxelles Lambert.....	BEL.....	NIA.....	FINPAR.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	1590393	1179313	Euronext Brussels	Groupe Bruxelles Lambert.....	BEL.....	NIA.....	Sagerpar.....	Ownership.....	.....3.300	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	899108	Euronext Paris..	Pernod Ricard	FRA.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....6.800	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Umicore.....	BEL.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....16.900	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Ontex.....	BEL.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....20.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	adidas.....	BEL.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....7.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	LTI One.....	BEL.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....0.400	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagerpar.....	BEL.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	.....1.200	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Belgian Securities B.V.....	NLD.....	NIA.....	Groupe Bruxelles Lambert	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	2318503	1450277	Euronext Paris..	Imerys	FRA	NIA	Belgian Securities B.V.	Ownership	.....69.600	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Brussels Securities	BEL	NIA	Groupe Bruxelles Lambert	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	LTI One	BEL	NIA	Brussels Securities	Ownership	.....99.600	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	LTI Two	BEL	NIA	Brussels Securities	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Umicore	BEL	NIA	LTI Two	Ownership	.....0.100	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	URDAC	BEL	NIA	Brussels Securities	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	FINPAR	BEL	NIA	Brussels Securities	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sagerpar	BEL	NIA	Brussels Securities	Ownership	.....98.800	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Participations SA	BEL	NIA	Brussels Securities	Ownership	.....10.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Energy S.á.r.l.	LUX	NIA	Brussels Securities	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	adidas	LUX	NIA	GBL Energy S.á.r.l.	Ownership	.....1.800	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	879764	New York Stock Exchange	Total SA	FRA	NIA	GBL Energy S.á.r.l.	Ownership	.....0.700	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Verwaltung GmbH	GMB	NIA	GBL Energy S.á.r.l.	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Finance & Treasury	BEL	NIA	Groupe Bruxelles Lambert	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Participations SA	BEL	NIA	Groupe Bruxelles Lambert	Ownership	.....90.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Serena S.á.r.l.	LUX	NIA	Groupe Bruxelles Lambert	Ownership	.....67.400	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	SGS	LUX	NIA	Serena S.á.r.l.	Ownership	.....16.200	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Elliott Capital	LUX	NIA	Serena S.á.r.l.	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	LafargeHolcim	LUX	NIA	Elliott Capital	Ownership	.....9.400	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Verwaltung SA	LUX	NIA	Groupe Bruxelles Lambert	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Investments Limited	IRL	NIA	GBL Verwaltung S.à.r.l.	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	GBL R	LUX	NIA	GBL Verwaltung S.à.r.l.	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sienna Capital S.á.r.l.	LUX	NIA	GBL Verwaltung S.à.r.l.	Ownership	....100.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard FCPR	BEL	NIA	Sienna Capital S.à.r.l.	Ownership	.....10.900	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard II A FPCI	BEL	NIA	Sienna Capital S.à.r.l.	Ownership	.....0.300	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard II B FPCI	BEL	NIA	Sienna Capital S.à.r.l.	Ownership	.....75.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard 3 Millésime 1 FPCI	BEL	NIA	Sienna Capital S.à.r.l.	Ownership	.....26.900	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Kartesia Credit Opportunities I SCA, SICAV-SIF	LUX	NIA	Sienna Capital S.á.r.l.	Ownership	.....29.600	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Kartesia Management SA	LUX	NIA	Sienna Capital S.á.r.l.	Ownership	.....22.200	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Ergon Capital Partners SA	BEL	NIA	Sienna Capital S.á.r.l.	Ownership	.....50.000	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Ergon Capital SA	BEL	NIA	Sienna Capital S.á.r.l.	Ownership	.....5.900	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Ergon Capital Partners II SA	BEL	NIA	Sienna Capital S.á.r.l.	Ownership	.....42.400	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Ergon Capital Partners III SA	BEL	NIA	Sienna Capital S.á.r.l.	Ownership	.....89.900	The Desmarais Family Residual Trust	.....N	.....
.....	.....	00000...	.....	.....	.....	.....	Mérieux Participations SAS	BEL	NIA	Sienna Capital S.á.r.l.	Ownership	.....15.100	The Desmarais Family Residual Trust	.....N	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Mérieux Participations 2 SAS.....	BEL.....	NIA.....	Sienna Capital S.á.r.l.....	Ownership.....	.....37.700	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PrimeStone Capital Parallel Vehicle CSC.....	BEL.....	NIA.....	Sienna Capital S.á.r.l.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PrimeStone Capital Special Limited Partner SCSp	BEL.....	NIA.....	Sienna Capital S.á.r.l.....	Ownership.....	.....1.700	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	BDT Capial Partners Fund II (INT), L.P.....	BEL.....	NIA.....	Sienna Capital S.á.r.l.....	Ownership.....	.....9.800	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sienna Capital International.....	BEL.....	NIA.....	Sienna Capital S.á.r.l.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	GBL Finance S.á.r.l.....	LUX.....	NIA.....	GBL Verwaltung S.à.r.l.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Serena S.á.r.l.....	LUX.....	NIA.....	GBL Verwaltung S.à.r.l.....	Ownership.....	.....32.600	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	1243443	New York Stock Exchange	Engie.....	FRA.....	NIA.....	GBL Verwaltung S.à.r.l.....	Ownership.....	.....1.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Pargesa Netherlands B.V.....	NLD.....	NIA.....	Pargesa Holding SA.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	SFPG.....	FRA.....	NIA.....	Pargesa Netherlands B.V.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Square Victoria Communications Group Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Gesca Ltée.....	CAN.....	NIA.....	Square Victoria Communications Group Inc....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	La Presse, Ltée.....	CAN.....	NIA.....	Gesca Ltée.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Nuglif Inc.....	CAN.....	NIA.....	La Presse, Ltée.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Cyberpresse Inc.....	CAN.....	NIA.....	Gesca Ltée.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9214470 Canada Inc.....	CAN.....	NIA.....	Gesca Ltée.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Square Victoria Digital Properties Inc.....	CAN.....	NIA.....	Square Victoria Communications Group Inc....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Les Éditions Gesca Ltée.....	CAN.....	NIA.....	Square Victoria Digital Properties Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Les Éditions Plus Ltée.....	CAN.....	NIA.....	Square Victoria Digital Properties Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Workopolis.....	CAN.....	NIA.....	Square Victoria Digital Properties Inc.....	Ownership.....	.....50.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Olive Média.....	CAN.....	NIA.....	Square Victoria Digital Properties Inc.....	Ownership.....	.....25.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Square Victoria C.P. Holding Inc.....	CAN.....	NIA.....	Square Victoria Communications Group Inc....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Canadian Press Enterprises Inc.....	CAN.....	NIA.....	Square Victoria C.P. Holding Inc.....	Ownership.....	.....33.300	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Pagemasters North America Inc.....	CAN.....	NIA.....	Canadian Press Enterprises Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Corporation (International) Limited.....	BMU.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Pacific Corporation Limited.....	HKG.....	NIA.....	Power Corporation (International) Limited.....	Ownership.....	.....99.900	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Pacific Equities Limited.....	HKG.....	NIA.....	Power Pacific Corporation Limited.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Pacific Equities Limited.....	HKG.....	NIA.....	Power Corporation (International) Limited.....	Ownership.....	.....99.900	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Communications Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Pacific Corporation Limited.....	HKG.....	NIA.....	Power Communications Inc.....	Ownership.....	.....0.100	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	China Asset Management Limited.....	CHN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	.....10.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	152245 Canada Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3540529 Canada Inc.....	CAN.....	NIA.....	152245 Canada Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Societe Immobiliere HMM.....	CAN.....	NIA.....	152245 Canada Inc.....	Ownership.....	.....18.750	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Quinstreet Inc.....	CAN.....	NIA.....	152245 Canada Inc.....	Ownership.....	.....1.190	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Square Victoria Real Estate Inc./Square Victoria Immobilier Inc.	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3121011 Canada Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Victoria Square Ventures Inc.	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	1259942	Toronto Stock Exchange	Bellus Health Inc.....	CAN.....	NIA.....	Victoria Square Ventures Inc.	Ownership.....	.....32.500	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9314-0093 Quebec Inc.....	CAN.....	NIA.....	Victoria Square Ventures Inc.	Ownership.....	.....25.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Energy Corporation.....	CAN.....	NIA.....	Victoria Square Ventures Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Potentia Renewables Inc.....	CAN.....	NIA.....	Power Energy Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Schooltop Solar LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Reliant First Nations LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	.....85.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PSI Solar Finance 1 LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	MOM Solar LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Potentia Solar 5 LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Potentia Solar 14 LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Minnesota Solar, LLC.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Paintearth Wind Project LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Stirling Wind Project LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Wheatland Wind Project LP.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Renewable Energy Corporation.....	CAN.....	NIA.....	Potentia Renewables Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sequoia Energy Inc.....	CAN.....	NIA.....	Power Renewable Energy Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Energy Eagle Creek Inc.....	CAN.....	NIA.....	Power Energy Corporation.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Energy Eagle Creek LLP.....	CAN.....	NIA.....	Power Energy Eage Creek Inc.....	Ownership.....	.....60.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Eagle Creek Renewable Energy LLC.....	CAN.....	NIA.....	Power Energy Eagle Creek LLP.....	Ownership.....	.....52.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Communications Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Brazeau River Resources Investments Inc.....	CAN.....	NIA.....	Power Communications Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PCC Industrial (1993) Corporation.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Corporation International.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9808655 Canada Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9958363 Canada Inc.....	CAN.....	NIA.....	9808655 Canada Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Holdings Participation US LP.....	CAN.....	NIA.....	9808655 Canada Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Holdings Participation Inc.....	CAN.....	NIA.....	Power Corporation of Canada.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Holdings Inc.....	CAN.....	NIA.....	Sagard Holdings Participation US LP.....	Ownership.....	.....25.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Holdings Inc.....	CAN.....	NIA.....	Sagard Holdings Participation Inc.....	Ownership.....	.....75.000	The Desmarais Family Residual Trust.....	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Capital Partners GP, Inc.....	CAN.....	NIA.....	Sagard Holdings Inc.....	Ownership.....	....100.000	The Desmarais Family Residual Trust.....	.....N.....	.....

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 Is an SCA Filing Required? (Y/N)	16 *
.....	.....	00000...	.....	.....	.....	.....	Sagard Capital Partners, L.P.	CAN.....	NIA.....	Sagard Holdings Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Vein Clinics of America	CAN.....	NIA.....	Sagard Capital Partners, L.P.	Ownership.....	.....97.300	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	1069759 B.C. Unlimited Liability Company	CAN.....	NIA.....	Sagard Capital Partners, L.P.	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	IntegraMed America, Inc.	CAN.....	NIA.....	1069759 B.C. Unlimited Liability Company	Ownership.....	.....96.700	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9938982 Canada Inc.	CAN.....	NIA.....	Sagard Holdings Inc.	Ownership.....	.....50.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9990089 Canada Inc.	CAN.....	NIA.....	9938982 Canada Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Corporation of Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PL S.A.	LUX.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4190297 Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard Capital Partners Management Corp.	CAN.....	NIA.....	4190297 Canada Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Sagard S.A.S.	FRA.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Marquette Communications (1997) Corporation	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4507037 Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4524781 Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4524799 Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4524802 Canada Inc.	CAN.....	NIA.....	Power Corporation of Canada	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	4400003 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3411893 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	3439453 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Power Financial Capital Corporation	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7973594 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7973683 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	7974019 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	8677964 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	9194649 Canada Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	PFC Ventures Inc.	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Portag3 Ventures GP Inc.	CAN.....	NIA.....	PFC Ventures Inc.	Ownership.....	....100.000	The Desmarais Family Residual Trust	.....N.....	.....
.....	.....	00000...	.....	.....	.....	.....	Diagram Ventures GP Inc. (9629262 Canada Inc.)	CAN.....	NIA.....	Power Financial Corporation	Ownership.....	.....50.000	The Desmarais Family Residual Trust	.....N.....	.....

SCHEDULE Y

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

1 NAIC Company Code	2 ID Number	3 Names of Insurers and Parent, Subsidiaries or Affiliates	4 Shareholder Dividends	5 Capital Contributions	6 Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	7 Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	8 Management Agreements and Service Contracts	9 Income/ (Disbursements) Incurred under Reinsurance Agreements	10 *	11 Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	12 Totals	13 Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/ (Liability)
Affiliated Transactions												
00000		Great-West Lifeco Inc	-	(2,113,098)			-	-			(2,113,098)	-
00000	26-0682635	Great-West Lifeco US LLC	-	-			(21,638,179)				(21,638,179)	
00000	84-1474245	GWL&A Financial Inc	125,691,431	(19,750,000)			-	-			105,941,431	-
68322	84-0467907	Great-West Life and Annuity Insurance Company	(24,441,431)	22,075,208	4,796,270		(325,744,458)	(6,455,099,302)			(6,778,413,713)	626,299,877
79359	13-2690792	Great-West Life & Annuity Insurance Company of New York	-	-			(13,566,030)	(4,686,182)			(18,252,212)	(4,413,645)
00000	84-1532243	Advised Assets Group, LLC	(29,500,000)	-			(14,491,133)	-			(43,991,133)	-
00000	84-0965407	GWFS Equities, Inc	-	19,046			68,850,934	-			68,869,980	-
12510	20-3387742	Great-West Life and Annuity Insurance Co. of South Carolina	-	-			10,584,532	84,368,569			94,953,101	1,676,598,542
00000	39-6079818	Emjay Corporation	(750,000)	-	(134,387)		2,338,364	-			1,453,977	-
00000	84-1233483	FASCore, LLC	(45,000,000)	-			227,536,215	-			182,536,215	-
00000	84-1444062	GW Capital Management, LLC	(22,500,000)	-			(13,575,229)	-			(36,075,229)	-
00000	84-1455663	Great-West Trust Company, LLC	(3,500,000)	-			18,983,532	-			15,483,532	-
80705	98-0000673	The Great-West Life Assurance Company	-	-	(4,661,883)		1,064,036	(7,378,357)			(10,976,204)	(266,090,393)
00000	00-0000000	Great West Global Business Services India Private Limited					2,708,269				2,708,269	
00000	52-2184985	Singer Collateral Trust IV	-	(120,631)			-	-			(120,631)	-
00000	51-6515315	Singer Collateral Trust V	-	(110,525)			-	-			(110,525)	-
00000	71-0930784	Great West Financial Retirement Plan Services					7,802,480	-			7,802,480	
00000	AA-1560545	London Reinsurance Group, Inc	817,121	-			-	-			817,121	-
83550	52-1548741	London Life Insurance Company	-	-			(1,172,854)	16,641,775			15,468,921	101,186,600
00000	AA-3161009	London Life & Casualty Reinsurance Corporation	-	-			(60,806)	(424,478)			(485,284)	(119,420,862)
00000	98-0434951	London Life & Casualty (Barbados) Corporation	-	-			(546,791)	4,714,087			4,167,296	-
00000	AA-1780047	London Life & General Reinsurance Co. Ltd	-	-			-	-			0	-
00000	23-2894808	LRG (US), Inc	-	-			(5,000)	-			(5,000)	-
00000	AA-3161010	London Life International Reinsurance Corporation	-	-			(770,004)	14,514,930,988			14,514,160,984	1,809,220,228
76694	23-2044256	London Life Reinsurance Company	(817,121)	-			7,712,036	742,212			7,637,127	236,738,383
00000	AA-3770212	Trabaja Reinsurance Company (Cayman)	-	-			(115,327)	-			(115,327)	-
80659	38-0397420	The Canada Life Assurance Company	-	-			(11,850,305)	(8,482,286,805)			(8,494,137,110)	(4,605,978,901)
00000	AA-1784122	Canada Life International Re, Limited	-	-			-	328,477,493			328,477,493	545,860,171
00000	26-1080669	Putnam Investments, LLC	-	-			55,987,201				55,987,201	-
00000	20-8756987	Mountain Asset Management	-	-			(31,483)				(31,483)	
9999999.	Control Totals		0	0	0	0	0	0	XXX	0	0	0

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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.

		Responses
	MARCH FILING	
1.	Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2.	Will the confidential Risk-Based Capital Report be filed with the NAIC by March 1?	YES
3.	Will the confidential Risk-Based Capital Report be filed with the state of domicile, if required, by March 1?	YES
4.	Will an actuarial opinion be filed by March 1?	YES
	APRIL FILING	
5.	Will Management's Discussion and Analysis be filed by April 1?	YES
6.	Will the Life, Health & Annuity Guaranty Association Model Act Assessment Base Reconciliation Exhibit be filed with the state of domicile and the NAIC by April 1?	YES
7.	Will the Adjustment Form (if required) be filed with state of domicile and the NAIC by April 1?	YES
8.	Will the Supplemental Investment Risk Interrogatories be filed by April 1?	YES
	JUNE FILING	
9.	Will an audited financial report be filed by June 1?	YES
10.	Will Accountants Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1?	YES
	AUGUST FILING	
11.	Will 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?	YES

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.

	MARCH FILING	
12.	Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	NO
13.	Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1?	NO
14.	Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC by March 1?	NO
15.	Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 to Exhibit 5 be filed with the state of domicile and electronically with the NAIC by March 1?	YES
16.	Will the actuarial opinion on non-guaranteed elements as required in interrogatory #3 to Exhibit 5 be filed with the state of domicile and electronically with the NAIC by March 1?	YES
17.	Will the actuarial opinion on X-Factors be filed with the state of domicile and electronically with the NAIC by March 1?	YES
18.	Will the actuarial opinion on Separate Accounts Funding Guaranteed Minimum Benefit be filed with the state of domicile and electronically with the NAIC by March 1?	NO
19.	Will the actuarial opinion on Synthetic Guaranteed Investment Contracts be filed with the state of domicile and electronically with the NAIC by March 1?	NO
20.	Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC by March 1?	NO
21.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC by March 1?	NO
22.	Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC by March 1?	NO
23.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC by March 1?	NO
24.	Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC by March 1?	NO
25.	Will the C-3 RBC Certifications required under C-3 Phase I be filed with the state of domicile and electronically with the NAIC by March 1?	YES
26.	Will the C-3 RBC Certifications required under C-3 Phase II be filed with the state of domicile and electronically with the NAIC by March 1?	YES
27.	Will the Actuarial Certifications Related to Annuity Nonforfeiture Ongoing Compliance for Equity Indexed Annuities be filed with the state of domicile and electronically with the NAIC by March 1?	NO
28.	Will the actuarial opinion required by the Modified Guaranteed Annuity Model Regulation be filed with the state of domicile and electronically with the NAIC by March 1?	NO
29.	Will the Actuarial Certifications Related to Hedging required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1?	NO
30.	Will the Financial Officer Certification Related to Clearly Defined Hedging Strategy required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1?	NO
31.	Will the Management Certification That the Valuation Reflects Management's Intent required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1?	NO
32.	Will the Actuarial Certification Related to the Reserves required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1?	YES
33.	Will the Actuarial Certification regarding the use of 2001 Preferred Class Tables required by the Model Regulation Permitting the Recognition of Preferred Mortality Tables for Use in Determining Minimum Reserve Liabilities be filed with the state of domicile and electronically with the NAIC by March 1?	NO
34.	Will the Workers' Compensation Carve-Out Supplement be filed by March 1?	NO
35.	Will Supplemental Schedule O be filed with the state of domicile and the NAIC by March 1?	YES
36.	Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1?	NO
37.	Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1?	NO
38.	Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1?	NO
39.	Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1?	NO
40.	Will the confidential Regulatory Asset Adequacy Issues Summary (RAAIS) required by Actuarial Opinion and Memorandum Regulation (Model 822), Section 7A(5), be filed with the state of domicile by March 15?	YES
	APRIL FILING	
41.	Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1?	NO
42.	Will the Interest-Sensitive Life Insurance Products Report Forms be filed with the state of domicile and the NAIC by April 1?	YES
43.	Will the Credit Insurance Experience Exhibit be filed with the state of domicile and the NAIC by April 1?	NO
44.	Will the Accident and Health Policy Experience Exhibit be filed by April 1?	YES
45.	Will the Analysis of Annuity Operations by Lines of Business be filed with the state of domicile and the NAIC by April 1?	YES
46.	Will the Analysis of Increase in Annuity Reserves During the Year be filed with the state of domicile and the NAIC by April 1?	YES
47.	Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1?	NO
48.	Will the regulator only (non-public) Supplemental Health Care Exhibit's Expense Allocation Report be filed with the state of domicile and the NAIC by April 1?	NO
49.	Will the confidential Actuarial Memorandum required by Actuarial Guideline XXXVIII 8D be filed with the state of domicile by April 30?	NO
50.	Will the Supplemental XXX/AXXX Reinsurance Exhibit be filed with the state of domicile and the NAIC by April 1?	YES
	AUGUST FILING	
51.	Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1?	YES

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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.

EXPLANATIONS:

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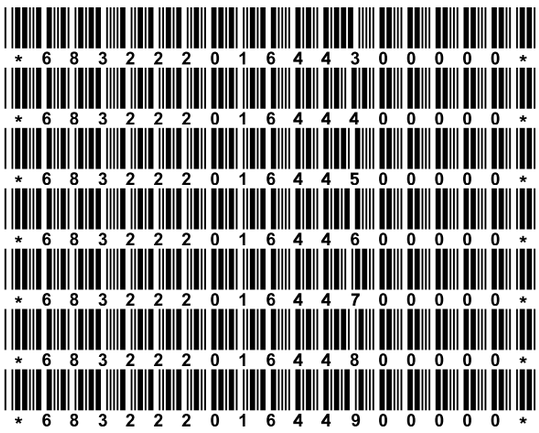
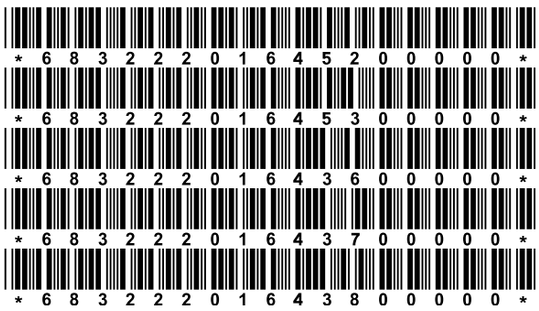
34. The data for this supplement is not required to be filed.

BAR CODE:





SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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.

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

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51.

Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31, Prior Year Net Admitted Assets
2504. Other prepaid assets	16,620,875	16,620,875	0	
2505. State tax recoverable	7,302,572		7,302,572	11,642,345
2506. Premium tax refunds			0	1,703,310
2507. Capitalized costs	60,538,473	60,538,473	0	
2508. Receivable for securities	2,336,690	2,336,690	0	
2597. Summary of remaining write-ins for Line 25	86,798,610	79,496,038	7,302,572	13,345,655

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31 Prior Year
2504. Interest payable	25,718	39,404
2505. Annuity surrenders in process	17,965,128	19,085,663
2506. Derivative collateral payable	103,213,854	19,060,000
2597. Summary of remaining write-ins for Line 25	121,204,700	38,185,067

Additional Write-ins for Nonadmitted Assets:

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
2504. Receivable for securities	2,336,690	3,942,440	1,605,750
2597. Summary of remaining write-ins for Line 25	2,336,690	3,942,440	1,605,750

Additional Write-Ins for Schedule E-Part 3:

	1	2	Deposits for the Benefit of All Policyholders		All Other Special Deposits	
			3	4	5	6
States, Etc.	Type of Deposit	Purpose of Deposit	Book/Adjusted Carrying Value	Fair Value	Book/Adjusted Carrying Value	Fair Value
5804. ɜ MUNICIPAL REV BONDS SER.U 5%	....B.....	Minimum investment required			581,290	581,290
5897. Summary of remaining write-ins for line 58	XXX	XXX	0	0	581,290	581,290

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings 1 Amount	Gross Investment Holdings 2 Percentage	Admitted Assets as Reported in the Annual Statement 3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities	274,500,549	1.0	274,500,549		274,500,549	1.0
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies	7,357,446	0.0	7,357,446		7,357,446	0.0
1.22 Issued by U.S. government sponsored agencies	103,592,046	0.4	103,592,046		103,592,046	0.4
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities)		0.0			0	0.0
1.4 Securities issued by states, territories and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations	642,355,793	2.3	642,355,793		642,355,793	2.3
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations	168,699,875	0.6	168,699,875		168,699,875	0.6
1.43 Revenue and assessment obligations	1,211,046,621	4.3	1,211,046,621		1,211,046,621	4.3
1.44 Industrial development and similar obligations	52,052,404	0.2	52,052,404		52,052,404	0.2
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA	115,416,594	0.4	115,416,594		115,416,594	0.4
1.512 Issued or guaranteed by FNMA and FHLMC	2,099,363,761	7.5	2,099,363,761		2,099,363,761	7.5
1.513 All other		0.0			0	0.0
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	338,822,893	1.2	338,822,893		338,822,893	1.2
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-based securities issued or guaranteed by agencies shown in Line 1.521	80,317,322	0.3	80,317,322		80,317,322	0.3
1.523 All other	1,631,616,389	5.9	1,631,616,389		1,631,616,389	5.9
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	10,168,214,010	36.5	10,168,214,010		10,168,214,010	36.5
2.2 Unaffiliated non-U.S. securities (including Canada)	2,601,697,318	9.3	2,601,697,318		2,601,697,318	9.3
2.3 Affiliated securities	25,968,914	0.1	25,968,914		25,968,914	0.1
3. Equity interests:						
3.1 Investments in mutual funds		0.0			0	0.0
3.2 Preferred stocks:						
3.21 Affiliated		0.0			0	0.0
3.22 Unaffiliated		0.0			0	0.0
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated		0.0			0	0.0
3.32 Unaffiliated		0.0			0	0.0
3.4 Other equity securities:						
3.41 Affiliated	103,767,192	0.4	103,767,192		103,767,192	0.4
3.42 Unaffiliated		0.0			0	0.0
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated		0.0			0	0.0
3.52 Unaffiliated		0.0			0	0.0
4. Mortgage loans:						
4.1 Construction and land development		0.0			0	0.0
4.2 Agricultural		0.0			0	0.0
4.3 Single family residential properties		0.0			0	0.0
4.4 Multifamily residential properties		0.0			0	0.0
4.5 Commercial loans	3,419,606,165	12.3	3,419,606,165		3,419,606,165	12.3
4.6 Mezzanine real estate loans		0.0			0	0.0
5. Real estate investments:						
5.1 Property occupied by company	35,935,395	0.1	35,935,394		35,935,394	0.1
5.2 Property held for production of income (including $.....0 of property acquired in satisfaction of debt)	1,491,942	0.0	1,491,942		1,491,942	0.0
5.3 Property held for sale (including $.....0 property acquired in satisfaction of debt)		0.0			0	0.0
6. Contract loans	3,993,638,120	14.3	3,993,638,120		3,993,638,120	14.3
7. Derivatives	133,811,691	0.5	133,811,691		133,811,691	0.5
8. Receivables for securities	15,300,498	0.1	15,300,498		15,300,498	0.1
9. Securities lending (Line 10, Asset Page reinvested collateral)		0.0		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments	186,909,521	0.7	186,909,521		186,909,521	0.7
11. Other invested assets	459,911,508	1.7	459,911,508		459,911,508	1.7
12. Total invested assets	27,871,393,967	100.0	27,871,393,966	0	27,871,393,966	100.0

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year		39,715,742
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition (Part 2, Column 6)		
	2.2 Additional investment made after acquisition (Part 2, Column 9)	2,006,228	2,006,228
3.	Current year change in encumbrances:		
	3.1 Totals, Part 1, Column 13		
	3.2 Totals, Part 3, Column 11		0
4.	Total gain (loss) on disposals, Part 3, Column 18		(164,931)
5.	Deduct amounts received on disposals, Part 3, Column 15		1,456,569
6.	Total foreign exchange change in book/adjusted carrying value:		
	6.1 Totals, Part 1, Column 15		
	6.2 Totals, Part 3, Column 13		0
7.	Deduct current year's other-than-temporary impairment recognized:		
	7.1 Totals, Part 1, Column 12		
	7.2 Totals, Part 3, Column 10	182,111	182,111
8.	Deduct current year's depreciation:		
	8.1 Totals, Part 1, Column 11	2,491,025	
	8.2 Totals, Part 3, Column 9		2,491,025
9.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)		37,427,334
10.	Deduct total nonadmitted amounts		
11.	Statement value at end of current period (Line 9 minus Line 10)		37,427,334

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year		3,101,856,750
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition (Part 2, Column 7)	688,991,000	
	2.2 Additional investment made after acquisition (Part 2, Column 8)		688,991,000
3.	Capitalized deferred interest and other:		
	3.1 Totals, Part 1, Column 12		
	3.2 Totals, Part 3, Column 11		0
4.	Accrual of discount		61,201
5.	Unrealized valuation increase (decrease):		
	5.1 Totals, Part 1, Column 9		
	5.2 Totals, Part 3, Column 8		0
6.	Total gain (loss) on disposals, Part 3, Column 18		
7.	Deduct amounts received on disposals, Part 3, Column 15		365,790,189
8.	Deduct amortization of premium and mortgage interest points and commitment fees		83,277
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest:		
	9.1 Totals, Part 1, Column 13	(2,716,001)	
	9.2 Totals, Part 3, Column 13		(2,716,001)
10.	Deduct current year's other-than-temporary impairment recognized:		
	10.1 Totals, Part 1, Column 11		
	10.2 Totals, Part 3, Column 10		0
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		3,422,319,484
12.	Total valuation allowance		(2,713,307)
13.	Subtotal (Line 11 plus Line 12)		3,419,606,177
14.	Deduct total nonadmitted amounts		
15.	Statement value at end of current period (Line 13 minus Line 14)		3,419,606,177

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year		494,011,666
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition (Part 2, Column 8)		
	2.2 Additional investment made after acquisition (Part 2, Column 9)	3,984,917	3,984,917
3.	Capitalized deferred interest and other:		
	3.1 Totals, Part 1, Column 16	(2,434,119)	
	3.2 Totals, Part 3, Column 12		(2,434,119)
4.	Accrual of discount		6,341
5.	Unrealized valuation increase (decrease):		
	5.1 Totals, Part 1, Column 13	(13,019,691)	
	5.2 Totals, Part 3, Column 9		(13,019,691)
6.	Total gain (loss) on disposals, Part 3, Column 19		
7.	Deduct amounts received on disposals, Part 3, Column 16		10,256,473
8.	Deduct amortization of premium and depreciation		543,024
9.	Total foreign exchange change in book/adjusted carrying value:		
	9.1 Totals, Part 1, Column 17		
	9.2 Totals, Part 3, Column 14		0
10.	Deduct current year's other-than-temporary impairment recognized:		
	10.1 Totals, Part 1, Column 15		
	10.2 Totals, Part 3, Column 11		0
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)		471,749,617
12.	Deduct total nonadmitted amounts		11,838,113
13.	Statement value at end of current period (Line 11 minus Line 12)		459,911,504

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year		18,478,042,162
2.	Cost of bonds and stocks acquired, Part 3, Column 7		26,863,292,119
3.	Accrual of discount		85,646,225
4.	Unrealized valuation increase (decrease):		
	4.1 Part 1, Column 12	(37,291)	
	4.2 Part 2, Section 1, Column 15		
	4.3 Part 2, Section 2, Column 13	(1,623,034)	
	4.4 Part 4, Column 11	367	(1,659,958)
5.	Total gain (loss) on disposals, Part 4, Column 19		48,889,685
6.	Deduct consideration for bonds and stocks disposed of, Part 4, Column 7		25,633,944,065
7.	Deduct amortization of premium		65,680,397
8.	Total foreign exchange change in book/adjusted carrying value:		
	8.1 Part 1, Column 15	(148,322,050)	
	8.2 Part 2, Section 1, Column 19		
	8.3 Part 2, Section 2, Column 16		
	8.4 Part 4, Column 15	5,113,281	(143,208,769)
9.	Deduct current year's other-than-temporary impairment recognized:		
	9.1 Part 1, Column 14	4,426,500	
	9.2 Part 2, Section 1, Column 17		
	9.3 Part 2, Section 2, Column 14		
	9.4 Part 4, Column 13		4,426,500
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)		19,626,950,502
11.	Deduct total nonadmitted amounts		2,161,548
12.	Statement value at end of current period (Line 10 minus Line 11)		19,624,788,954

SCHEDULE D - SUMMARY BY COUNTRY

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

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS	1. United States	458,240,067	459,443,446	458,702,648	463,124,166
Governments (Including all obligations	2. Canada				
guaranteed by governments)	3. Other Countries				
	4. Totals	458,240,067	459,443,446	458,702,648	463,124,166
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	1,083,765,213	1,226,543,020	945,616,961	1,293,042,531
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	990,389,495	1,056,947,183	998,653,888	965,335,851
U.S. Special Revenue and Special Assessment Obligations and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions	7. Totals	2,480,813,225	2,453,119,871	2,482,877,924	2,381,455,254
Industrial and Miscellaneous, SVO Identified	8. United States	11,850,719,837	12,235,440,614	11,992,357,314	11,710,594,547
Funds and Hybrid Securities (unaffiliated)	9. Canada	643,673,301	640,706,484	660,570,023	640,867,936
	10. Other Countries	1,987,451,725	2,067,793,129	2,201,158,071	1,918,787,575
	11. Totals	14,481,844,863	14,943,940,227	14,854,085,408	14,270,250,058
Parent, Subsidiaries and Affiliates	12. Totals	25,968,915	25,968,915	20,770,067	30,491,354
	13. Total Bonds	19,521,021,778	20,165,962,662	19,760,706,896	19,403,699,214
PREFERRED STOCKS	14. United States				
Industrial and Miscellaneous (Unaffiliated)	15. Canada				
	16. Other Countries				
	17. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks	0	0	0	
COMMON STOCKS	20. United States				
Industrial and Miscellaneous (Unaffiliated)	21. Canada				
	22. Other Countries				
	23. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	24. Totals	105,928,740	105,928,740	66,719,000	
	25. Total Common Stocks	105,928,740	105,928,740	66,719,000	
	26. Total Stocks	105,928,740	105,928,740	66,719,000	
	27. Total Bonds and Stocks	19,626,950,518	20,271,891,402	19,827,425,896	

SCHEDULE D - PART 1A - SECTION 1

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

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 10.7	9 Total from Column 6 Prior Year	10 % from Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
1. **U.S. Governments**												
1.1 NAIC 1	195,146,880	75,044,182	321,796,161	28,298,227	9,558,314	XXX	629,843,764	3.2	804,714,123	4.3	622,486,317	7,357,446
1.2 NAIC 2						XXX	0	0.0		0.0		
1.3 NAIC 3						XXX	0	0.0		0.0		
1.4 NAIC 4						XXX	0	0.0		0.0		
1.5 NAIC 5						XXX	0	0.0		0.0		
1.6 NAIC 6						XXX	0	0.0		0.0		
1.7 Totals	195,146,880	75,044,182	321,796,161	28,298,227	9,558,314	XXX	629,843,764	3.2	804,714,123	4.3	622,486,317	7,357,446
2. **All Other Governments**												
2.1 NAIC 1						XXX	0	0.0		0.0		
2.2 NAIC 2						XXX	0	0.0		0.0		
2.3 NAIC 3						XXX	0	0.0		0.0		
2.4 NAIC 4						XXX	0	0.0		0.0		
2.5 NAIC 5						XXX	0	0.0		0.0		
2.6 NAIC 6						XXX	0	0.0		0.0		
2.7 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
3. **U.S. States, Territories and Possessions, etc., Guaranteed**												
3.1 NAIC 1	81,953,017	436,210,011	254,957,684	261,290,877	31,453,948	XXX	1,065,865,537	5.4	1,004,222,233	5.4	477,208,988	588,656,548
3.2 NAIC 2	33,128		17,401,850			XXX	17,434,978	0.1	127,958,022	0.7	17,401,850	33,128
3.3 NAIC 3						XXX	0	0.0		0.0		
3.4 NAIC 4						XXX	0	0.0		0.0		
3.5 NAIC 5						XXX	0	0.0		0.0		
3.6 NAIC 6					581,290	XXX	581,290	0.0	642,540	0.0	581,290	
3.7 Totals	81,986,145	436,210,011	272,359,534	261,290,877	32,035,238	XXX	1,083,881,805	5.5	1,132,822,795	6.1	495,192,128	588,689,676
4. **U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed**												
4.1 NAIC 1	51,842,461	231,692,718	186,291,886	326,758,387	189,329,451	XXX	985,914,903	5.0	993,260,548	5.4	965,154,053	20,760,851
4.2 NAIC 2				4,474,593		XXX	4,474,593	0.0	25,070,676	0.1	4,474,593	
4.3 NAIC 3						XXX	0	0.0		0.0		
4.4 NAIC 4						XXX	0	0.0		0.0		
4.5 NAIC 5						XXX	0	0.0		0.0		
4.6 NAIC 6						XXX	0	0.0		0.0		
4.7 Totals	51,842,461	231,692,718	186,291,886	331,232,980	189,329,451	XXX	990,389,496	5.0	1,018,331,224	5.5	969,628,646	20,760,851
5. **U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed**												
5.1 NAIC 1	252,636,019	914,451,302	579,770,476	504,956,085	228,999,341	XXX	2,480,813,223	12.6	2,699,514,909	14.5	2,480,813,224	
5.2 NAIC 2						XXX	0	0.0		0.0		
5.3 NAIC 3						XXX	0	0.0		0.0		
5.4 NAIC 4						XXX	0	0.0		0.0		
5.5 NAIC 5						XXX	0	0.0		0.0		
5.6 NAIC 6						XXX	0	0.0		0.0		
5.7 Totals	252,636,019	914,451,302	579,770,476	504,956,085	228,999,341	XXX	2,480,813,223	12.6	2,699,514,909	14.5	2,480,813,224	0

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

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

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 10.7	9 Total from Column 6 Prior Year	10 % from Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
6. **Industrial and Miscellaneous (unaffiliated)**												
6.1 NAIC 1	424,630,982	2,368,022,311	3,478,447,067	1,553,585,399	663,193,616	XXX	8,487,879,375	43.0	7,332,631,501	39.5	4,194,572,838	4,293,306,537
6.2 NAIC 2	287,176,296	1,548,458,476	2,564,268,420	753,108,586	205,973,651	XXX	5,358,985,429	27.2	4,960,860,835	26.7	3,292,060,515	2,066,924,914
6.3 NAIC 3	19,360,871	108,869,975	102,192,968	36,349,277		XXX	266,773,091	1.4	191,970,847	1.0	157,273,252	109,499,838
6.4 NAIC 4	6,080,710	34,605,378	7,002,857	29,667		XXX	47,718,612	0.2	10,081,902	0.1	29,414,663	18,303,949
6.5 NAIC 5	1,711,103	7,450,976	7,998,341	19,196,260	15,083,902	XXX	51,440,582	0.3	38,939,732	0.2	27,484,108	23,956,474
6.6 NAIC 6	252,906	850,963	577,787	743,892		XXX	2,425,548	0.0	2,672,755	0.0	2,425,548	
6.7 Totals	739,212,868	4,068,258,079	6,160,487,440	2,363,013,081	884,251,169	XXX	14,215,222,637	72.1	12,537,157,572	67.6	7,703,230,924	6,511,991,712
7. **Hybrid Securities**												
7.1 NAIC 1					30,282,600	XXX	30,282,600	0.2	44,157,600	0.2	30,282,600	
7.2 NAIC 2				36,991,109	173,597,411	XXX	210,588,520	1.1	225,896,975	1.2	177,453,792	33,134,727
7.3 NAIC 3					58,303,125	XXX	58,303,125	0.3	58,303,125	0.3	58,303,125	
7.4 NAIC 4						XXX	0	0.0		0.0		
7.5 NAIC 5						XXX	0	0.0		0.0		
7.6 NAIC 6						XXX	0	0.0		0.0		
7.7 Totals	0	0	0	36,991,109	262,183,136	XXX	299,174,245	1.5	328,357,700	1.8	266,039,517	33,134,727
8. **Parent, Subsidiaries and Affiliates**												
8.1 NAIC 1						XXX	0	0.0		0.0		
8.2 NAIC 2	6,416,383	16,288,872	3,191,681	71,978		XXX	25,968,914	0.1	34,219,739	0.2		25,968,914
8.3 NAIC 3						XXX	0	0.0		0.0		
8.4 NAIC 4						XXX	0	0.0		0.0		
8.5 NAIC 5						XXX	0	0.0		0.0		
8.6 NAIC 6						XXX	0	0.0		0.0		
8.7 Totals	6,416,383	16,288,872	3,191,681	71,978	0	XXX	25,968,914	0.1	34,219,739	0.2	0	25,968,914
9. **SVO Identified Funds**												
9.1 NAIC 1	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.2 NAIC 2	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.3 NAIC 3	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.4 NAIC 4	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.5 NAIC 5	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.6 NAIC 6	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.7 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0

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

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

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 10.7	9 Total from Column 6 Prior Year	10 % from Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed (a)
10. **Total Bonds Current Year**												
10.1 NAIC 1	(d)1,006,209,359	4,025,420,524	4,821,263,274	2,674,888,975	1,152,817,270	0	13,680,599,402	69.4	XXX	XXX	8,770,518,020	4,910,081,382
10.2 NAIC 2	(d)293,625,807	1,564,747,348	2,584,861,951	794,646,266	379,571,062	0	5,617,452,434	28.5	XXX	XXX	3,491,390,750	2,126,061,683
10.3 NAIC 3	(d)19,360,871	108,869,975	102,192,968	36,349,277	58,303,125	0	325,076,216	1.6	XXX	XXX	215,576,377	109,499,838
10.4 NAIC 4	(d)6,080,710	34,605,378	7,002,857	29,667	0	0	47,718,612	0.2	XXX	XXX	29,414,663	18,303,949
10.5 NAIC 5	(d)1,711,103	7,450,976	7,998,341	19,196,260	15,083,902	0	(c)51,440,582	0.3	XXX	XXX	27,484,108	23,956,474
10.6 NAIC 6	(d)252,906	850,963	577,787	743,892	581,290	0	(c)3,006,838	0.0	XXX	XXX	3,006,838	0
10.7 Totals	1,327,240,756	5,741,945,164	7,523,897,178	3,525,854,337	1,606,356,649	0	(b)19,725,294,084	100.0	XXX	XXX	12,537,390,756	7,187,903,326
10.8 Line 10.7 as a % of Col. 7	6.7	29.1	38.1	17.9	8.1	0.0	100.0	XXX	XXX	XXX	63.6	36.4
11. **Total Bonds Prior Year**												
11.1 NAIC 1	1,064,614,355	3,488,393,755	4,442,307,699	2,828,513,406	1,054,671,699	XXX	XXX	XXX	12,878,500,914	69.4	8,706,458,535	4,172,042,382
11.2 NAIC 2	355,584,259	1,699,913,359	2,120,766,682	897,427,351	300,314,596	XXX	XXX	XXX	5,374,006,247	29.0	3,193,701,801	2,180,304,446
11.3 NAIC 3	9,062,923	134,593,853	36,109,588	12,204,483	58,303,125	XXX	XXX	XXX	250,273,972	1.3	172,353,782	77,920,189
11.4 NAIC 4	1,342,100	4,741,667	3,668,825	329,310		XXX	XXX	XXX	10,081,902	0.1	10,056,684	25,217
11.5 NAIC 5	2,061,491	6,482,546	14,780,096	15,615,599		XXX	XXX	XXX	(c)38,939,732	0.2	29,003,253	9,936,479
11.6 NAIC 6	280,811	1,633,321	744,970	656,193		XXX	XXX	XXX	(c)3,315,295	0.0	3,315,295	
11.7 Totals	1,432,945,939	5,335,758,501	6,618,377,860	3,754,746,342	1,413,289,420	XXX	XXX	XXX	(b)18,555,118,062	100.0	12,114,889,350	6,440,228,713
11.8 Line 11.7 as a % of Col. 9	7.7	28.8	35.7	20.2	7.6	XXX	XXX	XXX	100.0	XXX	65.3	34.7
12. **Total Publicly Traded Bonds**												
12.1 NAIC 1	726,766,112	2,377,945,129	3,004,727,028	1,896,672,906	764,406,846		8,770,518,021	44.5	8,706,458,535	46.9	8,770,518,021	XXX
12.2 NAIC 2	87,004,581	1,000,028,431	1,585,699,563	508,758,236	309,899,939		3,491,390,750	17.7	3,193,701,801	17.2	3,491,390,750	XXX
12.3 NAIC 3	18,621,922	61,445,568	49,467,610	27,738,152	58,303,125		215,576,377	1.1	172,353,782	0.9	215,576,377	XXX
12.4 NAIC 4	2,551,600	22,691,533	4,171,529				29,414,662	0.1	10,056,684	0.1	29,414,662	XXX
12.5 NAIC 5	541,955	1,834,288	5,911,604	19,196,260			27,484,107	0.1	29,003,253	0.2	27,484,107	XXX
12.6 NAIC 6	252,906	850,963	577,787	743,892	581,290		3,006,838	0.0	3,315,295	0.0	3,006,838	XXX
12.7 Totals	835,739,076	3,464,795,912	4,650,555,121	2,453,109,446	1,133,191,200	0	12,537,390,755	63.6	12,114,889,350	65.3	12,537,390,755	XXX
12.8 Line 12.7 as a % of Col. 7	6.7	27.6	37.1	19.6	9.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.9 Line 12.7 as a % of Line 10.7, Col. 7, Section 10	4.2	17.6	23.6	12.4	5.7	0.0	63.6	XXX	XXX	XXX	63.6	XXX
13. **Total Privately Placed Bonds**												
13.1 NAIC 1	279,443,247	1,647,475,395	1,816,536,246	778,216,069	388,410,424		4,910,081,381	24.9	4,172,042,382	22.5	XXX	4,910,081,381
13.2 NAIC 2	206,621,227	564,718,917	999,162,389	285,888,029	69,671,122		2,126,061,684	10.8	2,180,304,446	11.8	XXX	2,126,061,684
13.3 NAIC 3	738,948	47,424,407	52,725,358	8,611,125			109,499,838	0.6	77,920,189	0.4	XXX	109,499,838
13.4 NAIC 4	3,529,110	11,913,844	2,831,327	29,667			18,303,948	0.1	25,217	0.0	XXX	18,303,948
13.5 NAIC 5	1,169,148	5,616,687	2,086,737		15,083,902		23,956,474	0.1	9,936,479	0.1	XXX	23,956,474
13.6 NAIC 6							0	0.0	0	0.0	XXX	0
13.7 Totals	491,501,680	2,277,149,250	2,873,342,057	1,072,744,890	473,165,448	0	7,187,903,325	36.4	6,440,228,713	34.7	XXX	7,187,903,325
13.8 Line 13.7 as a % of Col. 7	6.8	31.7	40.0	14.9	6.6	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.9 Line 13.7 as a % of Line 10.7, Col. 7, Section 10	2.5	11.5	14.6	5.4	2.4	0.0	36.4	XXX	XXX	XXX	XXX	36.4

(a) Includes $.....3,105,526,306 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes $.....496,516,351 current year, $.....396,851,122 prior year of bonds with Z designations and $.....0 current year, $.....0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes $.....1,517,776 current year, $.....1,556,129 prior year of bonds with 5* designations and $.....0 current year, $.....0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of short-term and cash equivalent bonds by NAIC designation: NAIC 1 $.....204,272,145; NAIC 2 $.....0; NAIC 3 $.....0; NAIC 4 $.....0; NAIC 5 $.....0; NAIC 6 $.....0.

SCHEDULE D - PART 1A - SECTION 2

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

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 10.6	9 Total from Column 6 Prior Year	10 % from Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
1. **U.S. Governments**												
1.1 Issuer Obligations	173,007,140	4,686,103	268,135,779	4,123,058	3,509,612	XXX	453,461,692	2.3	585,425,533	3.2	446,104,246	7,357,446
1.2 Residential Mortgage-Backed Securities	19,527,222	58,365,558	34,552,774	24,175,169	6,048,702	XXX	142,669,425	0.7	169,743,131	0.9	142,669,424	
1.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		
1.4 Other Loan-Backed and Structured Securities	2,612,518	11,992,521	19,107,608			XXX	33,712,647	0.2	49,545,461	0.3	33,712,647	
1.5 Totals	195,146,880	75,044,182	321,796,161	28,298,227	9,558,314	XXX	629,843,764	3.2	804,714,125	4.3	622,486,317	7,357,446
2. **All Other Governments**												
2.1 Issuer Obligations						XXX	0	0.0		0.0		
2.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		
2.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		
2.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		
2.5 Totals	0	0	0	0	0	XXX	0	0.0	0	0.0	0	0
3. **U.S. States, Territories and Possessions, Guaranteed**												
3.1 Issuer Obligations	81,986,145	436,210,011	272,359,534	261,290,877	32,035,238	XXX	1,083,881,805	5.5	1,132,822,794	6.1	495,192,129	588,689,676
3.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		
3.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		
3.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		
3.5 Totals	81,986,145	436,210,011	272,359,534	261,290,877	32,035,238	XXX	1,083,881,805	5.5	1,132,822,794	6.1	495,192,129	588,689,676
4. **U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed**												
4.1 Issuer Obligations	51,842,461	231,692,718	186,291,886	331,232,980	189,329,451	XXX	990,389,496	5.0	1,009,159,612	5.4	969,628,646	20,760,851
4.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		
4.3 Commercial Mortgage-Backed Securities						XXX	0	0.0	9,171,613	0.0		
4.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		
4.5 Totals	51,842,461	231,692,718	186,291,886	331,232,980	189,329,451	XXX	990,389,496	5.0	1,018,331,225	5.5	969,628,646	20,760,851
5. **U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed**												
5.1 Issuer Obligations	1,220,527	102,371,519				XXX	103,592,046	0.5	86,220,724	0.5	103,592,046	
5.2 Residential Mortgage-Backed Securities	245,590,102	792,640,268	564,315,458	489,273,742	228,999,341	XXX	2,320,818,911	11.8	2,559,828,669	13.8	2,320,818,911	
5.3 Commercial Mortgage-Backed Securities	2,140,545	623,857	9,259,059			XXX	12,023,461	0.1	3,477,686	0.0	12,023,461	
5.4 Other Loan-Backed and Structured Securities	3,684,845	18,815,658	6,195,959	15,682,343		XXX	44,378,805	0.2	49,987,830	0.3	44,378,805	
5.5 Totals	252,636,019	914,451,302	579,770,476	504,956,085	228,999,341	XXX	2,480,813,223	12.6	2,699,514,909	14.5	2,480,813,223	0
6. **Industrial and Miscellaneous (unaffiliated)**												
6.1 Issuer Obligations	521,962,828	3,049,670,147	4,934,480,206	2,077,637,420	682,546,266	XXX	11,266,296,867	57.1	10,176,827,675	54.8	6,634,145,604	4,632,151,263
6.2 Residential Mortgage-Backed Securities	101,815,169	264,263,233	203,944,063	138,943,680	14,269,155	XXX	723,235,300	3.7	753,117,769	4.1	515,084,098	208,151,203
6.3 Commercial Mortgage-Backed Securities	37,324,951	289,693,760	661,679,700			XXX	988,698,411	5.0	786,622,680	4.2	429,624,310	559,074,101
6.4 Other Loan-Backed and Structured Securities	78,109,920	464,630,937	360,383,471	146,431,981	187,435,747	XXX	1,236,992,056	6.3	820,589,444	4.4	124,376,912	1,112,615,145
6.5 Totals	739,212,868	4,068,258,077	6,160,487,440	2,363,013,081	884,251,168	XXX	14,215,222,634	72.1	12,537,157,568	67.6	7,703,230,924	6,511,991,712
7. **Hybrid Securities**												
7.1 Issuer Obligations				36,991,109	262,183,136	XXX	299,174,245	1.5	328,357,700	1.8	266,039,517	33,134,727
7.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		
7.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		
7.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		
7.5 Totals	0	0	0	36,991,109	262,183,136	XXX	299,174,245	1.5	328,357,700	1.8	266,039,517	33,134,727
8. **Parent, Subsidiaries and Affiliates**												
8.1 Issuer Obligations	6,416,383	16,288,872	3,191,681	71,978		XXX	25,968,914	0.1	34,219,739	0.2		25,968,914
8.2 Residential Mortgage-Backed Securities						XXX	0	0.0		0.0		
8.3 Commercial Mortgage-Backed Securities						XXX	0	0.0		0.0		
8.4 Other Loan-Backed and Structured Securities						XXX	0	0.0		0.0		
8.5 Totals	6,416,383	16,288,872	3,191,681	71,978	0	XXX	25,968,914	0.1	34,219,739	0.2	0	25,968,914

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

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

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 No Maturity Date	7 Total Current Year	8 Column 7 as a % of Line 10.6	9 Total from Column 6 Prior Year	10 % from Col. 7 Prior Year	11 Total Publicly Traded	12 Total Privately Placed
9. **SVO Identified Funds**												
9.1 Exchange Traded Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.2 Bond Mutual Funds Identified by the SVO	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX		
9.3 Totals	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
10. **Total Bonds Current Year**												
10.1 Issuer Obligations	836,435,484	3,840,919,370	5,664,459,086	2,711,347,422	1,169,603,703	XXX	14,222,765,065	72.1	XXX	XXX	8,914,702,188	5,308,062,877
10.2 Residential Mortgage-Backed Securities	366,932,493	1,115,269,059	802,812,295	652,392,591	249,317,198	XXX	3,186,723,636	16.2	XXX	XXX	2,978,572,433	208,151,203
10.3 Commercial Mortgage-Backed Securities	39,465,496	290,317,617	670,938,759	0	0	XXX	1,000,721,872	5.1	XXX	XXX	441,647,771	559,074,101
10.4 Other Loan-Backed and Structured Securities	84,407,283	495,439,116	385,687,038	162,114,324	187,435,747	XXX	1,315,083,508	6.7	XXX	XXX	202,468,364	1,112,615,145
10.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	0	0	0.0	XXX	XXX	0	0
10.6 Totals	1,327,240,756	5,741,945,162	7,523,897,178	3,525,854,337	1,606,356,648	0	19,725,294,081	100.0	XXX	XXX	12,537,390,756	7,187,903,326
10.7 Line 10.6 as a % of Col. 7	6.7	29.1	38.1	17.9	8.1	0.0	100.0	XXX	XXX	XXX	63.6	36.4
11. **Total Bonds Prior Year**												
11.1 Issuer Obligations	809,040,153	3,675,026,298	4,971,447,158	2,873,541,870	1,023,978,298	XXX	XXX	XXX	13,353,033,777	72.0	8,371,389,078	4,981,644,701
11.2 Residential Mortgage-Backed Securities	500,095,847	1,184,957,037	889,158,839	708,752,145	199,725,701	XXX	XXX	XXX	3,482,689,569	18.8	3,295,716,269	186,973,301
11.3 Commercial Mortgage-Backed Securities	60,673,937	195,204,866	543,393,176			XXX	XXX	XXX	799,271,979	4.3	290,503,123	508,768,856
11.4 Other Loan-Backed and Structured Securities	63,136,002	280,570,299	214,378,687	172,452,326	189,585,421	XXX	XXX	XXX	920,122,735	5.0	157,280,880	762,841,857
11.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
11.6 Totals	1,432,945,939	5,335,758,500	6,618,377,860	3,754,746,341	1,413,289,420	XXX	XXX	XXX	18,555,118,060	100.0	12,114,889,350	6,440,228,715
11.7 Line 11.6 as a % of Col. 9	7.7	28.8	35.7	20.2	7.6	XXX	XXX	XXX	100.0	XXX	65.3	34.7
12. **Total Publicly Traded Bonds**												
12.1 Issuer Obligations	444,318,661	2,300,227,342	3,457,850,430	1,828,807,391	883,498,363	XXX	8,914,702,187	45.2	8,371,389,078	45.1	8,914,702,187	XXX
12.2 Residential Mortgage-Backed Securities	347,761,467	1,036,798,515	742,401,180	603,344,907	248,266,364	XXX	2,978,572,433	15.1	3,295,716,269	17.8	2,978,572,433	XXX
12.3 Commercial Mortgage-Backed Securities	15,830,038	8,230,765	417,586,965			XXX	441,647,768	2.2	290,503,123	1.6	441,647,768	XXX
12.4 Other Loan-Backed and Structured Securities	27,828,910	119,539,287	32,716,547	20,957,147	1,426,473	XXX	202,468,364	1.0	157,280,880	0.8	202,468,364	XXX
12.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	0	XXX
12.6 Totals	835,739,076	3,464,795,909	4,650,555,122	2,453,109,445	1,133,191,200	0	12,537,390,752	63.6	12,114,889,350	65.3	12,537,390,752	XXX
12.7 Line 12.6 as a % of Col. 7	6.7	27.6	37.1	19.6	9.0	0.0	100.0	XXX	XXX	XXX	100.0	XXX
12.8 Line 12.6 as a % of Line 10.6, Col. 7, Section 10	4.2	17.6	23.6	12.4	5.7	0.0	63.6	XXX	XXX	XXX	63.6	XXX
13. **Total Privately Placed Bonds**												
13.1 Issuer Obligations	392,116,824	1,540,692,027	2,206,608,657	882,540,030	286,105,340	XXX	5,308,062,878	26.9	4,981,644,701	26.8	XXX	5,308,062,878
13.2 Residential Mortgage-Backed Securities	19,171,026	78,470,545	60,411,115	49,047,683	1,050,833	XXX	208,151,202	1.1	186,973,301	1.0	XXX	208,151,202
13.3 Commercial Mortgage-Backed Securities	23,635,458	282,086,849	253,351,793			XXX	559,074,100	2.8	508,768,856	2.7	XXX	559,074,100
13.4 Other Loan-Backed and Structured Securities	56,578,373	375,899,829	352,970,492	141,157,177	186,009,274	XXX	1,112,615,145	5.6	762,841,857	4.1	XXX	1,112,615,145
13.5 SVO Identified Funds	XXX	XXX	XXX	XXX	XXX		0	0.0	XXX	XXX	XXX	0
13.6 Totals	491,501,681	2,277,149,250	2,873,342,057	1,072,744,890	473,165,447	0	7,187,903,325	36.4	6,440,228,715	34.7	XXX	7,187,903,325
13.7 Line 13.6 as a % of Col. 7	6.8	31.7	40.0	14.9	6.6	0.0	100.0	XXX	XXX	XXX	XXX	100.0
13.8 Line 13.6 as a % of Line 10.6, Col. 7, Section 10	2.5	11.5	14.6	5.4	2.4	0.0	36.4	XXX	XXX	XXX	XXX	36.4

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1 Total	2 Bonds	3 Mortgage Loans	4 Other Short-term Investment Assets (a)	5 Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	130,644,549	130,644,549			
2. Cost of short-term investments acquired	13,843,498,174	12,820,575,741		1,022,922,433	
3. Accrual of discount	241,922	241,922			
4. Unrealized valuation increase (decrease)	0				
5. Total gain (loss) on disposals	19,400	19,400			
6. Deduct consideration received on disposals	13,770,344,669	12,747,422,236		1,022,922,433	
7. Deduct amortization of premium	3,005,502	3,005,502			
8. Total foreign exchange change in book/adjusted carrying value	0				
9. Deduct current year's other-than-temporary impairment recognized	0				
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	201,053,874	201,053,874	0	0	0
11. Deduct total nonadmitted amounts	0				
12. Statement value at end of current period (Line 10 minus Line 11)	201,053,874	201,053,874	0	0	0

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

SCHEDULE DB - PART A - VERIFICATION BETWEEN YEARS

Options, Caps, Floors, Collars, Swaps and Forwards

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)		(27,917,743)
2.	Cost paid/(consideration received) on additions:		
2.1	Current year paid/(consideration received) at time of acquisition, still open, Section 1, Column 12	(177,984)	
2.2	Current year paid/(consideration received) at time of acquisition, terminated, Section 2, Column 14		(177,984)
3.	Unrealized valuation increase/(decrease):		
3.1	Section 1, Column 17	(32,662,910)	
3.2	Section 2, Column 19	2,044,893	(30,618,017)
4.	Total gain (loss) on termination recognized, Section 2, Column 22		9,522,002
5.	Considerations received/(paid) on terminations, Section 2, Column 15		(1,031,647)
6.	Amortization:		
6.1	Section 1, Column 19	5,188,662	
6.2	Section 2, Column 21	555,754	5,744,416
7.	Adjustment to the Book/Adjusted Carrying Value of hedged item:		
7.1	Section 1, Column 20		
7.2	Section 2, Column 23		0
8.	Total foreign exchange change in Book/Adjusted Carrying Value:		
8.1	Section 1, Column 18	150,929,792	
8.2	Section 2, Column 20	(5,081,428)	145,848,364
9.	Book/Adjusted Carrying Value at end of current period (Lines 1 + 2 + 3 + 4 - 5 + 6 + 7 + 8)		103,432,685
10.	Deduct nonadmitted assets		
11.	Statement value at end of current period (Line 9 minus Line 10)		103,432,685

SCHEDULE DB - PART B - VERIFICATION BETWEEN YEARS

Futures Contracts

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 6 prior year)				2,419,688
2.	Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change Column)				798,594
3.1	Add:				
	Change in variation margin on open contracts - highly effective hedges:				
3.11	Section 1, Column 15, current year minus				
3.12	Section 1, Column 15, prior year		0		
	Change in the valuation margin on open contracts - all other:				
3.13	Section 1, Column 18, current year minus	261,159			
3.14	Section 1, Column 18, prior year	(498,013)	759,173	759,173	
3.2	Add:				
	Change in adjustment to basis of hedged item:				
3.21	Section 1, Column 17, current year to date minus				
3.22	Section 1, Column 17, prior year		0		
	Change in amount recognized:				
3.23	Section 1, Column 19, current year to date minus	261,158			
3.24	Section 1, Column 19, prior year	(498,007)	759,165	759,165	
3.3	Subtotal (Line 3.1 minus Line 3.2)				8
4.1	Cumulative variation margin on terminated contracts during the year (Section 2, Column 15)		(8,094,227)		
4.2	Less:				
4.21	Amount used to adjust basis of hedged item (Section 2, Column 17)				
4.22	Amount recognized (Section 2, Column 16)	(8,094,225)	(8,094,225)		
4.3	Subtotal (Line 4.1 minus Line 4.2)				(2)
5.	Dispositions gains (losses) on contracts terminated in prior year:				
5.1	Total gain (loss) recognized for terminations in prior year				
5.2	Total gain (loss) adjusted into the hedged item(s) for terminations in prior year				
6.	Book/Adjusted Carrying Value at end of current period (Lines 1 + 2 + 3.3 - 4.3 - 5.1 - 5.2)				3,218,291
7.	Deduct nonadmitted assets				
8.	Statement value at end of current period (Line 6 minus Line 7)				3,218,291

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

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

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

		Book/Adjusted Carrying Value Check	
1.	Part A, Section 1, Column 14	103,432,670	
2.	Part B, Section 1, Column 15 plus Part B, Section 1 Footnote-Total Ending Cash Balance	3,218,271	
3.	Total (Line 1 plus Line 2)		106,650,941
4.	Part D, Section 1, Column 5	137,029,962	
5.	Part D, Section 1, Column 6	(30,379,021)	
6.	Total (Line 3 minus Line 4 minus Line 5)		0
		Fair Value Check	
7.	Part A, Section 1, Column 16	108,103,544	
8.	Part B, Section 1, Column 13		
9.	Total (Line 7 plus Line 8)		108,103,544
10.	Part D, Section 1, Column 8	146,385,201	
11.	Part D, Section 1, Column 9	(38,281,657)	
12.	Total (Line 9 minus Line 10 minus Line 11)		0
		Potential Exposure Check	
13.	Part A, Section 1, Column 21	37,970,094	
14.	Part B, Section 1, Column 20	(1,731,415)	
15.	Part D, Section 1, Column 11	36,238,667	
16.	Total (Line 13 plus Line 14 minus Line 15)		12

SCHEDULE E - VERIFICATION BETWEEN YEARS

Cash Equivalents

	1 Total	2 Bonds	3 Other (a)
1. Book/adjusted carrying value, December 31 of prior year	54,738,549	54,738,549	
2. Cost of cash equivalents acquired	25,004,205,642	25,004,205,642	
3. Accrual of discount	2,320,856	2,320,856	
4. Unrealized valuation increase (decrease)	0		
5. Total gain (loss) on disposals	(6,830)	(6,830)	
6. Deduct consideration received on disposals	25,057,686,721	25,057,686,721	
7. Deduct amortization of premium	353,225	353,225	
8. Total foreign exchange change in book/adjusted carrying value	0		
9. Deduct current year's other-than-temporary impairment recognized	0		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	3,218,271	3,218,271	0
11. Deduct total nonadmitted amounts	0		
12. Statement value at end of current period (Line 10 minus Line 11)	3,218,271	3,218,271	0

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

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