

QUARTERLY STATEMENT

OF THE

First Allmerica Financial Life Insurance Company

TO THE

Insurance Department

OF THE

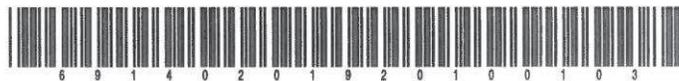
STATE OF

**FOR THE QUARTER ENDED
SEPTEMBER 30, 2019**

LIFE AND ACCIDENT AND HEALTH

FRATERNAL BENEFIT SOCIETIES

2019



LIFE AND ACCIDENT AND HEALTH COMPANIES/FRATERNAL BENEFIT SOCIETIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2019
OF THE CONDITION AND AFFAIRS OF THE

First Allmerica Financial Life Insurance Company

NAIC Group Code 3891 3891 NAIC Company Code 69140 Employer's ID Number 04-1867050
(Current) (Prior)

Organized under the Laws of Massachusetts, State of Domicile or Port of Entry MA

Country of Domicile United States of America

Licensed as business type: Life, Accident & Health [X] Fraternal Benefit Societies []

Incorporated/Organized 03/16/1844 Commenced Business 06/01/1845

Statutory Home Office 20 Guest Street, Brighton, MA, US 02135
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 20 Guest Street
(Street and Number)
Brighton, MA, US 02135 508-460-2400
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 20 Guest Street, Brighton, MA, US 02135
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 20 Guest Street
(Street and Number)
Brighton, MA, US 02135 508-460-2400
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.commonwealthannuity.com

Statutory Statement Contact Andrew Chilson Morse, 508-460-2468
(Name) (Area Code) (Telephone Number)
Andrew.Morse@gafg.com, 508-460-2401
(E-mail Address) (FAX Number)

OFFICERS

President Robert Michael Arena Jr. Chief Financial Officer David Allen Jacoby
SVP, Associate General Counsel and Secretary Virginia Hope Johnson SVP and Appointed Actuary Robert James Egan

OTHER

<u>Samuel Ramos, Chief Legal Officer and General Counsel</u>	<u>John Nicholas Giamalis, SVP and Treasurer</u>	<u>Jane Spanier Grosso, SVP and Controller</u>
<u>Gilles Maurice Dellaert, Chief Investment Officer</u>	<u>Hanben Kim Lee, Executive Vice President</u>	<u>Maureen Helen Henderson, Senior Vice President</u>
<u>Jonathan Hecht, Managing Director</u>	<u>Brian Michael Hendry, Chief Audit Executive</u>	<u>Natalie Rose Wagner, VP, SEC 38a-1 Chief Compliance Officer, Privacy Officer, Anti-Money Laundering Officer and Special Investigative Unit Officer</u>
<u>Justin David MacNeil, Managing Director and Assistant Treasurer</u>	<u>Sarah Marie Patterson, MD, Assoc. GC and Asst. Sec.</u>	<u>Gary Phillip Silber, MD, Assoc. GC and Asst. Sec.</u>
<u>Daniel Patrick O'Shea, Chief Human Resources Officer</u>	<u>Dean Pentikis, Managing Director</u>	<u>Jason Michael Roach, Senior Vice President</u>
<u>Mark Francis Erickson, Senior Vice President</u>	<u>Philip William Sherrill, Managing Director</u>	<u>Lori Ann LaForge, Chief Marketing Officer</u>
<u>Susan Lorraine Fiengo, Senior Vice President</u>	<u>Sarah Anne Williams, Senior Vice President</u>	<u>April Elizabeth Galda, Managing Director</u>
<u>Eric David Todd, Managing Director</u>	<u>Kevin Michael Kimmerling, SVP, Assoc. GC and Asst. Sec.</u>	<u>Andrew Mead Shainberg, Chief Compliance Officer</u>
<u>Lorenzo Fernando Manalac Lorilla, Managing Director</u>	<u>Jason Alexander Bickler, Managing Director</u>	<u>Anup Agarwal #, Deputy Chief Investment Officer</u>
<u>Barrie Ribet Moskovich #, Managing Director</u>	<u>Manu Sareen #, Managing Director</u>	<u>Edward Clive Wilson #, Chief Risk Officer</u>
<u>Padma Elmgart #, Chief Technology Officer</u>		

DIRECTORS OR TRUSTEES

Hanben Kim Lee Gilles Maurice Dellaert Robert Michael Arena Jr.
David Paul Wilken Eric David Todd

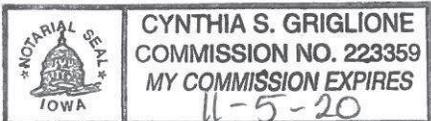
State of Iowa SS:
County of Polk

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.

Robert Michael Arena Jr. President	Virginia Hope Johnson Senior Vice President, Associate General Counsel and Secretary	David Allen Jacoby Chief Financial Officer

Subscribed and sworn to before me this 10th day of November, 2019

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



ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	2,231,948,876		2,231,948,876	2,323,997,224
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate:				
3.1 First liens	9,790,979		9,790,979	10,065,886
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$9,069,328), cash equivalents (\$102,368,134) and short-term investments (\$)	111,437,462		111,437,462	75,730,591
6. Contract loans (including \$ premium notes)	58,677,944	10,617,023	48,060,921	40,881,340
7. Derivatives	21,023,693		21,023,693	4,707,868
8. Other invested assets	16,515,035		16,515,035	13,246,481
9. Receivables for securities	398,727		398,727	25,842
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	2,449,792,716	10,617,023	2,439,175,693	2,468,655,232
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	31,295,123		31,295,123	30,939,368
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	5,708,052	4,734,509	973,543	1,826,286
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	12,742,776		12,742,776	14,772,617
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	21,543,728		21,543,728	10,994,553
16.2 Funds held by or deposited with reinsured companies	580,515,869		580,515,869	586,619,740
16.3 Other amounts receivable under reinsurance contracts	33,650,026		33,650,026	18,436,409
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	7,361,587		7,361,587	1,802,327
18.2 Net deferred tax asset	12,317,456		12,317,456	14,940,208
19. Guaranty funds receivable or on deposit	130,223		130,223	71,394
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$) and other amounts receivable	310,587		310,587	206,803
25. Aggregate write-ins for other than invested assets	2,090,385		2,090,385	3,556,478
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	3,157,458,528	15,351,532	3,142,106,996	3,152,821,415
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	121,178,582		121,178,582	111,784,164
28. Total (Lines 26 and 27)	3,278,637,110	15,351,532	3,263,285,578	3,264,605,579
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Pension annuity contract	1,404,909		1,404,909	1,354,474
2502. Service fee receivable	685,476		685,476	2,183,716
2503. Third party funding				18,288
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	2,090,385		2,090,385	3,556,478

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$1,374,845,135 less \$ included in Line 6.3 (including \$18,545,283 Modco Reserve).....	1,374,845,135	1,371,796,557
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve).....		
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	303,253,614	315,612,274
4. Contract claims:		
4.1 Life.....	8,920,226	13,377,340
4.2 Accident and health.....		
5. Policyholders' dividends/refunds to members \$277,422 and coupons \$ due and unpaid.....	277,422	289,423
6. Provision for policyholders' dividends, refunds to members and coupons payable in following calendar year - estimated amounts:		
6.1 Policyholders' dividends and refunds to members apportioned for payment (including \$ Modco).....	357,656	234,271
6.2 Policyholders' dividends and refunds to members not yet apportioned (including \$ Modco).....		
6.3 Coupons and similar benefits (including \$ 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 \$ discount; including \$ accident and health premiums.....	380,887	541,459
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts.....		
9.2 Provision for experience rating refunds, including the liability of \$ accident and health experience rating refunds of which \$ is for medical loss ratio rebate per the Public Health Service Act.....		
9.3 Other amounts payable on reinsurance, including \$14,671,298 assumed and \$37,357,341 ceded.....	52,028,639	48,881,558
9.4 Interest Maintenance Reserve.....	52,539,675	57,434,565
10. Commissions to agents due or accrued-life and annuity contracts \$, accident and health \$ and deposit-type contract funds \$,		9,758
11. Commissions and expense allowances payable on reinsurance assumed.....		
12. General expenses due or accrued.....	1,251,164	1,184,743
13. Transfers to Separate Accounts due or accrued (net) (including \$(3,967,809) accrued for expense allowances recognized in reserves, net of reinsured allowances).....	(4,032,155)	(5,107,659)
14. Taxes, licenses and fees due or accrued, excluding federal income taxes.....	907,143	1,394,139
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses).....		
15.2 Net deferred tax liability.....		
16. Unearned investment income.....	395	199
17. Amounts withheld or retained by reporting entity as agent or trustee.....	78,849	61,185
18. Amounts held for agents' account, including \$ agents' credit balances.....		
19. Remittances and items not allocated.....	12,952,397	9,035,765
20. Net adjustment in assets and liabilities due to foreign exchange rates.....		
21. Liability for benefits for employees and agents if not included above.....	3,074,546	3,175,536
22. Borrowed money \$ and interest thereon \$,		
23. Dividends to stockholders declared and unpaid.....		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve.....	14,934,497	14,813,938
24.02 Reinsurance in unauthorized and certified (\$) companies.....		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$) reinsurers.....	755,178,263	798,802,000
24.04 Payable to parent, subsidiaries and affiliates.....	676,739	1,750,091
24.05 Drafts outstanding.....		
24.06 Liability for amounts held under uninsured plans.....		
24.07 Funds held under coinsurance.....	282,842,487	277,307,087
24.08 Derivatives.....		
24.09 Payable for securities.....	2,021,107	109,440
24.10 Payable for securities lending.....		
24.11 Capital notes \$ and interest thereon \$,		
25. Aggregate write-ins for liabilities.....	32,972,794	18,091,487
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....	2,895,461,480	2,928,795,156
27. From Separate Accounts Statement.....	121,178,582	111,784,164
28. Total liabilities (Lines 26 and 27).....	3,016,640,062	3,040,579,320
29. Common capital stock.....	5,000,010	5,000,010
30. Preferred capital stock.....		
31. Aggregate write-ins for other than special surplus funds.....		
32. Surplus notes.....		
33. Gross paid in and contributed surplus.....	552,977,661	552,977,661
34. Aggregate write-ins for special surplus funds.....	2,250,000	2,250,000
35. Unassigned funds (surplus).....	(313,582,155)	(336,201,412)
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$).....		
36.2 shares preferred (value included in Line 30 \$).....		
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ in Separate Accounts Statement).....	241,645,506	219,026,249
38. Totals of Lines 29, 30 and 37.....	246,645,516	224,026,259
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....	3,263,285,578	3,264,605,579
DETAILS OF WRITE-INS		
2501. Derivative collateral.....	19,997,000	4,807,000
2502. Funds withheld other liabilities.....	11,909,749	12,662,005
2503. Other liabilities.....	1,066,045	622,482
2598. Summary of remaining write-ins for Line 25 from overflow page.....		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above).....	32,972,794	18,091,487
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page.....		
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above).....		
3401. Contingency reserves.....	2,250,000	2,250,000
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page.....		
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above).....	2,250,000	2,250,000

SUMMARY OF OPERATIONS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts	37,429,842	21,411,989	23,482,580
2. Considerations for supplementary contracts with life contingencies	273,962	316,355	438,724
3. Net investment income	98,691,367	89,206,831	118,199,435
4. Amortization of Interest Maintenance Reserve (IMR)	4,208,473	6,133,033	8,155,800
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	10,314,483	8,307,877	11,337,492
7. Reserve adjustments on reinsurance ceded			
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	14,201,736	16,321,958	21,202,479
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	35,119,521	30,237,144	41,327,925
9. Totals (Lines 1 to 8.3)	200,239,384	171,935,187	224,144,436
10. Death benefits	38,860,016	38,539,551	46,031,345
11. Matured endowments (excluding guaranteed annual pure endowments)	6,451	11,769	11,769
12. Annuity benefits	20,102,999	20,977,249	27,716,167
13. Disability benefits and benefits under accident and health contracts	314,440	476,914	375,480
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	31,977,857	29,064,968	40,856,009
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	(354,206)	(358,297)	(488,292)
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	3,048,578	(3,058,043)	(8,908,719)
20. Totals (Lines 10 to 19)	93,956,135	85,654,111	105,593,759
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	938,436	2,172,703	2,611,202
22. Commissions and expense allowances on reinsurance assumed	1,753,306	4,177,151	5,454,727
23. General insurance expenses and fraternal expenses	13,197,933	7,347,704	10,226,073
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,778,703	2,338,475	4,348,473
25. Increase in loading on deferred and uncollected premiums	1,646,740	(4,017,367)	5,135,413
26. Net transfers to or (from) Separate Accounts net of reinsurance	962,001	(1,083,047)	(887,292)
27. Aggregate write-ins for deductions	74,978,655	74,318,903	97,045,106
28. Totals (Lines 20 to 27)	189,211,909	170,908,633	229,527,461
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	11,027,475	1,026,554	(5,383,026)
30. Dividends to policyholders and refunds to members	733,147	111,961	184,935
31. Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes (Line 29 minus Line 30)	10,294,328	914,593	(5,567,961)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(6,442,049)	(5,815,884)	(9,121,180)
33. Net gain from operations after dividends to policyholders, refunds to members and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	16,736,377	6,730,477	3,553,219
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 242,972 (excluding taxes of \$ 991 transferred to the IMR)	(11,503,252)	4,054,397	5,656,558
35. Net income (Line 33 plus Line 34)	5,233,125	10,784,874	9,209,777
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	224,026,260	240,304,653	240,304,653
37. Net income (Line 35)	5,233,125	10,784,874	9,209,777
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ (134,273)	16,688,963	(2,346,140)	(20,309,443)
39. Change in net unrealized foreign exchange capital gain (loss)		19	20
40. Change in net deferred income tax	(5,117,623)	1,227,595	(662,919)
41. Change in nonadmitted assets	8,015,735	(11,887,948)	(2,049,321)
42. Change in liability for reinsurance in unauthorized and certified companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease			
44. Change in asset valuation reserve	(120,559)	971,688	583,389
45. Change in treasury stock			
46. Surplus (contributed to) withdrawn from Separate Accounts during period			
47. Other changes in surplus in Separate Accounts Statement			
48. Change in surplus notes			
49. Cumulative effect of changes in accounting principles			
50. Capital changes:			
50.1 Paid in			
50.2 Transferred from surplus (Stock Dividend)			
50.3 Transferred to surplus			
51. Surplus adjustment:			
51.1 Paid in			
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance	(2,080,385)	(2,239,516)	(3,049,896)
52. Dividends to stockholders			
53. Aggregate write-ins for gains and losses in surplus			
54. Net change in capital and surplus for the year (Lines 37 through 53)	22,619,256	(3,489,428)	(16,278,393)
55. Capital and surplus, as of statement date (Lines 36 + 54)	246,645,516	236,815,225	224,026,260
DETAILS OF WRITE-INS			
08.301. Mortality fee income	25,306,718	24,326,713	32,914,652
08.302. Funds withheld assumed net investment income	9,603,874	5,615,793	8,075,595
08.303. Miscellaneous income	208,929	294,638	337,678
08.398. Summary of remaining write-ins for Line 8.3 from overflow page			
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	35,119,521	30,237,144	41,327,925
2701. Net change in deposit liabilities	41,187,881	41,647,118	55,096,867
2702. Funds withheld ceded net investment income	32,271,928	31,441,919	41,152,222
2703. Miscellaneous expense	1,518,846	1,229,866	796,017
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	74,978,655	74,318,903	97,045,106
5301.			
5302.			
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)			

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	44,875,352	12,608,077	15,593,527
2. Net investment income	86,392,791	78,293,272	104,338,514
3. Miscellaneous income	55,255,404	52,627,838	70,818,389
4. Total (Lines 1 to 3)	186,523,547	143,529,187	190,750,430
5. Benefit and loss related payments	231,047,425	190,743,108	250,912,602
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(113,503)	(1,995,674)	(1,921,799)
7. Commissions, expenses paid and aggregate write-ins for deductions	18,157,541	16,168,329	21,950,847
8. Dividends paid to policyholders	621,763	166,537	204,529
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	279	6,840,677	2,701,596
10. Total (Lines 5 through 9)	249,713,505	211,922,977	273,847,775
11. Net cash from operations (Line 4 minus Line 10)	(63,189,958)	(68,393,790)	(83,097,345)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	361,872,648	234,863,888	200,733,683
12.2 Stocks			
12.3 Mortgage loans	234,181	5,945,793	6,021,883
12.4 Real estate			
12.5 Other invested assets	11,535,571	6,385,327	4,990,170
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds		(1,342,606)	174,330
12.8 Total investment proceeds (Lines 12.1 to 12.7)	373,642,400	245,852,402	211,920,066
13. Cost of investments acquired (long-term only):			
13.1 Bonds	259,603,066	218,382,768	177,764,042
13.2 Stocks			
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	22,785,878		11,068,380
13.6 Miscellaneous applications	(1,538,783)	3,268	
13.7 Total investments acquired (Lines 13.1 to 13.6)	280,850,161	218,386,036	188,832,422
14. Net increase (or decrease) in contract loans and premium notes	5,451,438	(597,495)	(489,201)
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	87,340,801	28,063,861	23,576,845
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities	(6,254,789)	(13,991,380)	(14,681,276)
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	17,810,817	1,129,876	7,438,180
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	11,556,028	(12,861,504)	(7,243,096)
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)	35,706,871	(53,191,433)	(66,763,596)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	75,730,591	142,494,187	142,494,187
19.2 End of period (Line 18 plus Line 19.1)	111,437,462	89,302,754	75,730,591
Note: Supplemental disclosures of cash flow information for non-cash transactions:			
20.0001. Remittance of bonds and accrued interest for capital contribution			90,131,647
20.0002. Non-cash transfer of assets	3,565,364		

EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life			
2. Ordinary life insurance	41,108,096	48,008,115	59,132,826
3. Ordinary individual annuities	122,735	112,125	185,139
4. Credit life (group and individual)			
5. Group life insurance	977,139	1,019,182	1,401,715
6. Group annuities	931,342	613,875	815,525
7. A & H - group			
8. A & H - credit (group and individual)			
9. A & H - other	70,535	83,270	104,071
10. Aggregate of all other lines of business			
11. Subtotal (Lines 1 through 10)	43,209,847	49,836,567	61,639,277
12. Fraternal (Fraternal Benefit Societies Only)			
13. Subtotal (Lines 11 through 12)	43,209,847	49,836,567	61,639,277
14. Deposit-type contracts	57,362	80,150	80,150
15. Total (Lines 13 and 14)	43,267,209	49,916,717	61,719,427
DETAILS OF WRITE-INS			
1001.			
1002.			
1003.			
1098. Summary of remaining write-ins for Line 10 from overflow page			
1099. Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)			

Notes to the Financial Statements

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

First Allmerica Financial Life Insurance Company (FAFLIC or the Company) is a stock life insurance company organized under the laws of the Commonwealth of Massachusetts, and is a wholly-owned subsidiary of the Commonwealth Annuity and Life Insurance Company (Commonwealth Annuity). FAFLIC insures and reinsures blocks of traditional life, retirement products, and fixed annuities. The Company has issued such products as variable annuities, variable life products, and certain accident & health products, which have been reinsured with and are administered by reinsurers.

The financial statements of FAFLIC are completed in accordance with those statutory accounting practices prescribed or permitted by the Commonwealth of Massachusetts. The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual (NAIC SAP) has been fully adopted as a component of prescribed or permitted practices by the Commonwealth of Massachusetts. The Commonwealth of Massachusetts has not issued any permitted practices to the Company.

	SSAP #	F/S Page	F/S Line #	09/30/2019	12/31/2018
Net Income					
(1) State basis (Page 4, Line 35, Columns 1 & 3)	XXX	XXX	XXX	\$ 5,233,125	\$ 9,209,777
(2) State prescribed practices that are an increase / (decrease) from NAIC SAP:					
(3) State permitted practices that are an increase / (decrease) from NAIC SAP:					
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	<u>\$ 5,233,125</u>	<u>\$ 9,209,777</u>
Surplus					
(5) State basis (Page 3, Line 38, Columns 1 & 2)	XXX	XXX	XXX	\$ 246,645,516	\$ 224,026,259
(6) State prescribed practices that are an increase / (decrease) from NAIC SAP:					
(7) State permitted practices that are an increase / (decrease) from NAIC SAP:					
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	<u>\$ 246,645,516</u>	<u>\$ 224,026,259</u>

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

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

C. Accounting Policy

Life premiums are recognized as income over the premium paying period of the related policies. Annuity considerations are recognized as income when received. Deposits on deposit-type contracts are entered directly as a liability when received. Treaties that do not meet the definition of risk transfer are recorded under the rules of deposit accounting as prescribed in Statement of Statutory Accounting Principles (SSAP) No. 61R – *Life, Deposit-Type and Accident and Health Reinsurance*. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred. The amount of dividends to be paid to policyholders is determined annually by the Company's Board of Directors. The aggregate amount of policyholder dividends is set such that anticipated revenue from the Closed Block is expected to be sufficient to support future payments for claims, certain expenses and taxes and to provide for the continuation of the dividend scales set in that year. In addition, the Company uses the following accounting policies:

- (1) Short-term investments that have original maturities of greater than three months and less than twelve months at date of purchase are carried at amortized cost, which approximates fair value.
- (2) Bonds not backed by other loans are stated at amortized cost or fair value, using the modified scientific method, in accordance with the NAIC Purposes and Procedures Manual of the Capital Markets and Investment Analysis Office. The Company does not hold SVO - designated securities which would be valued using a systematic value measurement method.
- (3) Common stocks are carried at fair value, except investments in stocks of uncombined subsidiaries and affiliates in which the Company has an interest of 10% or more are carried on the equity basis. The Company does not have any common stock.
- (4) The Company does not have any preferred stocks.
- (5) Mortgage loans are stated at amortized cost or fair value, in accordance with the NAIC Purposes and Procedures Manual of the Capital Markets and Investment Analysis Office.
- (6) Loan-backed bonds and structured securities are stated at amortized cost using the interest method including anticipated prepayments at the date of purchase in accordance with SSAP No. 43R - *Loan-Backed and Structured Securities*. Changes in prepayment speeds and estimated cash flows from the original purchase assumptions are evaluated quarterly and are accounted for on the prospective basis.
- (7) The Company does not have any investments in subsidiary, controlled and affiliated companies.
- (8) The Company has ownership interests in limited partnerships, joint ventures, or limited liability entities. The Company carries these interests based upon their proportionate share of the underlying GAAP equity of the investment.
- (9) Derivative instruments are accounted for at fair value. The changes in the fair market value of the derivative instruments are recorded as unrealized gains or unrealized losses until termination.
- (10) The Company does not anticipate investment income as a factor in the premium deficiency calculation.
- (11) Claim reserves are established equal to 100% of the estimated benefit payable.
- (12) The Company did not have a change in the capitalization policy or resultant predefined thresholds from the prior year.
- (13) The Company does not have any pharmaceutical rebate receivables.

D. Going Concern

There is no substantial doubt about the Company's ability to continue as a going concern.

Notes to the Financial Statements

2. Accounting Changes and Corrections of Errors - Not Applicable

3. Business Combinations and Goodwill

- A. Statutory Purchase Method - Not Applicable
- B. Statutory Merger - Not Applicable
- C. Assumption Reinsurance - Not Applicable
- D. Impairment Loss - Not Applicable

4. Discontinued Operations

The Company does not have any discontinued operations.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

- (1) Maximum and minimum lending rates for mortgage loans - Not Applicable
- (2) The maximum percentage of any one admitted loan to the value of the security at the time of the loan, exclusive of insured or guaranteed or purchase money mortgages during 2019 was 75.0%.
- (3) Taxes, assessments and any amounts advanced and not included in mortgage loan total - None
- (4) Age analysis of mortgage loans and identification of mortgage loans in which the insurer is a participant or co-lender in a mortgage loan agreement

	Farm	Residential		Commerical		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Recorded Investment (All)							
(a) Current	\$ 9,790,979				\$ 9,790,979		\$ 9,790,979
(b) 30 - 59 days past due							
(c) 60 - 89 days past due							
(d) 90 - 179 days past due							
(e) 180+ days past due							
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	%	%	%	%	%	%	%
5. Participant or Co-lender in a Mortgage Loan Agreement							
(a) Recorded investment	\$	\$	\$	\$	\$	\$	\$
b. Prior Year							
1. Recorded Investment							
(a) Current	\$ 10,065,886				\$ 10,065,886		\$ 10,065,886
(b) 30 - 59 days past due							
(c) 60 - 89 days past due							
(d) 90 - 179 days past due							
(e) 180+ days past due							
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	-%	-%	-%	-%	-%	-%	-%
5. Participant or Co-lender in a Mortgage Loan Agreement							
(a) Recorded investment	\$	\$	\$	\$	\$	\$	\$

- (5) Investment in impaired loans with or without allowance for credit losses and impaired loans subject to a participant or co-lender mortgage loan agreement for which the reporting entity is restricted from unilaterally foreclosing on the mortgage loan - Not Applicable

Quarterly Statement as of September 30, 2019 of the First Allmerica Financial Life Insurance Company
Notes to the Financial Statements

5. Investments (Continued)

- (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 - None
- (7) Allowance for credit losses - Not Applicable
- (8) Mortgage loans derecognized as a result of foreclosure - Not Applicable
- (9) Policy for recognizing interest income and impaired loans - Not Applicable

B. Debt Restructuring - Not Applicable

C. Reverse Mortgages - Not Applicable

D. Loan-Backed Securities

- (1) Loan-backed and structured securities (LBASS) are valued and reported in accordance with SSAP No. 43R – *Loan-Backed and Structured Securities*. Prepayment assumptions are primarily obtained from external sources or internal estimates. These assumptions are consistent with the current interest rate and economic environment. The prospective adjustment method is used on most non-agency LBASS. Fair values are based on independent pricing sources. The Company reviews securities at least quarterly for other-than-temporary impairments (OTTI) using current cash flow assumptions. The Company did not recognize any OTTI charges on loan-backed securities for the nine months ended September 30, 2019. The Company did not recognize any OTTI charges on loan-backed securities as of December 31, 2018.
- (2) Loan-backed and structured securities with a recognized other-than-temporary impairment (OTTI) - None
- (3) Securities held that were other-than-temporarily impaired due to the present value of cash flows expected to be collected was less than the amortized cost of securities - None
- (4) All impaired securities for which an other-than-temporary impairment has not been recognized in earnings as a realized loss

	<u>Amount</u>
a. The aggregate amount of unrealized losses:	
1. Less than 12 months	\$ (162,091)
2. 12 months or longer	\$ (1,043,356)
b. The aggregate related fair value of securities with unrealized losses:	
1. Less than 12 months	\$ 17,728,163
2. 12 months or longer	\$ 26,601,714

- (5) The Company evaluates whether credit impairment exists by considering primarily the following factors: a) changes in the financial condition, credit rating and near term prospects of the issuer, b) whether the issuer is current on contractually obligated interest and principal payments, c) changes in the financial condition of the security's underlying collateral, d) the payment structure of the security and 3) the length of time and extent to which the fair value has been less than amortized cost of the security.

E. Dollar Repurchase Agreements and/or Securities Lending Transactions - Not Applicable

F. Repurchase Agreements Transactions Accounted for as Secured Borrowing - Not Applicable

G. Reverse Repurchase Agreements Transactions Accounted for as Secured Borrowing - Not Applicable

H. Repurchase Agreements Transactions Accounted for as a Sale - Not Applicable

I. Reverse Repurchase Agreements Transactions Accounted for as a Sale - Not Applicable

J. Real Estate - Not Applicable

K. Low-Income Housing Tax Credits (LIHTC) - Not Applicable

L. Restricted Assets

- (1) Restricted assets (including pledged) - No Significant Changes
- (2) Detail of assets pledged as collateral not captured in other categories (contracts that share similar characteristics, such as reinsurance and derivatives, are reported in the aggregate) - Not Applicable
- (3) Detail of other restricted assets (contracts that share similar characteristics, such as reinsurance and derivatives, are reported in the aggregate) - None
- (4) Collateral received and reflected as assets within the reporting entity's financial statements

The Company received \$19,997,000 as collateral for over-the-counter (OTC) derivative instruments. This collateral is reflected as cash on the Company's financial statements.

Quarterly Statement as of September 30, 2019 of the First Allmerica Financial Life Insurance Company
Notes to the Financial Statements

5. Investments (Continued)

	(1)	(2)	(3)	(4)
	Book/Adjusted Carrying Value (BACV)	Fair Value	% of BACV to Total Assets (Admitted and Nonadmitted)	% of BACV to Total Admitted Assets
<u>Collateral Assets - General Account</u>				
a. Cash, cash equivalents and short-term investments	\$ 19,997,000	\$ 19,997,000	0.633%	0.636%
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 (sum of a to i)	<u>\$ 19,997,000</u>	<u>\$ 19,997,000</u>	<u>0.633%</u>	<u>0.636%</u>

	(1)	(2)
	Amount	% of Liability to Total Liabilities
k. Recognized obligation to return collateral asset, General Account	\$ 19,997,000	0.691%

M. Working Capital Finance Investments - Not Applicable

N. Offsetting and Netting of Assets and Liabilities - Not Applicable

O. Structured Notes - Not Applicable

P. 5GI Securities - Not Applicable

Q. Short Sales - Not Applicable

R. Prepayment Penalty and Acceleration Fees

	General Account	Separate Account
(1) Number of CUSIPs	9	
(2) Aggregate Amount of Investment Income	\$ 5,591,036	\$

6. Joint Ventures, Partnerships and Limited Liability Companies

A. Investments in Joint Ventures, Partnerships or Limited Liability Companies that Exceed 10% of Admitted Assets

The Company did not have any investments in joint ventures, partnerships, or limited liability companies that exceeded 10% of total admitted assets for the nine months or year ended September 30, 2019 and December 31, 2018.

B. Impaired Investments in Joint Ventures, Partnerships and Limited Liability Companies

The Company recognizes impairments when it is probable that it will be unable to recover the carrying amount of the investment or there is evidence indicating inability of the investee to sustain earnings which would justify the carrying value of the investment. The Company did not have any impairment in joint ventures, partnerships, or limited liability companies for the nine months ended or year ended September 30, 2019 and December 31, 2018.

7. Investment Income

The Company did not have any due and accrued income over 90 days past due that was excluded from surplus as of September 30, 2019 and December 31, 2018, respectively.

8. Derivative Instruments

- A. The Company owns equity index options to limit its net exposure to equity market risk. The Company enters into equity index future contracts through exchange to hedge the general business risk. The Company receives collateral from its derivative counterparties to limit the risk of nonperformance by the counterparties.
- B. The Company's derivative portfolio consists of equity index options to hedge the growth in interest credited to policyholders of indexed universal life insurance products. Additionally, as of September 30, 2019, the Company holds short equity futures to hedge general business risks associated with equity markets. The total carrying value of derivative assets were \$21,023,693 and \$4,707,868 as of September 30, 2019 and December 31, 2018, respectively.
- C. None of the Company's derivatives qualify for hedge accounting under SSAP No. 86 - *Derivatives*; they are accounted for under the fair value method of accounting, with changes in fair value recorded as unrealized investment gains or losses. The realized gains/losses are recorded at the option expiration date.
- D. Derivative Contracts with Financing Premiums - Not Applicable
- E. Net Gain or Loss Recognized - Not Applicable
- F. Net Gain or Loss Recognized from Derivatives No Longer Qualifying for Hedge Accounting - Not Applicable
- G. Derivatives Accounted for as Cash Flow Hedges of a Forecasted Transaction - Not Applicable
- H. Premium Cost for Derivative Contracts - Not Applicable

9. Income Taxes - No Significant Changes

Notes to the Financial Statements

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

A. Nature of Relationships

The Company is organized as a stock life insurance company and is a wholly-owned subsidiary of Commonwealth Annuity. Commonwealth Annuity is a wholly-owned indirect subsidiary of Global Atlantic Financial Group Limited (GAFG), a Bermuda Company.

The Goldman Sachs Group, Inc. (Goldman Sachs) owns a total of approximately 21% of the outstanding ordinary shares of GAFG; the remaining investors, none of whom own more than 9.9%, own the remaining approximately 79% of the outstanding ordinary shares.

The Company owns market traded bonds of Goldman Sachs, with an NAIC rating of 2, a carrying value of \$13,673,865, and a market value of \$15,759,849, as of September 30, 2019. The purchase of these securities constituted arms-length transactions.

B. Detail of Transactions Greater than ½ of 1% of total admitted assets

During 2019, bonds and cash with an aggregate value of \$41,224,408 were transferred between the Company and FLIC. The sales consideration of securities between the Company and FLIC was at its fair value on the transaction date.

During 2018, bonds with an aggregate value of \$90,479,985 were transferred to the Company from Forethought Life Insurance Company (FLIC) in exchange for \$90,131,647 of securities and \$348,338 cash. The sales and consideration of the securities between the Company and FLIC was at fair value on the transaction date.

C. Amount of Transactions & Effects of Change in Terms of Intercompany Arrangements - None

D. Amounts due to or from Related Parties

The Company has a payable due to Goldman Sachs Asset Management L.P. (GSAM) related to portfolio management fees of \$380,711 and \$251,535 as of September 30, 2019 and December 31, 2018, respectively.

The Company has a payable due to Accordia, a related party, related to its share of servicing costs paid to a third party for a block of life insurance business administered of \$0 and \$921,244 as of September 30, 2019 and December 31, 2018, respectively.

The Company has a receivable from Accordia, a related party, of \$4,577 and \$0 as of September 30, 2019 and December 31, 2018, respectively, related to an excess of loss treaty recoverable covering losses on interest sensitive life, indexed universal life, whole life and term life policies.

E. Guarantees or Contingencies for Related Parties

On December 19, 2012, Commonwealth Annuity entered into an agreement to guarantee the performance of the Company, related to a reinsured block of fixed annuities.

F. Management, Service Contracts, Cost Sharing Arrangements

The Company has entered into administration, shared services, management services, and investment management services agreements with related parties. These affiliates provide legal, compliance, technology, operations, financial reporting, human resources, risk management, distribution services, use of facilities and such other services as the parties may agree to from time to time. The Company recorded expenses for these agreements of \$5,977,426 and \$10,535,146 for the nine months and year ended September 30, 2019 and December 31, 2018, respectively. The Company has a payable due to Global Atlantic Finance Company (GAFC), an affiliated entity, of \$681,316 and \$885,412 at September 30, 2019 and December 31, 2018, respectively.

The Company has agreements with affiliated parties to receive and pay certain fee income and expenses related to policyholder administration of \$839,602 and \$1,194,857 as of September 30, 2019 and December 31, 2018, respectively and had a net \$275,526 and \$290,737 receivable at September 30, 2019 and December 31, 2018, respectively.

G. Nature of Relationships that Could Affect Operations

The Company has entered into a Services and Expenses Agreement, with GAFC, as amended, pursuant to which GAFC and other affiliates will provide certain services to the Company, including, but not limited to, seconding employees and providing management services, administrative support, and use of facilities.

H. Amount Deducted for Investment in Upstream Company - Not Applicable

I. Detail of Investments in Affiliates Greater Than 10% of Admitted Assets - Not Applicable

J. Write-Down for Impairments of Investments in Subsidiary Controlled or Affiliated Companies - Not Applicable

K. Foreign Subsidiary Value Using CARVM - Not Applicable

L. Downstream Holding Company Value Using Look-Through Method - Not Applicable

M. All SCA Investments - Not Applicable

N. Investment in Insurance SCAs - Not Applicable

O. SCA Loss Tracking - None

11. Debt

A. Debt, Including Capital Notes - Not Applicable

B. FHLB (Federal Home Loan Bank) Agreements - Not Applicable

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

A. Defined Benefit Plan - Not Applicable

B. Investment Policies and Strategies of Plan Assets - Not Applicable

C. Fair Value of Each Class of Plan Assets - Not Applicable

D. Expected Long-Term Rate of Return for the Plan Assets - Not Applicable

Notes to the Financial Statements

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans (Continued)

E. Defined Contribution Plans

In 2014, the Company assumed, and received assets for, a nonqualified defined contribution pension plan covering career distribution system agents. The balance of this obligation was \$3,074,546 and \$3,175,536 as of September 30, 2019 and December 31, 2018, respectively. There were no expenses recognized in association with this plan for the nine months and year ended September 30, 2019 and December 31, 2018.

F. Multiemployer Plans - Not Applicable

G. Consolidated/Holding Company Plans

The Company is allocated a share of the costs of the GAFC employee-sponsored defined contribution plans. GAFC matches 100% of the first 6% of eligible compensation contributed by participants. Participants are 100% vested in the 4% employer safe harbor matching contribution. Participants vest in the additional 2% employer matching contribution on a graded schedule over five years, based upon years of service. The allocated expense for the nine months and year ended September 30, 2019 and December 31, 2018 was \$164,989 and \$181,267, respectively.

H. Postemployment Benefits and Compensated Absences - Not Applicable

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) - Not Applicable

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

1. The Company has 1,000,000 shares authorized, 500,001 shares issued and outstanding, par value \$10.00 per share.

2. The Company has no preferred stock outstanding.

3. Massachusetts has enacted laws governing the payment of dividends and other distributions to stockholders by insurers. These laws affect the dividend paying ability of the Company. Pursuant to Massachusetts statutes, the maximum amount of dividends and other distributions that an insurer may pay in any twelve month period, without prior approval of the MA DOI, is limited to the greater of the Company's statutory net gains from operations of the preceding December 31 or 10% of the statutory policyholder's surplus as of the preceding December 31. Any dividend from the Company to Commonwealth Annuity requires prior approval of the MA DOI since dividends may not be paid from negative unassigned funds.

4. There have been no capital contributions in 2019 or 2018.

5. Within the limitations of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

6. The Company has no restrictions on the use of the Company's unassigned surplus and all unassigned surplus is held for the benefit of the shareholders.

7. The Company has no surplus advances.

8. Stock Held for Special Purposes

None of the Company's stock is held for special purposes.

9. Changes in Special Surplus Funds - Not Applicable

10. Unassigned funds (surplus)

The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses are \$11,363,397 and (\$5,325,566), at September 30, 2019 and December 31, 2018, respectively.

11. Company-Issued Surplus Debentures or Similar Obligations - Not Applicable

12. Impact of Any Restatement Due to Prior Quasi-Reorganizations - Not Applicable

13. Effective Date(s) of Quasi-Reorganizations in the Prior 10 Years - Not Applicable

14. Liabilities, Contingencies and Assessments

A. Contingent Commitments

(1) Commitments or contingent commitment(s) to an SCA entity, joint venture, partnership, or limited liability company

The Company invests in certain joint ventures, limited liability companies (LLC's) and partnerships, and in some cases makes a commitment for additional investment up to a maximum invested amount.

As of September 30, 2019, commitments to make additional investments to joint ventures, LLC's and partnerships total \$5,051,611.

(2) Nature and circumstances of guarantee - None

(3) Aggregate compilation of guarantee obligations - None

B. Assessments

(1) Unfavorable economic conditions may contribute to an increase in the number of insurance companies that are under regulatory supervision. This may result in an increase in mandatory assessments by state guaranty funds, or voluntary payments by solvent insurance companies to cover losses to policyholders of insolvent or rehabilitated companies. Mandatory assessments, which are subject to statutory limits, can be partially recovered through a reduction in future premium taxes in some states. The Company is not able to reasonably estimate the potential impact of any such future assessments or voluntary payments.

(3) Guaranty fund liabilities and assets related to long-term care insolvencies - None

C. Gain Contingencies - Not Applicable

D. Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits - Not Applicable

E. Joint and Several Liabilities - Not Applicable

Quarterly Statement as of September 30, 2019 of the First Allmerica Financial Life Insurance Company
Notes to the Financial Statements

14. Liabilities, Contingencies and Assessments (Continued)

F. All Other Contingencies

The Company may be involved from time to time in judicial, regulatory and arbitration proceedings concerning matters arising in connection with the conduct of its business. The Hanover Insurance Group, Inc. (THG) has agreed to indemnify the Company and Commonwealth Annuity with respect to certain of these matters as provided in the Stock Purchase Agreement. Management believes, based on currently available information, that the results of such proceedings, in the aggregate, will not have a material adverse effect on the Company's financial condition. Given the inherent difficulty of predicting the outcome of the Company's litigation and regulatory matters, particularly in cases or proceedings in which substantial or indeterminate damages or fines are sought, the Company cannot estimate losses, or ranges of losses, for cases or proceedings where there is only a reasonable possibility that a loss may be incurred. However, the Company believes that at the present time there are no pending or threatened lawsuits or regulatory proceedings that are reasonably likely to have a material adverse effect on the Company's consolidated financial position.

In addition, the Company is involved, from time to time, in investigations and proceedings by governmental and self-regulatory agencies, which may include investigations into such matters as revenue sharing, claims payment practices, unclaimed property escheatment practices, and other matters. A number of companies have announced settlements of enforcement actions related to such matters with various regulatory agencies, including the SEC, which has included a range of monetary penalties and restitution. The Company is not currently involved in any such investigations or proceedings, though there can be no assurance that such investigations or proceedings may not arise in the future.

In connection with the process of converting over 500,000 in-force life insurance policies (representing policies for both the Company and Accordia) from systems managed by Athene Holdings Limited to the platform of one of our third party service providers DXC, or the "Conversion," the Company and Accordia expect to incur a variety of litigation-related costs. On June 28, 2018 a subsidiary of Athene and FAFLIC entered into a consent order with the New York State Department of Financial Services, or "NYSDFS," relating to the NYSDFS' market conduct examination findings that related primarily to disruptions in servicing caused by the Conversion. Pursuant to the consent order, Athene paid the NYSDFS a fine of \$15 million and will also take corrective actions and provide remediation to policyholders impacted by the Conversion. The agreements between the Company, Commonwealth Annuity and Athene provide indemnities to Athene, including for fines and penalties resulting from violations of law. Commonwealth Annuity has reimbursed Athene an amount equal to the NYSDFS fine in July, 2018. Additionally, the Company has put up a reserve of \$5.7 million for costs related to certain aspects of the corrective actions agreed under the consent order. The Company anticipates additional regulatory, restitution and legal costs associated with the investigation, defense, and settlement of potential claims related to the Conversion.

The Company's ultimate legal and financial responsibility cannot be estimated at this time.

The Company's sister company, Accordia Life and Annuity Company is a defendant in a putative policyholder class action, *Clapp, et al. v. Accordia Life and Annuity Company, et al.*, in the Central District of Illinois. Plaintiffs in *Clapp* filed a Motion for Preliminary Approval of Class Settlement on May 10, 2019, which was granted by the Court on June 7, 2019. A hearing is set for December 2, 2019, for final approval of the settlement. Although the Company is not a party to that lawsuit, it is a released party pursuant to the terms of the settlement agreement and some FAFLIC policyholders are members of the settlement class.

15. Leases

- A. Lessee Operating Lease - Not Applicable
- B. Lessor Leases - Not Applicable

16. Information About Financial Instruments With Off-Balance-Sheet Risk And Financial Instruments With Concentrations of Credit Risk

The current credit exposure of the Company's over the counter derivative contracts is limited to the fair value of \$20,652,965 as of September 30, 2019. Credit risk is managed by entering into transactions with creditworthy counterparties and obtaining full collateral of \$19,997,000 from counterparties as of September 30, 2019. The exchange-traded derivatives 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.

- 1. Face Amount of the Company's Financial Instruments with Off-Balance-Sheet Risk - Not Applicable
- 2. Nature of Terms - Not Applicable
- 3. Exposure to Credit Related Losses - Not Applicable
- 4. Collateral Policy - Not Applicable

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

- A. Transfers of Receivables Reported as Sales - Not Applicable
- B. Transfers and Servicing of Financial Assets - Not Applicable
- 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 - Not Applicable
- B. ASC Plans - Not Applicable
- C. Medicare or Other Similarly Structured Cost Based Reimbursement Contract - Not Applicable

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators - Not Applicable

20. Fair Value Measurements

A. Fair Value Measurement

As of September 30, 2019, the Company's assets and liabilities carried at fair value consist of separate account funds are classified as Level 1 in the fair value hierarchy.

Derivatives consist of OTC equity options are classified as Level 2 and short equity futures classified as Level 1 in the fair value hierarchy. The Company did not own any Level 3 securities carried at fair value as of September 30, 2019 and December 31, 2018.

Notes to the Financial Statements

20. Fair Value Measurements (Continued)

(1) Fair value measurements at reporting date

Description for each class of asset or liability	Level 1	Level 2	Level 3	Net Asset Value (NAV)	Total
a. Assets at fair value					
Derivative Assets	\$ 370,729	\$ 20,652,964	\$	\$	\$ 21,023,693
Separate Accounts	121,178,582				121,178,582
Total assets measured at fair value	<u>\$ 121,549,311</u>	<u>\$ 20,652,964</u>	<u>\$</u>	<u>\$</u>	<u>\$ 142,202,275</u>
b. Liabilities at fair value					
Derivative Liabilities	\$ 19,997,000	\$	\$	\$	\$ 19,997,000
Total liabilities measured at fair value	<u>\$ 19,997,000</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$ 19,997,000</u>

(2) Fair value measurements in Level 3 of the fair value hierarchy - None

(3) Transfers Between Level 1 and Level 2

There were no transfers between Levels 1 and 2 during the current year.

(4) Fair Value Inputs Level 2 and Level 3

Bonds

In accordance with the NAIC Purposes and Procedures Manual of the NAIC Investment Analysis Office, bonds rated 6 are carried at the lower of amortized cost or fair value. As of September 30, 2019 and December 31, 2018, the Company did not own any bonds rated 6.

Separate Account Assets

The estimated fair value of assets held in separate accounts is based on quoted market prices. Separate account assets representing contract holder funds are measured at fair value and reported as a summary total in the Statement of Assets, with an equivalent summary total reported for related liabilities. The market value adjusted annuity is comprised of bonds, in which the fair value is based on external vendor prices. Based on the level of observable activity, these bonds will be measured at either Level 1 or Level 2.

Derivatives

The Company enters into certain OTC derivatives, primarily equity index options to hedge the growth in interests credited for the indexed universal life insurance products. The Company values the OTC options utilizing the Black-Scholes models. The Company also compares the derivative valuations to valuations to validate the model outputs. For OTC derivatives that trade in liquid markets, model inputs can generally be verified and model selection does not involve significant management judgment. Such instruments are typically classified within Level 2 of the fair value hierarchy.

(5) Derivatives - Not Applicable

B. Other Fair Value Disclosures

No additional disclosures are required pertaining to fair value measurement.

C. Fair Values for All Financial Instruments by Level 1, 2 and 3

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Net Asset Value (NAV)	Not Practicable (Carrying Value)
Bonds	\$ 2,521,131,559	\$ 2,231,948,876	\$ 6,525,247	\$ 2,412,463,346	\$ 102,142,966	\$	\$
Mortgage Loans	10,491,260	9,790,979		10,491,260			
Other Invested Assets	16,515,035	16,515,035		16,515,035			
Cash and Equivalents	111,437,462	111,437,462	111,437,462				
Derivatives	21,023,693	21,023,693	370,729	20,652,964			
Total Assets	2,680,599,009	2,390,716,045	118,333,438	2,460,122,605	102,142,966		

D. Not Practicable to Estimate Fair Value - None

E. Nature and Risk of Investments Reported at NAV

As of September 30, 2019 and December 31, 2018, the Company did not own any financial instruments that were not practicable to estimate fair value.

21. Other Items

A. Unusual or Infrequent Items - Not Applicable

B. Troubled Debt Restructuring - Not Applicable

C. Other Disclosures

Assets values of \$12,074,351 and \$12,179,029 at September 30, 2019 and December 31, 2018, respectively, were on deposit with government authorities or trustees as required by law.

The Company is currently undergoing a conversion to a new life insurance administration system. As part of this conversion certain life insurance policies have been temporarily restricted at September 30, 2019 resulting in a delay of the billing of premiums and other related policy transactions. In limited cases, estimates were used for restricted policy balances within the financial statements. Any variances to the estimates will be recorded as policies are released from the restricted status in future periods.

At December 31, 2018, the Company owned a bond issued by Pacific Gas & Electric, a company which declared bankruptcy and was downgraded to NAIC-6 in January, 2019. The Company recognized a \$659,255 OTTI on this holding during December, 2018. At September 30, 2019, the Company did not recognize OTTI on any invested assets.

Quarterly Statement as of September 30, 2019 of the First Allmerica Financial Life Insurance Company
Notes to the Financial Statements

21. Other Items (Continued)

Note 14 references "remediation to policyholders impacted by the Conversion" as directed by the NYSDFS. In compliance with this directive, one of these remediation options was to allow policyholders to pay current premiums on a go forward basis and any premium in arrears (i.e. premium that had not been billed) would be applied to the policy, to be collected at the time the policy terminates (e.g. surrender or death). The premium that has been applied under this option has been set up as lien against the policy. In accordance with statutory guidance it is being treated as a non-admitted asset.

D. Business Interruption Insurance Recoveries

The Company did not have any business interruption insurance recoveries as of September 30, 2019 and December 31, 2018.

E. State Transferable and Non-Transferable Tax Credits - Not Applicable

F. Subprime-Mortgage-Related Risk Exposure

(1) While the Company holds no direct investments in subprime mortgage loans, the Company may have limited exposure to subprime borrowers through direct investments in primarily investment grade subprime residential mortgage-backed securities. The Company's definition of subprime is predominantly based on borrower statistics from a residential pool of mortgages. Included in the statistics evaluated is the average credit score of the borrower, the loan-to-value ratio, the debt-to-income statistics, and the diversity of all these statistics across the borrower profile. As is true for all securities in the Company's portfolio, the entire mortgage-backed asset portfolio is reviewed for impairments at least quarterly. Additionally, reviews of specific mortgage-backed securities are made on a periodic basis by reviewing both the unrealized gain/loss as well as changes to the underlying statistics. Included in the analysis are current delinquency and default statistics, as well as the current and original levels of subordination on the security.

(2) Direct exposure through investments in subprime mortgage loans - Not Applicable

(3) Direct exposure through other investments

The Company holds the following residential mortgage backed securities with subprime exposure as of September 30, 2019.

	Actual Cost	Book/Adjusted Carrying Value (Excluding Interest)	Fair Value	Other-Than-Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities	\$ 20,542,865	\$ 22,127,975	\$ 30,041,952	\$
b. Commercial mortgage-backed securities				
c. Collateralized debt obligations				
d. Structured securities				
e. Equity investment in SCAs				
f. Other assets				
g. Total	\$ 20,542,865	\$ 22,127,975	\$ 30,041,952	\$

(4) Underwriting exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage - Not Applicable

G. Retained Assets - Not Applicable

H. Insurance-Linked Securities (ILS) Contracts

Reporting entities shall disclose information when they may receive possible proceeds as the issuer, ceding insurer, or counterparty of insurance-linked securities.

The Company owns a security with a book value of \$53,331,765 and \$57,221,831, as of September 30, 2019, and December 31, 2018 respectively, with cash flows based upon the ownership of life settlement assets and single premium immediate annuity assets. This position is held in the Company's investment portfolio and not for risk management of direct or assumed insurance risks. The total death benefit payout on the security would be approximately \$66,149,385 and \$75,693,985 as of September 30, 2019 and December 31, 2018 respectively.

22. Events Subsequent

Type I – Recognized Subsequent Events - None as of November 13, 2019.

Type II – Non-recognized Subsequent Events

Subsequent events have been considered through November 13, 2019 for the statutory statement due on November 15, 2019.

23. Reinsurance - No Significant Changes

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination - Not Applicable

25. Change in Incurred Losses and Loss Adjustment Expenses

A. Reasons for Changes in the Provision for Incurred Loss and Loss Adjustment Expenses Attributable to Insured Events of Prior Years

The Company does not have any change in incurred loss adjustment expenses.

B. Significant Changes in Methodologies and Assumptions Used in Calculating the Liability for Unpaid Losses and Loss Adjustment Expenses

The Company does not have any change in methodologies and assumptions used in calculating the liability for unpaid losses and loss adjustment expenses.

26. Intercompany Pooling Arrangements - Not Applicable

27. Structured Settlements

The Company does not have any structured settlements.

28. Health Care Receivables - Not Applicable

29. Participating Policies - No Significant Changes

Quarterly Statement as of September 30, 2019 of the First Allmerica Financial Life Insurance Company
Notes to the Financial Statements

- 30. **Premium Deficiency Reserves** - Not Applicable
- 31. **Reserves for Life Contracts and Annuity Contracts** - No Significant Changes
- 32. **Analysis of Annuity Actuarial Reserves and Deposit Type Liabilities by Withdrawal Characteristics** - No Significant Changes
- 33. **Premiums and Annuity Considerations Deferred and Uncollected** - No Significant Changes
- 34. **Separate Accounts** - No Significant Changes
- 35. **Loss/Claim Adjustment Expenses** - Not Applicable

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]
- 2.2 If yes, date of change:
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []
If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
- 3.4 Is the reporting entity publicly traded or a member of a publicly traded group? Yes [] No [X]
- 3.5 If the response to 3.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
If yes, complete and file the merger history data file with the NAIC for the annual filing corresponding to this period.
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [] N/A [X]
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2014
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2014
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 05/27/2016
- 6.4 By what department or departments?
Massachusetts Division of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [] N/A []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [X] No []
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
The Goldman Sachs Group, Inc.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No []
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
The Goldman Sachs Group, Inc	New York, NY	YES	NO	NO	YES
Goldman Sachs & Co.	New York, NY	NO	YES	NO	YES
Goldman Sachs Execution & Clearing, L.P	Jersey City, NJ	NO	YES	NO	YES
Goldman Sachs Financial Markets, L.P	New York, NY	NO	NO	NO	YES
REDI Global Technologies LLC.	New York, NY	NO	NO	NO	YES
The Goldman Sachs Trust Company, N.A	New York, NY	NO	YES	YES	NO
Goldman Sachs Bank USA	Salt Lake City, UT	YES	NO	YES	NO
Goldman Sachs Asset Management, L.P	New York, NY	NO	NO	NO	YES
Mercer Allied Company, L.P	Saratoga Springs, NY	NO	NO	NO	YES
Global Atlantic Investment Advisors, LLC	Indianapolis, Indiana	NO	NO	NO	YES
Global Atlantic Distributors, LLC	Simsbury, Connecticut	NO	NO	NO	YES

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes No
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 (c) Compliance with applicable governmental laws, rules and regulations;
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain: _____
- 9.2 Has the code of ethics for senior managers been amended? Yes No
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s). _____
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes No
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s). _____

FINANCIAL

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

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto: _____
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ _____
13. Amount of real estate and mortgages held in short-term investments: \$ _____
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$ 13,723,104 | \$ 13,673,865 |
| 14.22 Preferred Stock | \$ _____ | \$ _____ |
| 14.23 Common Stock | \$ _____ | \$ _____ |
| 14.24 Short-Term Investments | \$ _____ | \$ _____ |
| 14.25 Mortgage Loans on Real Estate | \$ _____ | \$ _____ |
| 14.26 All Other | \$ _____ | \$ _____ |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ 13,723,104 | \$ 13,673,865 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ _____ | \$ _____ |
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No
 If no, attach a description with this statement. _____
16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. \$ _____
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. \$ _____
- 16.3 Total payable for securities lending reported on the liability page. \$ _____

GENERAL INTERROGATORIES

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

1 Name of Custodian(s)	2 Custodian Address

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

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

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

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

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

1 Name of Firm or Individual	2 Affiliation

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's assets? Yes [] No [X]
- 17.5098 For firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets? Yes [] No [X]

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

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

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

19. By self-designating 5GI securities, the reporting entity is certifying the following elements for each self-designated 5GI security:
- a. Documentation necessary to permit a full credit analysis of the security does not exist or an NAIC CRP credit rating for an FE or PL security is not available.
 - b. Issuer or obligor is current on all contracted interest and principal payments.
 - c. The insurer has an actual expectation of ultimate payment of all contracted interest and principal.
- Has the reporting entity self-designated 5GI securities? Yes [] No [X]

20. By self-designating PLGI securities, the reporting entity is certifying the following elements of each self-designated PLGI security:
- a. The security was purchased prior to January 1, 2018.
 - b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - c. The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.
 - d. The reporting entity is not permitted to share this credit rating of the PL security with the SVO.
- Has the reporting entity self-designated PLGI securities? Yes [] No [X]

GENERAL INTERROGATORIES

PART 2 - LIFE AND ACCIDENT AND HEALTH COMPANIES/FRATERNAL BENEFIT SOCIETIES

Life and Accident Health Companies/Fraternal Benefit Societies:

1. Report the statement value of mortgage loans at the end of this reporting period for the following categories: 1
Amount
- 1.1 Long-Term Mortgages In Good Standing
- 1.11 Farm Mortgages \$
 1.12 Residential Mortgages \$
 1.13 Commercial Mortgages \$ 9,790,979
 1.14 Total Mortgages in Good Standing \$ 9,790,979
- 1.2 Long-Term Mortgages In Good Standing with Restructured Terms
- 1.21 Total Mortgages in Good Standing with Restructured Terms \$
- 1.3 Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months
- 1.31 Farm Mortgages \$
 1.32 Residential Mortgages \$
 1.33 Commercial Mortgages \$
 1.34 Total Mortgages with Interest Overdue more than Three Months \$
- 1.4 Long-Term Mortgage Loans in Process of Foreclosure
- 1.41 Farm Mortgages \$
 1.42 Residential Mortgages \$
 1.43 Commercial Mortgages \$
 1.44 Total Mortgages in Process of Foreclosure \$
- 1.5 Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2) \$ 9,790,979
- 1.6 Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter
- 1.61 Farm Mortgages \$
 1.62 Residential Mortgages \$
 1.63 Commercial Mortgages \$
 1.64 Total Mortgages Foreclosed and Transferred to Real Estate \$
2. Operating Percentages:
- 2.1 A&H loss percent %
 2.2 A&H cost containment percent %
 2.3 A&H expense percent excluding cost containment expenses %
- 3.1 Do you act as a custodian for health savings accounts? Yes [] No [X]
- 3.2 If yes, please provide the amount of custodial funds held as of the reporting date \$
- 3.3 Do you act as an administrator for health savings accounts? Yes [] No [X]
- 3.4 If yes, please provide the balance of the funds administered as of the reporting date \$
4. Is the reporting entity licensed or chartered, registered, qualified, eligible or writing business in at least two states? Yes [X] No []
- 4.1 If no, does the reporting entity assume reinsurance business that covers risks residing in at least one state other than the state of domicile of the reporting entity? Yes [] No []

Fraternal Benefit Societies Only:

- 5.1 In all cases where the reporting entity has assumed accident and health risks from another company, provisions should be made in this statement on account of such reinsurances for reserve equal to that which the original company would have been required to establish had it retained the risks. Has this been done? Yes [] No [] N/A []
- 5.2 If no, explain:
- 6.1 Does the reporting entity have outstanding assessments in the form of liens against policy benefits that have increased surplus? Yes [] No []
- 6.2 If yes, what is the date(s) of the original lien and the total outstanding balance of liens that remain in surplus?

Date	Outstanding Lien Amount

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
NONE								

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

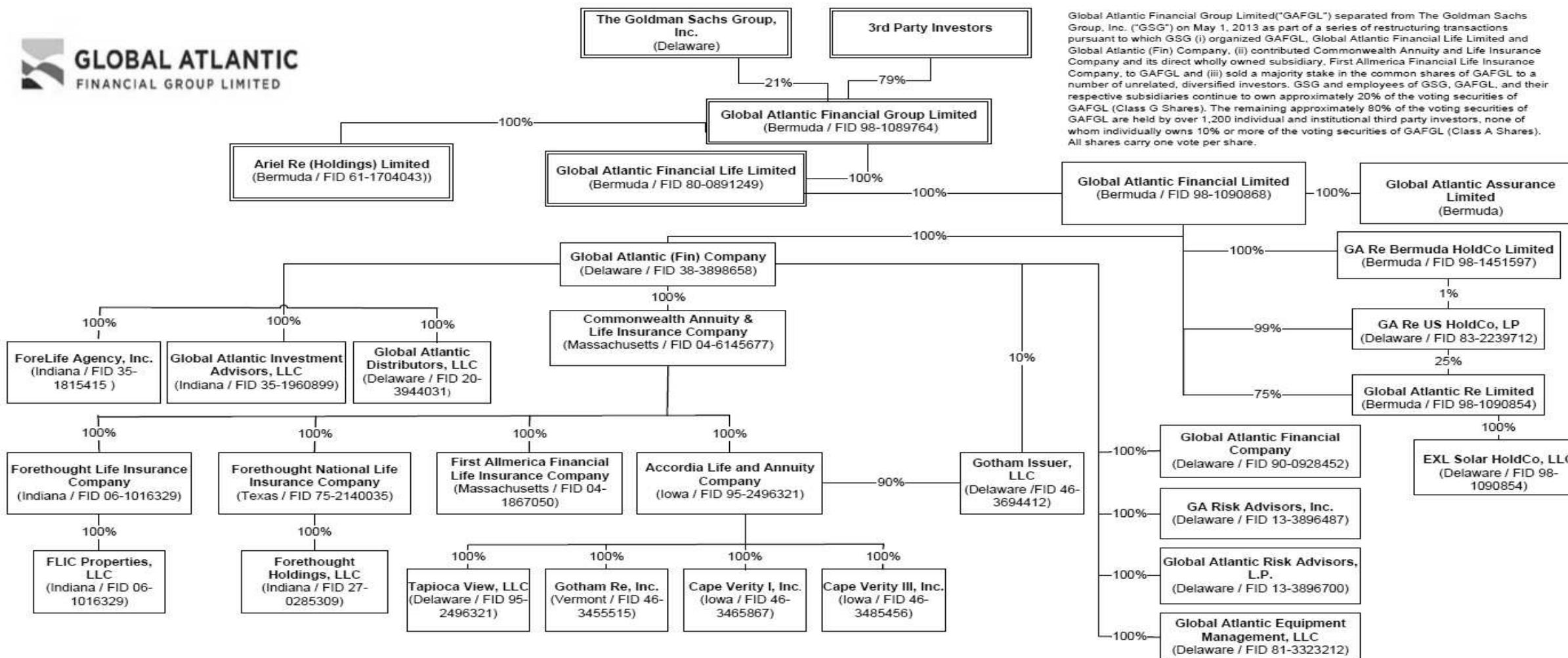
States, Etc.	1	Direct Business Only					7	
		Life Contracts		4	5	6		
		2	3					
Active Status (a)	Life Insurance Premiums	Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 Through 5	Deposit-Type Contracts		
1. Alabama	AL	L	43,094				43,094	
2. Alaska	AK	L	5,233				5,233	
3. Arizona	AZ	L	159,377	29,560	96		189,033	
4. Arkansas	AR	L	11,717				11,717	
5. California	CA	L	556,054	8,516	62		564,632	
6. Colorado	CO	L	436,868		208		437,075	
7. Connecticut	CT	L	479,829	100,260	682		580,770	
8. Delaware	DE	L	70,321	3,879			74,200	
9. District of Columbia	DC	L	17,883				17,883	
10. Florida	FL	L	1,841,421	30			1,841,451	
11. Georgia	GA	L	240,296	23,303	276		263,874	
12. Hawaii	HI	L	16,397				16,397	
13. Idaho	ID	L	9,530				9,530	
14. Illinois	IL	L	382,871		406		383,277	
15. Indiana	IN	L	108,954		772		109,725	
16. Iowa	IA	L	22,645		118		22,763	
17. Kansas	KS	L	14,011				14,011	
18. Kentucky	KY	L	36,846				36,846	
19. Louisiana	LA	L	152,993	18,049	255		171,297	
20. Maine	ME	L	146,419		3,734		150,153	
21. Maryland	MD	L	313,449	1,000			314,449	
22. Massachusetts	MA	L	478,005	3,985	77		482,066	
23. Michigan	MI	L	141,680	8,374			150,054	
24. Minnesota	MN	L	576,584		1,255		577,839	
25. Mississippi	MS	L	27,938				27,938	
26. Missouri	MO	L	65,681		111		65,793	
27. Montana	MT	L	12,464				12,464	
28. Nebraska	NE	L	51,812				51,812	
29. Nevada	NV	L	60,218				60,218	
30. New Hampshire	NH	L	127,551		239		127,790	
31. New Jersey	NJ	L	1,563,212				1,563,212	
32. New Mexico	NM	L	35,569				35,569	
33. New York	NY	L	27,261,650	390,799	53,961		27,706,410	57,362
34. North Carolina	NC	L	236,969				236,969	
35. North Dakota	ND	L	1,863				1,863	
36. Ohio	OH	L	211,320		47		211,366	
37. Oklahoma	OK	L	12,854				12,854	
38. Oregon	OR	L	48,108				48,108	
39. Pennsylvania	PA	L	587,560	116,826	774		705,159	
40. Rhode Island	RI	L	57,755	10,084			67,839	
41. South Carolina	SC	L	239,829				239,829	
42. South Dakota	SD	L	7,195				7,195	
43. Tennessee	TN	L	172,263				172,263	
44. Texas	TX	L	184,173	7,403	6,489		198,065	
45. Utah	UT	L	16,060				16,060	
46. Vermont	VT	L	42,549				42,549	
47. Virginia	VA	L	340,560	202,398	33		542,990	
48. Washington	WA	L	54,378				54,378	
49. West Virginia	WV	L	9,297				9,297	
50. Wisconsin	WI	L	57,420		109		57,529	
51. Wyoming	WY	L	10,021				10,021	
52. American Samoa	AS	L						
53. Guam	GU	L						
54. Puerto Rico	PR	N	75,399	129,612	370		205,380	
55. U.S. Virgin Islands	VI	L	8,962				8,962	
56. Northern Mariana Islands	MP	N						
57. Canada	CAN	N	3,195				3,195	
58. Aggregate Other Aliens	OT	XXX	78,476				78,476	
59. Subtotal	XXX		37,924,777	1,054,078	70,071		39,048,926	57,362
90. Reporting entity contributions for employee benefits plans	XXX							
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX		5,593,460				5,593,460	
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX							
93. Premium or annuity considerations waived under disability or other contract provisions	XXX		464,272				464,272	
94. Aggregate or other amounts not allocable by State	XXX		334,815				334,815	
95. Totals (Direct Business)	XXX		44,317,325	1,054,078	70,071		45,441,473	57,362
96. Plus Reinsurance Assumed	XXX		60,016,173	1,738,523	1,076		61,755,773	
97. Totals (All Business)	XXX		104,333,498	2,792,601	71,147		107,197,246	57,362
98. Less Reinsurance Ceded	XXX		74,353,439	1,180,984	71,147		75,605,570	57,362
99. Totals (All Business) less Reinsurance Ceded	XXX		29,980,059	1,611,617			31,591,676	
DETAILS OF WRITE-INS								
58001. ZZZ Other Alien	XXX		78,476				78,476	
58002.	XXX							
58003.	XXX							
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX							
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX		78,476				78,476	
9401. Non-pay settlement adjustments	XXX		334,815				334,815	
9402.	XXX							
9403.	XXX							
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX							
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX		334,815				334,815	

(a) Active Status Counts:

L - Licensed or Chartered - Licensed Insurance carrier or domiciled RRG.....54
 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.....3

R - Registered - Non-domiciled RRGs.....
 Q - Qualified - Qualified or accredited reinsurer.....

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



Global Atlantic Financial Group Limited ("GAFGL") separated from The Goldman Sachs Group, Inc. ("GSG") on May 1, 2013 as part of a series of restructuring transactions pursuant to which GSG (i) organized GAFGL, Global Atlantic Financial Life Limited and Global Atlantic (Fin) Company, (ii) contributed Commonwealth Annuity and Life Insurance Company and its direct wholly owned subsidiary, First Allmerica Financial Life Insurance Company, to GAFGL and (iii) sold a majority stake in the common shares of GAFGL to a number of unrelated, diversified investors. GSG and employees of GSG, GAFGL, and their respective subsidiaries continue to own approximately 20% of the voting securities of GAFGL (Class G Shares). The remaining approximately 80% of the voting securities of GAFGL are held by over 1,200 individual and institutional third party investors, none of whom individually owns 10% or more of the voting securities of GAFGL (Class A Shares). All shares carry one vote per share.

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
			80-0891249				Global Atlantic Financial Life Limited	..BMJ	.....NIA	Global Atlantic Financial Group Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			90-0928452				Global Atlantic Financial Company	.....DE	.....NIA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			38-3898658				Global Atlantic (Fin) Company	.....DE	.....NIA	Global Atlantic Financial Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			98-1090868				Global Atlantic Financial Limited	.....BMJ	.....NIA	Global Atlantic Financial Life Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			98-1090854				Global Atlantic Re Limited	.....BMJ	.....IA	Global Atlantic Financial Limited	Ownership	75.000	Global Atlantic Financial Group Limited		
			98-1090854				Global Atlantic Re Limited	.....BMJ	.....IA	GA Re US HoldCo, LP	Ownership	25.000	Global Atlantic Financial Group Limited		
			61-1704043				Ariel Re (Holdings) Limited	.....BMJ	.....NIA	Global Atlantic Financial Group Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			13-3896700				Global Atlantic Risk Advisors, L.P.	.....DE	.....NIA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			13-3896487				GA Risk Advisors, Inc.	.....DE	.....NIA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			98-1089764	4520225			Global Atlantic Financial Group Limited	.....BMJ	.....NIA	The Goldman Sachs Group, Inc.	Ownership	21.000	The Goldman Sachs Group, Inc.		
			98-1089764	4520225			Global Atlantic Financial Group Limited	.....BMJ	.....NIA	Third Party Investors	Ownership	79.000	Third Party Investors		
							First Allmerica Financial Life Insurance Company	.....MA	.....RE	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	69140	04-1867050	2578101	793699		Commonwealth Annuity and Life Insurance Company	.....MA	.....IA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	84824	04-6145677	3958278	1086664		Commonwealth Annuity and Life Insurance Company	.....MA	.....IA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	62200	95-2496321				Accordia Life and Annuity Company	.....IA	.....IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			46-3694412				Gotham Issuer, LLC	.....DE	.....IA	Global Atlantic (Fin) Company	Ownership	10.000	Global Atlantic Financial Group Limited		
			46-3694412				Gotham Issuer, LLC	.....DE	.....IA	Accordia Life and Annuity Company	Ownership	90.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	15333	46-3455515				Gotham Re, Inc.	.....VT	.....IA	Accordia Life and Annuity Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			95-2496321				Tapioca View, LLC	.....DE	.....IA	Accordia Life and Annuity Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	15475	46-3465867				Cape Verity I, Inc.	.....IA	.....IA	Accordia Life and Annuity Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	15473	46-3485456				Cape Verity III, Inc.	.....IA	.....IA	Accordia Life and Annuity Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			35-1960899				Global Atlantic Investment Advisors, LLC	.....IN	.....IA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			20-3944031				Global Atlantic Distributors, LLC	.....DE	.....IA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			35-1815415				ForeLife Agency, Inc	.....IN	.....IA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	91642	06-1016329				Forethought Life Insurance Company	.....IN	.....IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		
3891	Goldman Sachs Grp	77127	75-2140035				Forethought National Life Insurance Company	.....TX	.....IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			06-1016329				FLIC Properties, LLC	.....IN	.....IA	Forethought Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			27-0285309				Forethought Holdings, LLC	.....IN	.....IA	Forethought National Life Insurance Company	Ownership	100.000	Global Atlantic Financial Group Limited		

SCHEDULE Y
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
			81-3323212				Global Atlantic Equipment Management, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	Global Atlantic Financial Group Limited		
			98-1452583				Global Atlantic Assurance Limited	BMJ	IA	Global Atlantic Financial Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			98-1451597				GA Re Bermuda HoldCo Limited	BMJ	NIA	Global Atlantic Financial Limited	Ownership	100.000	Global Atlantic Financial Group Limited		
			83-2239712				GA Re US HoldCo, LP	DE	NIA	Global Atlantic Financial Limited	Ownership	99.000	Global Atlantic Financial Group Limited		
			83-2239712				GA Re US HoldCo, LP	DE	NIA	GA Re Bermuda HoldCo Limited	Ownership	1.000	Global Atlantic Financial Group Limited		
			98-1090854				EXL Solar HoldCo, LLC	DE	NIA	Global Atlantic Re Limited	Ownership	100.000	Global Atlantic Financial Group Limited		

Asterisk	Explanation
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SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
4. 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?	NO
5. 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?	NO
6. 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?	NO
7. 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?	YES
8. Will the Life PBR Statement of Exemption be filed with the state of domicile by July 1st and electronically with the NAIC with the second quarterly filing per the Valuation Manual (by August 15)? (2nd Quarter Only) The response for 1st and 3rd quarters should be N/A. A NO response resulting with a bar code is only appropriate in the 2nd quarter.	N/A

Explanation:

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.

Bar Code:

1. Trusteed Surplus Statement [Document Identifier 490]	
2. Medicare Part D Coverage Supplement [Document Identifier 365]	
3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]	
4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]	
5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]	
6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]	

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

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

Additional Write-ins for Liabilities Line 25

	1 Current Statement Date	2 December 31 Prior Year
2504.		
2597. Summary of remaining write-ins for Line 25 from overflow page		

NONE

SCHEDULE A - VERIFICATION

Real Estate

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

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	10,065,886	16,434,512
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount	2,760	3,644
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		(231,960)
7. Deduct amounts received on disposals	234,181	6,021,883
8. Deduct amortization of premium and mortgage interest points and commitment fees	43,486	118,427
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	9,790,979	10,065,886
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	9,790,979	10,065,886
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	9,790,979	10,065,886

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	13,246,481	13,247,990
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition	5,093,946	3,586,326
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	603,428	205,284
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals	2,428,820	3,793,119
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	16,515,035	13,246,481
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	16,515,035	13,246,481

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	2,323,997,224	2,337,605,300
2. Cost of bonds and stocks acquired	259,603,066	267,895,689
3. Accrual of discount	19,606,459	23,874,265
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	(1,871,577)	(3,062,434)
6. Deduct consideration for bonds and stocks disposed of	367,463,684	290,865,330
7. Deduct amortization of premium	7,513,648	10,791,011
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		659,255
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees	5,591,036	
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10)	2,231,948,876	2,323,997,224
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	2,231,948,876	2,323,997,224

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	1,335,557,318	57,357,404	77,253,792	(11,385,950)	1,336,157,222	1,335,557,318	1,304,274,980	1,350,045,976
2. NAIC 2 (a)	967,795,899	24,687,515	89,333,498	17,593,100	965,351,458	967,795,899	920,743,016	973,951,251
3. NAIC 3 (a)	6,590,711		177,362	517,530		6,590,711	6,930,879	
4. NAIC 4 (a)								
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	2,309,943,928	82,044,919	166,764,652	6,724,680	2,301,508,680	2,309,943,928	2,231,948,875	2,323,997,227
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	2,309,943,928	82,044,919	166,764,652	6,724,680	2,301,508,680	2,309,943,928	2,231,948,875	2,323,997,227

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

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

S102

Schedule DA - Part 1 - Short-Term Investments

NONE

Schedule DA - Verification - Short-Term Investments

NONE

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1. Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)	4,619,355
2. Cost Paid/(Consideration Received) on additions	10,460,530
3. Unrealized Valuation increase/(decrease)	16,883,451
4. Total gain (loss) on termination recognized	(2,203,621)
5. Considerations received/(paid) on terminations	9,106,751
6. Amortization	
7. Adjustment to the Book/Adjusted Carrying Value of hedged item	
8. Total foreign exchange change in Book/Adjusted Carrying Value	
9. Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4-5+6+7+8)	20,652,964
10. Deduct nonadmitted assets	
11. Statement value at end of current period (Line 9 minus Line 10)	20,652,964

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1. Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)	88,509
2. Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change column)	
3.1 Add:	
Change in variation margin on open contracts - Highly Effective Hedges	
3.11 Section 1, Column 15, current year to date minus	370,729
3.12 Section 1, Column 15, prior year	88,509
Change in variation margin on open contracts - All Other	
3.13 Section 1, Column 18, current year to date minus	
3.14 Section 1, Column 18, prior year	282,220
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	
Change in amount recognized	
3.23 Section 1, Column 19, current year to date minus	
3.24 Section 1, Column 19, prior year	
3.3 Subtotal (Line 3.1 minus Line 3.2)	282,220
4.1 Cumulative variation margin on terminated contracts during the year	(7,231,402)
4.2 Less:	
4.21 Amount used to adjust basis of hedged item	
4.22 Amount recognized	(7,231,402)
4.3 Subtotal (Line 4.1 minus Line 4.2)	
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)	370,729
7. Deduct total nonadmitted amounts	
8. Statement value at end of current period (Line 6 minus Line 7)	370,729

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

N O N E

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

N O N E

SCHEDULE DB - VERIFICATION

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.....	20,652,965
2. Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	370,729
3. Total (Line 1 plus Line 2)	21,023,694
4. Part D, Section 1, Column 5	21,023,694
5. Part D, Section 1, Column 6	
6. Total (Line 3 minus Line 4 minus Line 5)	
Fair Value Check	
7. Part A, Section 1, Column 16	20,652,965
8. Part B, Section 1, Column 13	370,729
9. Total (Line 7 plus Line 8)	21,023,694
10. Part D, Section 1, Column 8	21,023,694
11. Part D, Section 1, Column 9	
12. Total (Line 9 minus Line 10 minus Line 11)	
Potential Exposure Check	
13. Part A, Section 1, Column 21	
14. Part B, Section 1, Column 20	2,028,600
15. Part D, Section 1, Column 11	2,028,600
16. Total (Line 13 plus Line 14 minus Line 15)	

SCHEDULE E - PART 2 - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	61,170,159	79,125,982
2. Cost of cash equivalents acquired	613,517,150	704,013,199
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	572,319,175	721,969,022
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	102,368,134	61,170,159
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	102,368,134	61,170,159

Schedule A - Part 2 - Real Estate Acquired and Additions Made

NONE

Schedule A - Part 3 - Real Estate Disposed

NONE

SCHEDULE B - PART 2

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

1 Loan Number	2 Location		3 State	4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Actual Cost at Time of Acquisition	8 Additional Investment Made After Acquisition	9 Value of Land and Buildings
	City								
NONE									
3399999 - Totals									

SCHEDULE B - PART 3

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

1 Loan Number	2 Location		4 Loan Type	5 Date Acquired	6 Disposal Date	7 Book Value/Recorded Investment Excluding Accrued Interest Prior Year	8 Change in Book Value/Recorded Investment					13 Total Foreign Exchange Change in Book Value	14 Book Value/Recorded Investment Excluding Accrued Interest on Disposal	15 Consid-eration	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal
	City	State					8 Unrealized Valuation Increase (Decrease)	9 Current Year's (Amortization) /Accretion	10 Current Year's Other Than Temporary Impairment Recognized	11 Capitalized Deferred Interest and Other	12 Total Change in Book Value (8+9-10+11)						
80515352	Chicago	IL		07/31/2015		2,420,814		(26,504)			(26,504)			17,333			
80515354	Carmel	IN		07/31/2015		4,058,335		(16,982)			(16,982)			39,727			
80515355	North Salt Lake	UT		07/31/2015		3,586,737		2,759			2,759			21,999			
0299999. Mortgages with partial repayments						10,065,886		(40,727)			(40,727)			79,059			
0599999 - Totals																	

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE BA - PART 2

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation and Admini- strative Symbol/ Market Indicator	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
NONE												
4699999 - Totals												XXX

SCHEDULE BA - PART 3

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encum- brances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/ Adjusted Carrying Value Less Encum- brances on Disposal	16 Consid- eration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Invest- ment Income
		3 City	4 State					9 Unrealized Valuation Increase (De- crease)	10 Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion	11 Current Year's Other Than Temporary Impair- ment Recogn- ized	12 Capital- ized Deferred Interest and Other	13 Total Change in Book/ Adjusted Carrying Value (9+10- 11+12)	14 Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
BGA03Y-56-5	MTP ENERGY OPPORTUNITIES FUND OPEN END F		DE	Capital Distribution	05/26/2015	08/28/2019	793,893							793,893	793,893			230,589	
BGA065-V0-1	GSO ENERGY SELECT OPPORTUNITIE OPEN END		DE	Capital Distribution	10/28/2015	08/29/2019	94,620							94,620	94,620			94,620	
000000-00-0	RABBI TRUST				05/01/2014	09/30/2019	214,461							214,461	214,461				
1599999. Joint Venture Interests - Common Stock - Unaffiliated							1,102,974							1,102,974	1,102,974			325,209	
4499999. Total - Unaffiliated							1,102,974							1,102,974	1,102,974			325,209	

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation and Administrative Symbol/Market Indicator (a)
09539F-AD-9	BLUE EAGLE 18-1 EQUITY TERM LOAN 7.27		.08/29/2019	CREDIT		2,022,426	2,022,426		1FE
149123-CF-6	CATERPILLAR INC SENIOR CORP BND 3.250%		.09/25/2019	BARCLAYS CAPITAL		3,399,165	3,300,000	2,383	1FE
22545X-AF-0	CSMC_07-C1 CSMC_07-C1 5.416% 02/15/40		.07/01/2019	Interest Capitalization					1FM
260543-CU-5	DOW CHEMICAL COMPANY THE SENIOR CORP BND		.08/02/2019	MORGAN STANLEY & CO. INC		911,175	850,000	8,613	2FE
460146-CS-0	INTERNATIONAL PAPER CO SENIOR CORP BND		.08/02/2019	MORGAN STANLEY & CO. INC		855,262	850,000	17,563	2FE
571676-AF-2	MARS INC SENIOR CORP BND 144A 3.950% 0		.09/25/2019	BA SECURITIES		1,364,604	1,200,000	23,437	1FE
651639-AV-8	NEWMONT GOLD CORP SENIOR CORP BND		.08/09/2019	Tax Free Exchange		4,785,718	5,000,000	45,417	2FE
674599-DF-9	OCCIDENTAL PETROLEUM CORPORATI SENIOR CO		.09/18/2019	Tax Free Exchange		2,220,665	2,000,000	1,075	2FE
68389X-BQ-7	ORACLE CORPORATION SENIOR CORP BND 4.0		.09/17/2019	J.P. MORGAN SECURITIES INC		5,443,300	5,000,000	68,889	1FE
824348-AX-4	SHERWIN-WILLIAMS COMPANY THE SENIOR CORP		.08/02/2019	MARKETAXESS CORPORATI		924,664	850,000	6,906	2FE
88579Y-BK-6	3M CO SENIOR CORP BND 3.250% 08/26/49		.09/25/2019	RBC DOMINION SECURITIES INC.		1,993,460	2,000,000	5,597	1FE
906548-CQ-3	UNION ELECTRIC CO SECURED CORP BND 3.2		.09/25/2019	Various		1,093,412	1,100,000		1FE
907818-EW-4	UNION PACIFIC CORPORATION SENIOR CORP BND		.09/17/2019	J.P. MORGAN SECURITIES INC		5,848,700	5,000,000	5,625	2FE
907818-FC-7	UNION PACIFIC CORPORATION SENIOR CORP BN		.09/17/2019	J.P. MORGAN SECURITIES INC		6,264,005	5,500,000	11,825	2FE
91324P-DQ-2	UNITEDHEALTH GROUP INC SENIOR CORP BND		.09/17/2019	J.P. MORGAN SECURITIES INC		5,822,200	5,000,000	58,097	1FE
91324P-DU-3	UNITEDHEALTH GROUP INC SENIOR CORP BND		.09/17/2019	J.P. MORGAN SECURITIES INC		5,208,750	5,000,000	27,750	1FE
0778FP-AB-5	BELL CANADA SENIOR CORP BND 4.300% 07/	A.	.08/02/2019	BA SECURITIES		934,601	850,000	8,427	2FE
87971M-BK-8	TELUS CORPORATION SENIOR CORP BND 4.300%	A.	.08/02/2019	WELLS FARGO SECURITIES		933,368	850,000	6,904	2FE
055451-AV-0	BHP BILLITON FINANCE USA LTD SENIOR CORP	D.	.08/22/2019	DEUTSCHE BANK AG		6,068,337	4,632,000	93,927	1FE
05600L-AB-2	BMW FIN N.V. SENIOR CORP BND 144A 2.40	D.	.08/07/2019	BARCLAYS CAPITAL		9,990,200	10,000,000		1FE
53944V-AS-8	LLOYDS BANK PLC SENIOR CORP BND 2.250%	D.	.08/07/2019	J.P. MORGAN SECURITIES INC		14,951,550	15,000,000		1FE
87938W-AX-1	TELEFONICA EMISIONES SAU SENIOR CORP BND	D.	.08/02/2019	JANE STREET CAPITAL		1,009,358	850,000	20,202	2FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						82,044,920	76,854,426	412,637	XXX
8399997. Total - Bonds - Part 3						82,044,920	76,854,426	412,637	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						82,044,920	76,854,426	412,637	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
9799997. Total - Common Stocks - Part 3							XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX		XXX
9899999. Total - Preferred and Common Stocks							XXX		XXX
9999999 - Totals						82,044,920	XXX	412,637	XXX

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

E04

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation and Administrative Symbol /Market Indicator (a)	
36203N-6W-3	GNMA POOL # 354685 7.000% 11/15/23		09/01/2019	Paydown		815	815	858	833				(18)		815				39	11/15/2023	1	
0599999	Subtotal - Bonds - U.S. Governments					815	815	858	833				(18)		815				39	XXX	XXX	
00213V-AA-2	ARCFI 13-1 ARLFR 13-1 0.000% 06/08/63		07/03/2019	Paydown		1,074,092	1,074,092	1,401,162	1,361,386				(287,295)		1,074,092					06/08/2063	1FE	
006884-AA-0	AMERICAN HOME MORTGAGE ASSETS CMO_06-6 A		09/25/2019	Paydown		250,776	285,033	204,697	205,152				45,623		250,776				5,141	12/25/2046	1FM	
00912X-BA-1	AIR LEASE CORPORATION SENIOR CORP BND		09/16/2019	Forethought Life Insurance Company Redemption 100.0000		5,026,550	5,000,000	4,830,250				10,901		10,901	4,841,151		185,399	185,399	88,472	03/01/2025	2FE	
023767-AA-4	AMERICAN AIRLINES INC CORP BND 5.250%		07/31/2019	Paydown		108,347	108,347	113,425	111,505				(801)		110,705		(2,357)	(2,357)	5,688	01/31/2021	1FE	
02660X-AD-6	AHMA_06-2 RMBS_06-2 2A1 2.208% 09/25/4		09/25/2019	Paydown		123,347	124,699	94,462	95,302				28,045		123,347				2,192	09/25/2046	1FM	
03027X-AG-5	AMERICAN TOWER CORPORATION SENIOR CORP B		09/16/2019	Forethought Life Insurance Company Tax Free Exchange Redemption 100.0000		1,587,390	1,500,000	1,546,515				(3,139)		1,543,376		44,014	44,014	47,667	06/01/2025	2FE		
032511-AY-3	ANADARKO PETROLEUM CORPORATION CORP BND		09/18/2019	Paydown		2,220,665	2,200,000	2,249,917	2,226,220				(5,555)		2,220,665				132,075	09/15/2036	2FE	
05568B-AA-6	BNSF RAILWAY COMPANY CORP BND 5.720% 0		07/15/2019	Paydown		370	370	438	398				(1)		397		(27)	(27)	21	01/15/2024	1FE	
07387U-FW-6	BSABS 2006-1M1 A ABS 2.578% 04/25/36		09/25/2019	Paydown		201,302	216,864	219,574	221,157				(19,855)		201,302				4,261	04/25/2036	1FM	
07401N-AA-7	BSMF 2006-ARS 1A RMBS_06-ARS 1A1 2.178		09/25/2019	Paydown		135,337	135,337	118,171	118,993				16,744		135,337				2,329	12/25/2046	1FM	
07401T-AA-4	BSMF 2007-AR2 A1 BSMF_07-AR2 2.188% 03		09/25/2019	Paydown		189,246	189,246	133,057	133,995				55,251		189,246				3,334	03/25/2037	1FM	
07401Y-AA-3	BSMF 2007-AR4 1A BSMF_07-AR4 2.218% 09		09/25/2019	Paydown		201,992	201,992	169,953	170,193				31,799		201,992				3,653	09/25/2047	1FM	
12189P-AH-5	BURLINGTON NORTHERN AND SANTA SECURED CO		07/15/2019	Redemption 100.0000		894	894	1,081	925				(16)		909			(15)	(15)	71	01/15/2020	1FE
12566Q-AG-8	CITIMORTGAGE ALTERNATIVE LOAN CMLT_07-A		09/01/2019	Paydown		37,610	47,157	40,575	41,218				(3,608)		37,610				1,872	01/25/2037	2FM	
12566X-AK-4	CMLT 2007-A7 2A CMO_07-A7-11A1 2.418%		09/25/2019	Paydown		9,615	15,677	12,739	12,833				(3,218)		9,615				304	07/25/2037	1FM	
126650-BW-9	CVS PASSTHROUGH TRUST CORP BND 4.125%		08/15/2019	Call 103.3320		516,660	500,000	509,975	502,575				(727)		501,848		(1,848)	(1,848)	32,129	05/15/2021	2FE	
12667G-LB-4	CIALT 2005-27 1A CIALT_05-27 3.847% 08		09/01/2019	Paydown		26,519	26,519	13,577	13,181				13,338		26,519				666	08/25/2035	1FM	
12667G-MF-7	CIALT 2005-16 A4 RMBS_05-16 A4 2.498%		09/25/2019	Paydown		13,142	13,142	6,550	6,639				6,503		13,142				268	06/25/2035	1FM	
12667G-NS-8	COUNTRYWIDE ALTERNATIVE LOAN T CMO_05-24		09/01/2019	Paydown		194,998	194,998	135,745	134,911				71,209		206,120				5,282	07/20/2035	1FM	
12667G-Y9-8	CIALT 2005-38 A1 CMO_05-38 A1 3.947% 0		09/01/2019	Paydown		49,754	49,754	40,237	40,368				9,386		49,754				1,252	09/25/2035	1FM	
12667G-Z3-0	COUNTRYWIDE ALTERNATIVE LOAN T CMO_05-38		09/25/2019	Paydown		86,240	86,240	66,910	67,138				19,102		86,240				1,779	09/25/2035	1FM	
12668A-EV-3	COUNTRYWIDE ALTERNATIVE LOAN T CMO 2005-		09/19/2019	Paydown		161,200	161,200	118,326	118,791				42,409		161,200				3,156	11/20/2035	1FM	
12668A-GN-9	CIALT 2005-56 1A CMO_05-56 1A1 3.478%		09/25/2019	Paydown		151,401	151,401	74,999	74,999				76,402		151,401				3,808	11/25/2035	1FM	
12668A-TN-5	COUNTRYWIDE ALTERNATIVE LOAN T CIALT_05-		09/25/2019	Paydown		138,463	138,463	104,174	104,307				34,157		138,463				2,849	12/25/2035	1FM	
126694-D7-0	CIHL_06-HY2 CIHL_06-HY2 3.450% 04/22/3		09/01/2019	Paydown		1,013	938	118	213				800		1,013				26	04/22/2036	1FM	
172973-9P-2	CMST 2005-7 3A1 CMO_05-7 3A1 5.000% 10		08/01/2019	Paydown		10,260	10,260	10,233	10,240				19		10,260				340	10/25/2035	1FM	
17312V-AD-0	CMLTI 2007-6 1A2 RMBS_07-6 1A2A 3.738%		09/01/2019	Paydown		143,474	158,967	63,582	63,750				79,724		143,474				4,185	03/25/2037	1FM	
17312V-AE-8	CMLTI 2007-6 1A3 WHOLE CMO_07-6 3.548%		09/01/2019	Paydown		24,594	24,594	15,967	16,549				8,045		24,594				1,187	03/25/2037	1FM	
210805-CT-2	CONTINENTAL AIRLINES INC 99-2 7.256% 0		09/16/2019	Redemption 100.0000		374	374	406	386				(9)		377			(3)	(3)	31	03/15/2020	1FE
23242G-AE-4	CIALT 2006-0A16 CIALT_06-016 2.208% 10		09/25/2019	Paydown		4,794	4,794	3,134	3,148				1,646		4,794				85	10/25/2046	1FM	
23245Q-AA-7	COUNTRYWIDE ALTERNATIVE LOAN T CMO_06-0A		09/20/2019	Paydown		59,153	59,153	37,032	37,240				21,913		59,153				1,050	03/20/2047	1FM	
23332U-GH-0	DSL A MORTGAGE LOAN TRUST DSL A WHOLE CMO		09/01/2019	Paydown		226,133	226,133	193,472	194,413				31,720		226,133				4,969	04/19/2047	1FM	
254687-EQ-5	TWDC ENTERPRISES 18 CORP SENIOR CORP BND		09/18/2019	Call 144.8720		1,448,720	1,000,000	1,011,917				(202)		1,011,715		(11,715)	(11,715)	479,128	02/15/2041	1FE		
254687-FE-1	WALT DISNEY CO SENIOR CORP BND 144A 8.		09/18/2019	Call 193.3490		6,496,526	3,360,000	4,399,603				(58)		4,399,586		(1,039,546)	(1,039,546)	3,273,586	10/17/2096	1FE		
26362F-AA-1	DUBLIN ASSET HOLDINGS GLOBAL GOVT BONDS		09/16/2019	Paydown		192,021	192,021	192,021	192,021						192,021				5,606	11/30/2067	1FE	
26362F-AB-9	DUBLIN ASSET HOLDINGS GLOBAL GOVT BONDS		09/16/2019	Various		141,964	141,964	141,964	141,964						141,964				4,145	11/30/2067	1FE	
32029A-AD-9	FIRST FRANKLIN MTG LOAN ASSET ABS 06-FF1		09/25/2019	Paydown		4,018,583	4,018,583	2,127,975	2,116,566				1,902,017		4,018,583				62,302	12/25/2037	1FM	
32029G-AC-8	FIRST FRANKLIN MTG LOAN ASSET SENIOR ABS		09/25/2019	Paydown		366,589	366,589	208,759	207,280				159,309		366,589				6,366	03/25/2037	1FM	
345370-BR-0	FORD MOTOR COMPANY FORD MOTOR COMPANY		08/01/2019	SEAPORT GROUP		5,707,300	5,000,000	6,037,500	5,966,123				(8,308)		5,957,815		(250,515)	(250,515)	281,611	11/01/2046	2FE	
345370-CQ-1	FORD MOTOR COMPANY SENIOR CORP BND 4.7		09/10/2019	Various		13,121,750	15,000,000	14,798,594	14,815,416				2,447		14,817,863		(1,696,113)	(1,696,113)	805,521	01/15/2043	2FE	
34959J-AG-3	FORTIVE CORP FORTIVE CORP 3.150% 06/15		09/16/2019	Forethought Life Insurance Company		646,640	650,000	647,884	648,205				154		648,359		(1,719)	(1,719)	15,470	06/15/2026	2FE	
3622E8-AE-5	GSAA HOME EQUITY TRUST GSAA_06 GSAA_06-1		09/01/2019	Paydown		83,326	83,326	36,820	36,437				46,888		83,326				1,305	09/25/2036	1FM	
3622E8-AF-2	GSAA HOME EQUITY TRUST GSAA_06 GSAA_06-1		09/01/2019	Paydown		107,076	107,076	47,045	46,558				60,517		107,076				1,577	09/25/2036	1FM	
3622EQ-AC-9	GSAA HOME EQUITY TRUST GSAA_07 SENIORABS		09/25/2019	Paydown		253,787	253,787	202,709	200,317				53,471		253,787				4,358	02/25/2037	1FM	
39538W-EA-2	GPMF 2005-ARS 1A GPMF_05-ARS 2.288% 11		09/25/2019	Paydown		90,943	90,943	78,170	78,218				12,725		90,943				1,639	11/25/2045	1FM	

E05

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation and Administrative Symbol /Market Indicator (a)
39538W-HF-8	GREENPOINT MORTGAGE FUNDING TR GPMPF_06-A		09/25/2019	Paydown		190,271	190,271	140,351	140,361		49,910		49,910		190,271				3,191	04/25/2036	1FM
41161P-L4-3	HVMLT 2006-4 2A1 HVMLT_06-4 2.457% 05/		09/19/2019	Paydown		41,959	49,755	22,309	22,607		19,353		19,353		41,959				1,006	05/19/2046	1FM
41161P-WC-3	HARBORVIEW MORTGAGE LOAN TRUST CMO 05-13		09/19/2019	Paydown		24,646	24,646	19,826	19,852		4,994		4,994		24,646				630	02/19/2036	1FM
41161Q-AB-7	HVMLT 2006-3 2A1 HVMLT_06-3 4.262% 06/		09/01/2019	Paydown		28,360	28,360	14,310	14,310		14,050		14,050		28,360				929	06/19/2036	1FM
41162C-AC-5	HARBORVIEW MORTGAGE LOAN TRUST CMO 06-10		09/19/2019	Paydown		656,969	656,969	545,749	546,940		110,029		110,029		656,969				9,699	11/19/2036	1FM
411640-AA-3	HARBORVIEW MORTGAGE LOAN TRUST SENIORABS		09/25/2019	Paydown		809,692	935,134	863,837	861,704		(52,012)		(52,012)		809,692				20,120	10/25/2037	1FM
42225U-AC-8	HEALTHCARE TRUST OF AMERICA HO SENIOR CO		09/20/2019	Call	102.4810	4,329,822	4,225,000	4,191,411	4,211,980		3,578		3,578		4,215,558		9,442	9,442	273,162	07/15/2021	2FE
456612-AA-8	INDA_2006-AR6 ABS AR6_1A 3.367% 06/25/		09/01/2019	Paydown		177,362	187,321	171,750	171,799		5,564		5,564		177,362				4,131	06/25/2046	3FM
45661E-AA-2	INDYMAC INDX MORTGAGE LOAN TRU CMO 2006-		09/25/2019	Paydown		170,781	170,781	136,647	137,040		33,741		33,741		170,781				3,151	04/25/2046	1FM
45661E-AV-6	INDYMAC INDX MORTGAGE LOAN TR CMO 2006-A		09/25/2019	Paydown		67,440	67,440	56,035	56,264		11,176		11,176		67,440				1,187	05/25/2046	1FM
456738-AA-7	INFINITY AIRCRAFT HOLDINGS LLC SENIOR SE		09/16/2019	Various		252,215	252,215	252,215	252,215						252,215				4,545	03/31/2067	1FE
466302-AG-1	JP MORGAN ALTERNATIVE LOAN TRU JPALT_06-		09/01/2019	Paydown		615,652	799,862	471,404	481,038		134,615		134,615		615,652				24,765	12/25/2036	1FM
466306-AA-5	JPALT 2008-R2 A1 WHOLE CMO 08-R2 6.000		09/01/2019	Paydown		156,739	161,276	101,296	101,216		55,523		55,523		156,739				6,530	11/25/2036	1FM
50076Q-AE-6	KRAFT HEINZ FOODS CO SENIOR CORP BND 5		08/09/2019	WELLS FARGO SECURITIES		4,057,980	4,000,000	4,073,294	4,068,587		(990)		(990)		4,067,597		(10,517)	(10,517)	138,333	06/04/2042	2FE
50076Q-AR-7	KRAFT HEINZ FOODS CO SENIOR CORP BND 6		08/13/2019	WELLS FARGO SECURITIES		1,808,752	1,500,000	1,812,420	1,786,405		(5,086)		(5,086)		1,781,320		27,433	27,433	108,490	01/26/2039	2FE
50077L-AM-8	KRAFT HEINZ FOODS CO SENIOR CORP BND 5		08/12/2019	WELLS FARGO SECURITIES		1,237,320	1,200,000	1,379,150	1,371,128		(2,260)		(2,260)		1,368,868		(131,548)	(131,548)	67,427	07/15/2045	2FE
52522D-AL-5	LXS 2006-16N A31 WHOLE CMO 2.228% 11/2		09/25/2019	Paydown		564,288	564,200	485,172	486,270		78,018		78,018		564,288				9,636	11/25/2046	1FM
52522D-AM-3	LXS 2006-16N A4A LXS_06-16N 2.208% 11/		09/25/2019	Paydown		16,425	16,425	13,079	13,131		3,294		3,294		16,425				278	11/25/2046	1FM
52524G-AA-0	LXS 2007-7N 1A1A CMO 07-7N 1A1A 2.238		09/25/2019	Paydown		363,511	449,188	362,383	367,059		(3,547)		(3,547)		363,511				7,968	06/25/2047	1FM
550279-BA-0	LUMINENT MORTGAGE TRUST LUM_06 CMO 06-2		09/25/2019	Paydown		204,626	224,283	148,312	149,238		55,388		55,388		204,626				4,003	02/25/2046	1FM
55275T-AE-8	MABS 2007-WMC1 A5 MAB_07-WM1 2.248% 01		09/25/2019	Paydown		191,930	191,930	18,780	19,578		172,352		172,352		191,930				2,106	01/25/2037	1FM
55313K-AG-6	MLCFC_07-7 MLCFC_07-7 5.902% 06/12/50		08/14/2019	Call	100.0000															06/12/2050	1FM
55313K-AG-6	MLCFC_07-7 MLCFC_07-7 5.902% 06/12/50		08/14/2019	Paydown		11,593	11,593	11,593	15,474		(3,882)		(3,882)		11,593				1,228	06/12/2050	1FM
551903-AS-2	MARRIOTT INTERNATIONAL INC SENIOR CORP B		09/16/2019	Forethought Life																	
59025E-AT-3	MANA 2007-QAR4 A MLA_07-QA4 2.468% 08/		09/25/2019	Insurance Company		3,535,595	3,500,000	3,488,345	3,490,993		772		772		3,491,765		43,830	43,830	82,639	06/15/2026	2FE
617446-7Y-9	MORGAN STANLEY SUB CORP BND MTM 4.350		09/16/2019	Insurance Company		5,353,400	5,000,000	5,172,950			(8,303)		(8,303)		5,164,647		188,753	188,753	114,188	09/08/2026	2FE
61751D-AG-9	MORGAN STANLEY MORTGAGE LOAN T MSM_06-17		09/01/2019	Paydown		86,861	86,861	37,289	37,245		49,616		49,616		86,861				1,255	10/25/2046	1FM
61752J-AA-8	MSM_07-1XS ABS 07-1XS 5.965% 09/25/46		09/01/2019	Paydown		25,242	25,242	13,000	13,039		12,203		12,203		25,242				325	09/25/2046	1FM
61756W-AC-3	MSM 2007-14AR 1A WHOLE CMO 07-14AR 4.2		09/01/2019	Paydown		953	953	231	240		713		713		953				27	10/25/2037	1FM
637432-CT-0	NATIONAL RURAL UTILITIES COOP MTNC 8.0		07/16/2019	SEAPORT GROUP		4,003,478	2,750,000	3,734,627	3,538,168		(23,560)		(23,560)		3,514,608		488,869	488,869	193,722	03/01/2032	1FE
64829J-AN-3	NRZT 17-1A ABS 17-1A B1 144A 4.500% 0		09/01/2019	Paydown		51,929	51,929	53,706	53,494		(1,566)		(1,566)		51,929				1,559	02/25/2057	1FM
651639-AU-0	NEWMONT GOLDCORP CORP SENIOR CORP BND 14		08/09/2019	Tax Free Exchange		4,785,718	5,000,000	4,784,237			1,481		1,481		4,785,718				181,667	06/09/2044	2FE
65535V-MY-1	NAA 2005-AR4 4A1 NAA_05-AR4 4.671% 08/		09/01/2019	Paydown		257,269	257,269	158,444	158,223		99,046		99,046		257,269				9,058	08/25/2035	1FM
65538D-AA-3	NOMURA ASSET ACCEPTANCE CORP RMB5_06-A		09/25/2019	Paydown		246,057	265,128	175,218	177,887		68,170		68,170		246,057				4,757	12/25/2036	1FM
65538D-AE-5	NAA 2006-AR4 A4A NAA_06-AR4 2.498% 12/		09/25/2019	Paydown		284,231	306,273	205,036	208,197		76,033		76,033		284,231				5,647	12/25/2036	1FM
67102S-AN-4	OP_14-5A ABS2014-5A 3.667% 04/26/31		08/14/2019	Various		8,456,896	8,780,000	8,780,000	8,817,440		(24,498)		(24,498)		8,792,942		(336,046)	(336,046)	286,230	04/26/2031	1FE
67112C-AC-1	OZLM LTD OZLM_17-19A ABS 2017-19A A2 144		08/07/2019	CITIGROUP GLOBAL MKT INC		15,895,790	16,270,000	16,287,474	16,364,694		(48,854)		(48,854)		16,315,840		(420,050)	(420,050)	564,328	11/22/2030	1FE
74922H-AA-0	RALI 2007-QH1 A1 WHOLE CMO 07-QH1 A1 2		09/25/2019	Paydown		205,569	205,569	165,733	165,747		39,822		39,822		205,569				3,598	02/25/2037	1FM
74922T-AA-4	RALI 2007-QH4 A1 RMB5_07-QH4 A1 2.208%		09/25/2019	Paydown		219,064	219,064	172,686	173,440		45,624		45,624		219,064				4,191	05/25/2037	1FM
75115F-AD-2	RESI ACCREDIT INC RALI_06-Q08 RFMS1_06-Q		09/25/2019	Paydown		820,303	770,021	548,064	549,512		270,791		270,791		820,303				15,085	10/25/2046	1FM
75116C-AA-4	RESIDENTIAL ACCREDIT LOANS IN RALI_07-Q3		09/25/2019	Paydown		61,482	61,482	47,749	48,077		13,405		13,405		61,482				1,432	04/25/2037	1FM
76111X-P6-4	RFMS2_06-S3 RMB5_06-S3 AB 5.500% 03/25		09/01/2019	Paydown		31,929	36,701	33,243	33,262		(1,333)		(1,333)		31,929				1,448	03/25/2036	2FM
78443C-CM-4	SLM PRIVATE CREDIT STUDENT LOA ABS 2006-		09/16/2019	Paydown		237,096	237,096	219,165	222,198		14,898		14,898		237,096				5,216	06/15/2039	1FE
78443D-AD-4	SLM STUDENT LOAN TRUST SLMA_07 SENIOR AB		09/16/2019	Paydown		297,286	297,286	262,622	275,281		22,005		22,005		297,286				6,405	12/16/2041	1FE
816851-AP-4	SEMPRA ENERGY SEMPRA ENERGY 6.000% 10/		07/16/2019	BOSTON COR		1,823,085	1,500,000	1,780,874	1,757,757		(4,082)		(4,082)		1,753,675		69,410	69,410	68,250	10/15/2039	2FE
816851-BJ-7	SEMPRA ENERGY SENIORCORPBND 4.000% 02/		07/16/2019	BARCLAYS CAPITAL		762,709	775,000	764,569	764,762		102		102		764,865		(2,156)	(2,156)	29,881	02/01/2048	2FE
86358E-RII-8	STRUCTURED ASSET INVESTMENT SA SAIL_05-3		09/25/2019	Paydown		190,313	190,313	172,269	172,975		17,339		17,339		190,313				3,947	04/25/2035	1FM
86358R-RA-1	STRUCTURED ASSET SECURITIES CO SASC_02-1		09/01/2019	Paydown		3,998	3,998	1,799	1,799		3,998		3,998		3,998				146	07/25/2032	1FM
86361B-AJ-6	SARM 2006-7 4A1 SARM_06-7 4.080% 08/25		09/01/2019	Paydown		24,852	24,852</														

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22		
										11	12	13	14	15									
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation and Administrative Symbol /Market Indicator (a)		
885220-EC-3	TMST 2003-5 2A TMST 03-5 4.252% 10/25/		09/01/2019	Paydown		21,307	21,307	15,825	15,940		5,366		5,366		21,307				621	10/25/2043	1FM		
885220-GZ-0	TMST 2005-1 A1 TMST 05-1 4.250% 04/25/		09/01/2019	Paydown		11,094	11,094	3,545	3,631		7,462		7,462		11,094				280	04/25/2045	1FM		
92927B-AA-0	WAMU MORTGAGE PASS-THROUGH CER CMO 07-0A		09/01/2019	Paydown		722,535	722,535	588,437	588,191		134,344		134,344		722,535				13,955	07/25/2047	1FM		
931427-AQ-1	WALGREENS BOOTS ALLIANCE INC SENIOR CORP		09/16/2019	Forethought Life Insurance Company		1,019,490	1,000,000	999,685	999,744		19		19		999,763		19,727	19,727	27,408	06/01/2026	2FE		
93364A-AB-8	WAMU 2007-0A3 2A WAMU 07-0A3 3.217% 04		09/01/2019	Paydown		103,641	121,228	98,713	98,953		4,688		4,688		103,641				2,228	04/25/2047	1FM		
939336-DH-3	WAMU 2002-AR14 A2 WAMU 02-A14 4.404% 1		09/01/2019	Paydown		1,382	1,382	1,109	1,119		263		263		1,382				37	11/25/2032	1FM		
93934F-OP-0	WASHINGTON MUTUAL MORTGAGE PAS WHOLE CMO		09/01/2019	Paydown		67,064	81,056	43,408	43,408		23,656		23,656		67,064				1,497	05/25/2046	1FM		
93935H-AF-4	WASHINGTON MUTUAL MORTGAGE PAS WMALT 06-		09/01/2019	Paydown		41,138	41,138	17,420	17,795		23,343		23,343		41,138				598	09/25/2036	1FM		
94985K-AA-5	WFA 07-PA6 WHOLE CMO 07-PA6 4.623% 12/		09/01/2019	Paydown		134,107	138,785	118,301	119,103		15,004		15,004		134,107				4,399	12/28/2037	1FM		
94988G-AQ-6	WFMLT 2012-RR2 3 WFMLT 12-RR2 2.270% 0		09/03/2019	Paydown		771,082	771,082	507,727	594,084		176,998		176,998		771,082				13,963	03/27/2047	1FM		
960413-AT-9	WESTLAKE CHEMICAL CORP SENIORCORP BND 3		09/16/2019	Forethought Life Insurance Company		2,034,500	2,000,000	1,962,820			1,866		1,866		1,964,686		69,814	69,814	42,400	08/15/2026	2FE		
00774M-AK-1	AERCAP IRELAND CAPITAL DAC SENIOR CORP B	D	09/16/2019	Forethought Life Insurance Company		2,515,793	2,350,000	2,440,851			(8,024)		(8,024)		2,432,827		82,965	82,965	76,693	01/16/2024	2FE		
033292-AS-2	ANCHC 13-1A ABS 2013-1A A2 144A 3.953%	D	08/07/2019	BNP PARIBAS		14,330,495	14,500,000	14,617,204	14,656,320		(54,952)		(54,952)		14,601,367		(270,872)	(270,872)	508,231	10/13/2030	1FE		
033296-AA-2	ANCHF 2015-1A A ABS 4.300% 07/28/30	D	07/29/2019	Call 100,000		10,000,000	10,000,000	10,000,000	10,000,000						10,000,000				618,010	07/28/2030	1FE		
05578Q-AD-5	BPCE SA SRSUB CORP BND 144A MTM 4.500%	D	09/16/2019	Forethought Life Insurance Company		5,259,100	5,000,000	5,075,000			(4,544)		(4,544)		5,070,456		188,644	188,644	113,750	03/15/2025	2FE		
44962L-AC-1	IHS MARKIT LTD SENIOR CORP BND 144A 4.	D	09/16/2019	Forethought Life Insurance Company		1,045,000	1,000,000	1,001,490			(41)		(41)		1,001,449		43,551	43,551	21,778	03/01/2026	2FE		
44962L-AH-0	IHS MARKIT LTD SENIOR CORP BND 3.625%	D	09/16/2019	Forethought Life Insurance Company		1,721,565	1,675,000	1,671,502			300		300		1,671,802		49,763	49,763	26,817	05/01/2024	2FE		
552081-AK-7	LYONDELLBASELL INDUSTRIES NV SENIOR CORP	D	09/16/2019	Forethought Life Insurance Company		5,590,950	5,000,000	5,469,050			(37,887)		(37,887)		5,431,163		159,787	159,787	121,389	04/15/2024	2FE		
62947Q-AX-6	NXP BV SENIOR CORP BND 144A 5.350% 03/	D	09/16/2019	Forethought Life Insurance Company		5,543,100	5,000,000	5,400,950			(20,971)		(20,971)		5,379,979		163,121	163,121	145,639	03/01/2026	2FE		
784309-AA-4	SKY AVIATION LEASING JETS 17-1 ABS 2017-	D	09/15/2019	Paydown		249,499	249,499	249,498	249,498		1		1		249,499				7,148	08/15/2042	1FE		
87938W-AC-7	TELEFONICA EMISIONES SAU CORP BND 7.04	D	08/28/2019	Various		2,057,482	1,500,000	1,850,728	1,815,879		(7,542)		(7,542)		1,808,337		249,145	249,145	73,224	06/20/2036	2FE		
87938W-AX-1	TELEFONICA EMISIONES SAU SENIOR CORP BND	D	08/22/2019	MORGAN STANLEY & CO. INC		5,769,216	4,800,000	5,579,864			(1,458)		(1,458)		5,578,405		190,811	190,811	128,800	03/01/2049	2FE		
8399999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					168,569,995	161,764,470	162,717,408	112,252,202		4,164,630		4,164,630		166,763,836		(1,900,569)	(1,900,569)	9,534,380		XXX	XXX	
8399997	Total - Bonds - Part 4					168,570,810	161,765,285	162,718,266	112,253,035		4,164,612		4,164,612		166,764,651		(1,900,569)	(1,900,569)	9,534,419		XXX	XXX	
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds					168,570,810	161,765,285	162,718,266	112,253,035		4,164,612		4,164,612		166,764,651		(1,900,569)	(1,900,569)	9,534,419		XXX	XXX	
8999997	Total - Preferred Stocks - Part 4						XXX														XXX	XXX	
8999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks						XXX														XXX	XXX	
9799997	Total - Common Stocks - Part 4						XXX														XXX	XXX	
9799998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks						XXX														XXX	XXX	
9899999	Total - Preferred and Common Stocks						XXX														XXX	XXX	
9999999	Totals					168,570,810	XXX	162,718,266	112,253,035		4,164,612		4,164,612		166,764,651		(1,900,569)	(1,900,569)	9,534,419		XXX	XXX	

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

E05.2

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23												
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Un-discounted Premium (Received) Paid	Current Year Initial Cost of Un-discounted Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)												
0079999999. Subtotal - Purchased Options - Hedging Effective														XXX																			XXX	XXX
SPX/AVGCS/200210/10/27 07.88-2998.44	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/08/2019	02/10/2020	259	702,224	2707.88	24,999		56,094		56,094	31,097																		
SPX/AVGCS/200225/25/27 96.11-3094.73	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/25/2019	02/25/2020	182	509,448	2796.11	16,710		25,326		25,326	8,616																		
SPX/AVGCS/200310/10/27 43.07-2979.54	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	03/08/2019	03/10/2020	333	913,071	2743.07	31,684		60,847		60,847	29,163																		
SPX/CS/200210/2707.88- 2944.82	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/08/2019	02/10/2020	2,296	6,218,091	2707.88	264,269		418,073		418,073	153,804																		
SPX/CS/200210/2707.88- 2971.83	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/08/2019	02/10/2020	3,055	8,271,772	2707.88	379,674		611,691		611,691	232,016																		
SPX/CS/200210/2707.88- 3032.83	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/08/2019	02/10/2020	235	635,565	2707.88	33,113		55,822		55,822	22,709																		
SPX/CS/200225/2796.11- 3040.79	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/25/2019	02/25/2020	1,812	5,066,236	2796.11	214,302		307,255		307,255	92,953																		
SPX/CS/200225/2796.11- 3068.73	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	02/25/2019	02/25/2020	1,789	5,001,220	2796.11	226,555		329,997		329,997	103,441																		
SPX/CS/200325/2798.36- 3043.22	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Barclays Bank PLC (London)	G5GSEF7VJP5170UK5573	03/25/2019	03/25/2020	2,173	6,080,826	2798.36	264,516		363,848		363,848	99,332																		
SPX/CS/200625/2917.38- 3172.65	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	1YDQJBGJY9T8XKCSX06	06/25/2019	06/25/2020	2,214	6,459,250	2917.38	271,934		317,278		317,278	45,344																		
SPX/CS/200625/2917.38- 3238.29	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	06/25/2019	06/25/2020	252	736,227	2917.38	35,560		42,030		42,030	6,470																		
SPX/CS/200710/2993.07- 3225.06	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	BNP PARIBAS	213800RK6FY7V2D0C037	07/10/2019	07/10/2020	1,912	5,723,998	2993.07	220,374		218,892		218,892	(1,482)																		
SPX/AVGCS/191010/10/27 85.68-3089.03	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Credit Suisse	E58DKGMJYJYLN8C3868	10/10/2018	10/10/2019	209	583,048	2785.68	21,514		9,806		9,806	8,021																		
SPX/AVGCS/191025/25/27 05.57-3000.20	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Credit Suisse	E58DKGMJYJYLN8C3868	10/25/2018	10/25/2019	200	542,097	2705.57	21,955		21,011		21,011	17,301																		
SPX/AVGCS/200124/25/26 64.76-2948.17	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Credit Suisse	E58DKGMJYJYLN8C3868	01/25/2019	01/24/2020	213	567,942	2664.76	21,298		50,949		50,949	29,651																		
SPX/CS/191010/2785.68- 3029.43	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Credit Suisse	E58DKGMJYJYLN8C3868	10/10/2018	10/10/2019	2,876	8,012,580	2785.68	362,970		541,213		541,213	424,765																		
SPX/CS/191010/2785.68- 3057.28	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Credit Suisse	E58DKGMJYJYLN8C3868	10/10/2018	10/10/2019	2,122	5,911,781	2785.68	288,495		407,658		407,658	317,238																		
SPX_INDJ_NDX/ARBCS/200 310/10/0.00%-5.75%	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Royal Bank of Canada	ES71P3U3RH1GC71XBU11	03/08/2019	03/10/2020	573,759	573,759	5.8%	17,787		20,669		20,669	2,882																		
SPX/CS/200325/2798.36- 3015.23	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Goldman Sachs International	784F5XWPLTKTBV3E584	03/25/2019	03/25/2020	2,214	6,196,318	2798.36	246,613		334,741		334,741	88,127																		
SPX/CS/200325/2798.36- 3022.23	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Goldman Sachs International	784F5XWPLTKTBV3E584	03/25/2019	03/25/2020	235	656,756	2798.36	26,796		36,457		36,457	9,661																		
SPX/CS/200522/2826.06- 3136.93	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Goldman Sachs International	784F5XWPLTKTBV3E584	05/24/2019	05/22/2020	245	692,859	2826.06	34,782		47,154		47,154	12,372																		
SPX/CS/200710/2993.07- 3322.31	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Goldman Sachs International	784F5XWPLTKTBV3E584	07/10/2019	07/10/2020	174	521,824	2993.07	24,787		24,304		24,304	(483)																		
SPX/CS/191125/2632.56- 2862.91	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	MorganStanley	87GQMDQLFKA700JXC56	11/23/2018	11/25/2019	2,452	6,455,119	2632.56	282,734		495,907		495,907	307,181																		

E06

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23	
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Un-discounted Premium (Received) Paid	Current Year Initial Cost of Un-discounted Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)	
SPX/CS/191125/2632.56-2888.70	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	MorganStanley	87GCMVDQLFKA700JXCS6	11/23/2018	11/25/2019	2,814	7,408,342	2632.56	351,896		626,609		626,609	394,863							
SPX/CS/191210/2637.72-2894.90	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Royal Bank of Canada	ES71P3U3RH1GC71XBU11	12/10/2018	12/10/2019	2,236	5,898,431	2637.72	276,400		486,458		486,458	302,266							
SPX/AVGCS/200910/10/2979.39-3198.97	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Royal Bank of Canada	ES71P3U3RH1GC71XBU11	09/10/2019	09/10/2020	309	919,313	2979.39	28,866		27,385		27,385	(1,481)							
SPX/CS/200610/2886.73-3139.32	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Royal Bank of Canada	ES71P3U3RH1GC71XBU11	06/10/2019	06/10/2020	2,197	6,343,290	2886.73	265,784		329,192		329,192	63,408							
SPX/CS/200710/2993.07-3254.96	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Societe Generale	01KLU6X1B10IK7X42C15	07/10/2019	07/10/2020	1,747	5,227,672	2993.07	217,994		216,193		216,193	(1,801)							
SPX/CL/200310/10/2.7%2824.07	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Barclays Bank PLC (London)	G5GSEF7VJP5170UK5573	03/08/2019	03/10/2020	501,778	501,778	2.7%	19,921		28,369		28,369	8,448							
SPX/AVGCS/200925/25/2984.87-3207.49	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	09/25/2019	09/25/2020	407	1,213,648	2984.87	39,686		36,794		36,794	(2,892)							
SPX/CS/191210/2637.72-2888.54	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	12/10/2018	12/10/2019	3,244	8,557,663	2637.72	367,723		639,882		639,882	390,550							
SPX/CS/200110/2596.64-2824.07	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	01/10/2019	01/10/2020	4,414	11,462,036	2596.64	487,480		851,003		851,003	363,523							
SPX/CS/200424/2926.17-3182.21	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Barclays Bank PLC (London)	G5GSEF7VJP5170UK5573	04/25/2019	04/24/2020	1,657	4,849,334	2926.17	209,394		229,738		229,738	20,344							
SPX/CS/200610/2886.73-3110.76	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	06/10/2019	06/10/2020	2,482	7,164,459	2886.73	277,265		338,688		338,688	61,424							
SPX/CS/200610/2886.73-3204.27	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	06/10/2019	06/10/2020	276	797,251	2886.73	38,794		48,496		48,496	9,702							
SPX/CS/200724/3003.67-3236.64	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	07/25/2019	07/24/2020	2,148	6,451,506	3003.67	250,641		242,695		242,695	(7,946)							
SPX/CS/200724/3003.67-3266.49	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	07/25/2019	07/24/2020	2,010	6,036,941	3003.67	254,759		245,194		245,194	(9,565)							
SPX/CS/191025/2705.57-2969.36	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Deutsche Bank (London)	7LTHFZYI CNSX8D621K86	10/25/2018	10/25/2019	2,269	6,139,947	2705.57	297,173		516,394		516,394	375,089							
SPX/CS/191224/2351.10-2556.82	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	12/24/2018	12/24/2019	3,524	8,284,371	2351.10	346,287		689,076		689,076	252,691							
SPX/CS/191224/2351.10-2580.33	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	12/24/2018	12/24/2019	3,554	8,355,824	2351.10	379,354		772,051		772,051	288,986							
SPX/CS/200110/2596.64-2849.81	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Scotia Bank	L319ZG2KFGXZ61BMYR72	01/10/2019	01/10/2020	3,195	8,297,230	2596.64	382,502		680,226		680,226	297,723							
SPX/CS/200310/2743.07-2955.66	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	03/08/2019	03/10/2020	2,892	7,932,583	2743.07	315,717		455,731		455,731	140,014							
SPX/CS/200310/2743.07-2983.09	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	03/08/2019	03/10/2020	2,170	5,952,115	2743.07	258,917		380,899		380,899	121,982							
SPX/CS/200409/2888.21-3112.07	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	04/10/2019	04/09/2020	2,325	6,715,410	2888.21	264,587		316,587		316,587	52,000							
SPX/CS/200424/2926.17-3153.24	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	04/25/2019	04/24/2020	2,169	6,347,018	2926.17	251,977		277,314		277,314	25,337							
SPX/CS/200508/2881.40-3104.71	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	05/10/2019	05/08/2020	1,934	5,572,039	2881.40	222,882		266,887		266,887	44,005							
SPX/CS/200508/2881.40-3133.52	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Bank of America, National Association-NY	B4TYDEB6GMZ0031MB27	05/10/2019	05/08/2020	1,910	5,504,111	2881.40	241,080		288,777		288,777	47,697							
SPX/CS/200522/2826.06-3045.31	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	05/24/2019	05/22/2020	2,489	7,034,896	2826.06	279,285		362,747		362,747	83,462							
SPX/CS/200522/2826.06-3073.34	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Barclays Bank PLC (London)	G5GSEF7VJP5170UK5573	05/24/2019	05/22/2020	1,573	4,446,692	2826.06	192,986		253,739		253,739	60,753							
SPX/CS/200625/2917.38-3143.64	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	06/25/2019	06/25/2020	3,336	9,733,612	2917.38	375,717		436,901		436,901	61,184							
SPX/CS/200810/2918.65-3144.94	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	IYDOJBGJWY9T8XKCSX06	08/09/2019	08/10/2020	1,769	5,163,640	2918.65	201,382		232,834		232,834	31,452							

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23		
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Un-discounted Premium (Received) Paid	Current Year Initial Cost of Un-discounted Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)		
SPX/CS/200810/2918.65-3174.03	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	08/09/2019	08/10/2020	1,741	5,082,813	2918.65		217,036		251,745		251,745	34,709								
SPX/CS/200825/2847.11-3067.76	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	08/23/2019	08/25/2020	2,184	6,217,119	2847.11		248,685		306,771		306,771	58,086								
SPX/CS/200825/2847.11-3096.23	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	MorganStanley	08/23/2019	08/25/2020	2,824	8,040,966	2847.11		351,390		440,291		440,291	88,901								
SPX/CS/200910/2979.39-3180.50	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/10/2019	09/10/2020	1,493	4,448,539	2979.39		159,258		161,622		161,622	2,364								
SPX/CS/200910/2979.39-3187.95	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/10/2019	09/10/2020	528	1,571,840	2979.39		58,158		58,784		58,784	626								
SPX/CS/200910/2979.39-3203.14	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/10/2019	09/10/2020	2,003	5,968,005	2979.39		232,155		235,723		235,723	3,568								
SPX/CS/200925/2984.87-3186.35	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/25/2019	09/25/2020	2,917	8,706,260	2984.87		317,778		314,286		314,286	(3,493)								
SPX/CS/200925/2984.87-3193.81	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/25/2019	09/25/2020	462	1,379,826	2984.87		52,019		51,282		51,282	(738)								
SPX/CS/200925/2984.87-3209.08	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	SunTrust Bank	09/25/2019	09/25/2020	1,685	5,030,538	2984.87		200,215		197,463		197,463	(2,753)								
SPX/AVGCS/191108/10/2781.01-3079.79	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	11/09/2018	11/08/2019	186	518,408	2781.01	19,803			12,646		12,646	10,451								
SPX/AVGCS/200409/10/2888.21-3141.66	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	04/10/2019	04/09/2020	186	537,465	2888.21		17,091		17,277		17,277	185								
SPX/AVGCS/200424/25/2926.17-3183.38	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	04/25/2019	04/24/2020	187	547,699	2926.17		17,033		12,990		12,990	(4,043)								
SPX/AVGCS/200610/10/2886.73-3143.97	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	06/10/2019	06/10/2020	205	591,998	2886.73		19,536		23,944		23,944	4,408								
SPX/CS/191025/2705.57-2942.39	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	10/25/2018	10/25/2019	2,677	7,243,072	2705.57	323,765			557,942		557,942	400,777								
SPX/CS/191108/2781.01-3024.37	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	11/09/2018	11/08/2019	3,726	10,362,848	2781.01	461,147			684,174		684,174	518,044								
SPX/CS/191108/2781.01-3052.16	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Citibank, National Association	11/09/2018	11/08/2019	2,524	7,019,549	2781.01	338,342			493,861		493,861	375,162								
SPX/CS/200124/2664.76-2897.93	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	01/25/2019	01/24/2020	4,438	11,825,947	2664.76		510,881		831,461		831,461	320,580								
SPX/CS/200124/2664.76-2924.57	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	01/25/2019	01/24/2020	3,079	8,204,396	2664.76		383,966		636,140		636,140	252,174								
SPX/CS/200409/2888.21-3140.93	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Royal Bank of Canada	04/10/2019	04/09/2020	1,629	4,703,531	2888.21		201,311		241,653		241,653	40,341								
SPX/CS/200409/2888.21-3205.91	Indexed Universal Life Insurance	Annual Exh 5 Reserves	Equity	Wells Fargo Bank, National Association	04/10/2019	04/09/2020	287	829,477	2888.21		40,644		49,029		49,029	8,385								
0139999999. Subtotal - Purchased Options - Hedging Other - Other										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131					XXX	XXX		
0149999999. Subtotal - Purchased Options - Hedging Other										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131						XXX	XXX	
0219999999. Subtotal - Purchased Options - Replications														XXX								XXX	XXX	
0289999999. Subtotal - Purchased Options - Income Generation														XXX								XXX	XXX	
0359999999. Subtotal - Purchased Options - Other														XXX								XXX	XXX	
0369999999. Total Purchased Options - Call Options and Warrants														XXX								XXX	XXX	
0379999999. Total Purchased Options - Put Options														XXX								XXX	XXX	

E06.2

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23		
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Un-discounted Premium (Received) Paid	Current Year Initial Cost of Un-discounted Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)		
0389999999. Total Purchased Options - Caps														XXX								XXX	XXX	
0399999999. Total Purchased Options - Floors														XXX									XXX	XXX
0409999999. Total Purchased Options - Collars														XXX									XXX	XXX
0419999999. Total Purchased Options - Other										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131						XXX	XXX	
0429999999. Total Purchased Options										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131						XXX	XXX	
0499999999. Subtotal - Written Options - Hedging Effective														XXX									XXX	XXX
0569999999. Subtotal - Written Options - Hedging Other														XXX									XXX	XXX
0639999999. Subtotal - Written Options - Replications														XXX									XXX	XXX
0709999999. Subtotal - Written Options - Income Generation														XXX									XXX	XXX
0779999999. Subtotal - Written Options - Other														XXX									XXX	XXX
0789999999. Total Written Options - Call Options and Warrants														XXX									XXX	XXX
0799999999. Total Written Options - Put Options														XXX									XXX	XXX
0809999999. Total Written Options - Caps														XXX									XXX	XXX
0819999999. Total Written Options - Floors														XXX									XXX	XXX
0829999999. Total Written Options - Collars														XXX									XXX	XXX
0839999999. Total Written Options - Other														XXX									XXX	XXX
0849999999. Total Written Options														XXX									XXX	XXX
0909999999. Subtotal - Swaps - Hedging Effective														XXX									XXX	XXX
0969999999. Subtotal - Swaps - Hedging Other														XXX									XXX	XXX
1029999999. Subtotal - Swaps - Replication														XXX									XXX	XXX
1089999999. Subtotal - Swaps - Income Generation														XXX									XXX	XXX
1149999999. Subtotal - Swaps - Other														XXX									XXX	XXX
1159999999. Total Swaps - Interest Rate														XXX									XXX	XXX
1169999999. Total Swaps - Credit Default														XXX									XXX	XXX
1179999999. Total Swaps - Foreign Exchange														XXX									XXX	XXX
1189999999. Total Swaps - Total Return														XXX									XXX	XXX
1199999999. Total Swaps - Other														XXX									XXX	XXX
1209999999. Total Swaps														XXX									XXX	XXX
1269999999. Subtotal - Forwards														XXX									XXX	XXX
1399999999. Subtotal - Hedging Effective														XXX									XXX	XXX
1409999999. Subtotal - Hedging Other										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131						XXX	XXX	
1419999999. Subtotal - Replication														XXX									XXX	XXX
1429999999. Subtotal - Income Generation														XXX									XXX	XXX
1439999999. Subtotal - Other														XXX									XXX	XXX
1449999999 - Totals										4,139,558	10,460,525		20,652,965	XXX	20,652,965	7,621,131						XXX	XXX	

(a)	Code	Description of Hedged Risk(s)
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(b)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period
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E06.3

SCHEDULE DB - PART B - SECTION 1

Futures Contracts Open as of the Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	Highly Effective Hedges			18	19	20	21	22
														15	16	17					
Ticker Symbol	Number of Contracts	Notional Amount	Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Date of Maturity or Expiration	Exchange	Trade Date	Transaction Price	Reporting Date Price	Fair Value	Book/ Adjusted Carrying Value	Cumulative Variation Margin	Deferred Variation Margin	Change in Variation Margin Gain (Loss) Used to Adjust Basis of Hedged Item	Cumulative Variation Margin for All Other Hedges	Change in Variation Margin Gain (Loss) Recognized in Current Year	Potential Exposure	Hedge Effectiveness at Inception and at Quarter-end (b)	Value of One (1) Point
1329999999. Subtotal - Long Futures																				XXX	XXX
ES29 Index	322	47,953,850	DEC 19 EMINI S&P500	General Business	N/A	Equity/Index	12/20/2019	CME	09/19/2019	3,008.4600	2,979.0000	370,729	370,729	370,729					2,028,600		50
1349999999. Subtotal - Short Futures - Hedging Other																					
1389999999. Subtotal - Short Futures																					
1399999999. Subtotal - Hedging Effective																					
1409999999. Subtotal - Hedging Other																					
1419999999. Subtotal - Replication																					
1429999999. Subtotal - Income Generation																					
1439999999. Subtotal - Other																					
1449999999 - Totals																					

Broker Name	Beginning Cash Balance	Cumulative Cash Change	Ending Cash Balance
Total Net Cash Deposits			

(a)

Code	Description of Hedged Risk(s)

(b)

Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period

SCHEDULE DB - PART D - SECTION 1

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1 Description of Exchange, Counterparty or Central Clearinghouse	2 Master Agreement (Y or N)	3 Credit Support Annex (Y or N)	4 Fair Value of Acceptable Collateral	5 Book/Adjusted Carrying Value			6 Fair Value			11 Potential Exposure	12 Off-Balance Sheet Exposure
				5 Contracts With Book/Adjusted Carrying Value >0	6 Contracts With Book/Adjusted Carrying Value <0	7 Exposure Net of Collateral	8 Contracts With Fair Value >0	9 Contracts With Fair Value <0	10 Exposure Net of Collateral		
0199999999 - Aggregate Sum of Exchange Traded Derivatives	XXX	XXX	XXX	370,729		370,729	370,729		370,729	2,028,600	2,028,600
Bank of America, National Association-NY	Y	Y	2,530,000	2,195,913			2,195,913				
Deutsche Bank (London)	Y	Y		516,394		516,394	516,394		516,394		
Goldman Sachs International	Y	Y	480,000	442,655			442,655				
Scotia Bank	Y	Y	2,587,000	3,082,978		495,978	3,082,978		495,978		
SunTrust Bank	Y	Y	7,650,000	6,085,981			6,085,981				
Credit Suisse	Y	Y	1,050,000	1,030,637			1,030,637				
Wells Fargo Bank, National Association	Y	Y	3,540,000	2,825,603			2,825,603				
Royal Bank of Canada	Y	Y	590,000	1,105,357		515,357	1,105,357		515,357		
Morgan Stanley	Y	Y	1,570,000	1,562,807			1,562,807				
Barclays Bank PLC (London)	Y	Y		875,694		875,694	875,694		875,694		
BNP PARIBAS	Y	Y		218,892		218,892	218,892		218,892		
Societe Generale	Y	Y		216,193		216,193	216,193		216,193		
Citibank, National Association	Y	Y		493,861		493,861	493,861		493,861		
0299999999. Total NAIC 1 Designation			19,997,000	20,652,965		3,332,369	20,652,965		3,332,369		
0899999999. Aggregate Sum of Central Clearinghouses (Excluding Exchange Traded)											
0999999999 - Gross Totals			19,997,000	21,023,694		3,703,098	21,023,694		3,703,098	2,028,600	2,028,600
1. Offset per SSAP No. 64											
2. Net after right of offset per SSAP No. 64				21,023,694							

STATEMENT AS OF SEPTEMBER 30, 2019 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE DB - PART D - SECTION 2

Collateral for Derivative Instruments Open as of Current Statement Date

Collateral Pledged by Reporting Entity

1 Exchange, Counterparty or Central Clearinghouse	2 Type of Asset Pledged	3 CUSIP Identification	4 Description	5 Fair Value	6 Par Value	7 Book/Adjusted Carrying Value	8 Maturity Date	9 Type of Margin (I, V or IV)
NONE								
019999999 - Total							XXX	XXX

Collateral Pledged to Reporting Entity

1 Exchange, Counterparty or Central Clearinghouse	2 Type of Asset Pledged	3 CUSIP Identification	4 Description	5 Fair Value	6 Par Value	7 Book/Adjusted Carrying Value	8 Maturity Date	9 Type of Margin (I, V or IV)
Bank of America, National Association-NY	Cash	B4TYDEB6GKMZ0031MB27		2,530,000		XXX		IV
Deutsche Bank (London)	Cash	7LTFZY1CNSX8D621K86				XXX		IV
Goldman Sachs International	Cash	784F5XWPLTWKTBV3E584		480,000		XXX		IV
Scotia Bank	Cash	L319ZG2KFGXZ61BMYR72		2,587,000		XXX		IV
SunTrust Bank	Cash	1YDQJBGJWY9T8XKCSX06		7,650,000		XXX		IV
Credit Suisse	Cash	E58DKGMJYYYJLN8C3868		1,050,000		XXX		IV
Wells Fargo Bank, National Association	Cash	KB1H1DSPRFMYMCFXT09		3,540,000		XXX		IV
Royal Bank of Canada	Cash	ES71P3U3RH1GC71XBU11		590,000		XXX		IV
Morgan Stanley	Cash	87GQIMVDQLFKA70QJXC56		1,570,000		XXX		IV
Barclays Bank PLC (London)	Cash	G5GSEF7VJP517QUK5573				XXX		IV
BNP PARIBAS	Cash	213800R6GF7V2D0CII37				XXX		IV
Societe Generale	Cash	01KLU6X1B10IK7X42C15				XXX		IV
Citibank, National Association	Cash	E570DZVZ7FF32TIEFA76				XXX		IV
029999999 - Total				19,997,000		XXX	XXX	XXX

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

N O N E

