

QUARTERLY STATEMENT

OF THE

First Allmerica Financial Life Insurance Company

TO THE

Insurance Department

OF THE

STATE OF

**FOR THE QUARTER ENDED
MARCH 31, 2024**

LIFE, ACCIDENT AND HEALTH

FRATERNAL BENEFIT SOCIETIES

2024



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

QUARTERLY STATEMENT

AS OF MARCH 31, 2024

OF THE CONDITION AND AFFAIRS OF THE

First Allmerica Financial Life Insurance Company

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

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 and 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 Brighton, MA, US 02135
(Street and Number) (City or Town, State, Country and Zip Code)
800-457-8803 (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 Brighton, MA, US 02135
(Street and Number) (City or Town, State, Country and Zip Code)
800-457-8803 (Area Code) (Telephone Number)

Internet Website Address www.globalatlantic.com

Statutory Statement Contact Carrie Jo Thomas 515-393-3690
(Name) (Area Code) (Telephone Number)
carrie.thomas@gafg.com 508-460-2401
(E-mail Address) (FAX Number)

OFFICERS

President & Chairman Manu Sareen Chief Financial Officer David Allen Jacoby
Co-President, Individual Markets Robert Michael Arena Jr. VP, Co-Secretary Carrie Jo Thomas

OTHER

- List of other officers including Anup Agarwal, Peter Charles Carlson, Kevin Anthony Felix, Risa Beth Gordon, Brian Michael Hendry, Jason Kao, Hanben Kim Lee, Tonya Rachelle Maxwell, Andrew Chilson Morse, Daniel Patrick O'Shea, Peggy Hiu Poon, Edward Michael Root, Lauren Taylor Scott, Whitney Elizabeth Sparks, Alireza Vaseghi, Natalya Vasilyevna Belonozhko, Robert James Egan, Susan Lorraine Fiengo, Jane Spanier Grosso, Leah Marie Hoppe, Kevin Michael Kimmerling, Emily Anne LeMay, Juan Ignacio Mazzini, Barrie Ribet Moskovich, Sarah Marie Patterson, Samuel Ramos, Kelly June Rutherford, Andrew Mead Shainberg, Cheryl Renae Tibbits, Christian Paul Walk #, Jason Alexander Bickler, Padma Elmgart, Kathryn Lauren Freund, Jonathan Hecht, Douglas Robert Jaworski, Victoria May Lau, Justin David MacNeil, Woolf Norman Milner #, Paula Genevieve Nelson, Michael Ryan Paulousky, Scott Joseph Robidoux, Erin Christine Schwerzmann, Gary Phillip Silber, Eric David Todd.

DIRECTORS OR TRUSTEES

Robert Michael Arena Jr. Hanben Kim Lee Paula Genevieve Nelson
Manu Sareen 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.

DocuSigned by: Manu Sareen
8A4C3A9789F14BA
Manu Sareen
President

DocuSigned by: Carrie Jo Thomas
01B833D5A37F407
Carrie Jo Thomas
VP, Co-Secretary

DocuSigned by: David Allen Jacoby
3036D7DB18A84AB
David Allen Jacoby
Chief Financial Officer

Subscribed and sworn to before me this 23rd day of April, 2024
Jennifer Coggins

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



STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company

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	11,338,854,623		11,338,854,623	10,843,453,659
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	3,091,100		3,091,100	3,091,100
3. Mortgage loans on real estate:				
3.1 First liens	1,779,549,370		1,779,549,370	1,222,049,105
3.2 Other than first liens.....	59,922,483		59,922,483	59,863,565
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 (\$ 18,902,869), cash equivalents (\$588,236,191) and short-term investments (\$95,494,422)	702,633,482		702,633,482	1,841,280,266
6. Contract loans (including \$ premium notes)	544,644,459	3,723,543	540,920,916	536,812,897
7. Derivatives				
8. Other invested assets	26,343,083		26,343,083	24,201,826
9. Receivables for securities	99,904,163		99,904,163	98,129,463
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	14,554,942,763	3,723,543	14,551,219,220	14,628,881,881
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	143,064,491		143,064,491	139,130,781
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	747,663	316,628	431,035	381,875
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	1,422,999		1,422,999	1,437,192
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	19,251,170		19,251,170	21,267,032
16.2 Funds held by or deposited with reinsured companies	564,500,741		564,500,741	567,084,821
16.3 Other amounts receivable under reinsurance contracts	138,801,824	413,642	138,388,182	115,210,939
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	40,973,804		40,973,804	30,884,635
18.2 Net deferred tax asset	145,493,149	128,058,057	17,435,092	17,656,740
19. Guaranty funds receivable or on deposit	34,493		34,493	34,493
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	125,866	125,866		
25. Aggregate write-ins for other than invested assets	52,032,582	32,515,131	19,517,451	15,662,742
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	15,661,391,545	165,152,867	15,496,238,678	15,537,633,131
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	120,767,838		120,767,838	113,750,881
28. Total (Lines 26 and 27)	15,782,159,383	165,152,867	15,617,006,516	15,651,384,012
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. Admitted Disallowed IMR	43,278,289	32,485,396	10,792,893	9,786,636
2502. Amounts recoverable from distribution channels	5,718,674		5,718,674	5,747,886
2503. Service Fee receivable	3,006,674	790	3,005,884	128,220
2598. Summary of remaining write-ins for Line 25 from overflow page	28,945	28,945		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	52,032,582	32,515,131	19,517,451	15,662,742

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ 1,863,322,955 less \$ included in Line 6.3 (including \$ 18,397,167 Modco Reserve)	1,863,322,955	1,875,645,855
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)		
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	280,008,008	286,322,536
4. Contract claims:		
4.1 Life	19,958,584	17,836,331
4.2 Accident and health		
5. Policyholders' dividends/refunds to members \$ 267,886 and coupons \$ due and unpaid	267,886	266,354
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)	45,906	98,254
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	51,615	50,364
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 \$ 193,322,269 assumed and \$ 134,088,227 ceded	327,410,496	221,107,354
9.4 Interest Maintenance Reserve		
10. Commissions to agents due or accrued-life and annuity contracts \$ 517,104 , accident and health \$ and deposit-type contract funds \$	517,104	500,407
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued	3,909,406	12,303,368
13. Transfers to Separate Accounts due or accrued (net) (including \$ 967,429 accrued for expense allowances recognized in reserves, net of reinsured allowances)	(1,543,750)	(1,644,068)
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	(909,038)	(582,005)
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses)		
15.2 Net deferred tax liability		
16. Unearned investment income	928,289	890,306
17. Amounts withheld or retained by reporting entity as agent or trustee	99,701	99,323
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	321,072	15,786,425
20. Net adjustment in assets and liabilities due to foreign exchange rates		
21. Liability for benefits for employees and agents if not included above		
22. Borrowed money \$ and interest thereon \$		
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve	44,004,532	39,087,289
24.02 Reinsurance in unauthorized and certified (\$) companies		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$) reinsurers	11,474,491,853	11,696,478,485
24.04 Payable to parent, subsidiaries and affiliates	7,030,162	6,054,122
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans		
24.07 Funds held under coinsurance	1,227,278,603	1,227,311,634
24.08 Derivatives	128,734	
24.09 Payable for securities	110,630,934	683,064
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	4,616,564	3,965,429
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	15,362,569,616	15,402,260,827
27. From Separate Accounts Statement	120,767,838	113,750,881
28. Total liabilities (Lines 26 and 27)	15,483,337,454	15,516,011,708
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	349,062,043	349,062,043
34. Aggregate write-ins for special surplus funds	13,042,893	12,036,635
35. Unassigned funds (surplus)	(233,435,884)	(230,726,384)
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)	128,669,052	130,372,294
38. Totals of Lines 29, 30 and 37	133,669,062	135,372,304
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	15,617,006,516	15,651,384,012
DETAILS OF WRITE-INS		
2501. Funds withheld other liabilities	3,583,278	3,650,268
2502. Other liabilities	1,033,286	315,161
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	4,616,564	3,965,429
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. Admitted Disallowed IMR	10,792,893	9,786,635
3402. Contingency reserves	2,250,000	2,250,000
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page		
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)	13,042,893	12,036,635

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	20,931,369	8,791,670	1,017,329,960
2. Considerations for supplementary contracts with life contingencies	27,785	17,403	48,549
3. Net investment income	197,176,605	68,376,271	364,927,097
4. Amortization of Interest Maintenance Reserve (IMR)	(1,103,990)	412,686	(1,111,409)
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	16,388,652	(16,541,606)	1,812,162,651
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	11,148,443	6,298,567	22,405,483
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	12,121,276	16,029,057	81,224,275
9. Totals (Lines 1 to 8.3)	256,690,140	83,384,048	3,296,986,606
10. Death benefits	8,827,637	4,667,243	12,447,716
11. Matured endowments (excluding guaranteed annual pure endowments)	1,389	102	1,002
12. Annuity benefits	13,490,079	6,332,190	30,063,503
13. Disability benefits and benefits under accident and health contracts	16,141	15,602	65,645
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	37,730,275	23,780,318	114,803,763
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	231,757	(303,644)	3,140,015
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	(12,322,900)	(9,531,886)	895,810,664
20. Totals (Lines 10 to 19)	47,974,378	24,959,925	1,056,332,308
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	121,100	167,469	617,828
22. Commissions and expense allowances on reinsurance assumed	15,195,601	(21,017,135)	1,900,055,676
23. General insurance expenses and fraternal expenses	3,487,223	435,693	12,054,854
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,047,507	878,197	2,748,429
25. Increase in loading on deferred and uncollected premiums	(76,191)	(67,600)	112,063
26. Net transfers to or (from) Separate Accounts net of reinsurance	(1,225,788)	(426,548)	(11,861,309)
27. Aggregate write-ins for deductions	193,744,954	81,878,616	356,350,977
28. Totals (Lines 20 to 27)	260,268,784	86,808,617	3,316,410,826
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(3,578,644)	(3,424,569)	(19,424,219)
30. Dividends to policyholders and refunds to members	29,147	(2,223)	93,414
31. Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes (Line 29 minus Line 30)	(3,607,791)	(3,422,346)	(19,517,633)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(11,749,479)	(4,366,065)	(36,368,726)
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)	8,141,688	943,719	16,851,093
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 1,488,939 (excluding taxes of \$ 749,460 transferred to the IMR)	(1,843,901)	(1,392,910)	(9,279,534)
35. Net income (Line 33 plus Line 34)	6,297,787	(449,191)	7,571,559
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	135,372,304	89,671,363	89,671,363
37. Net income (Line 35)	6,297,787	(449,191)	7,571,559
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ 11,962	145,188	(1,487,898)	(1,771,881)
39. Change in net unrealized foreign exchange capital gain (loss)	(233,523)		
40. Change in net deferred income tax	(7,319,353)	(1,920,438)	(8,803,204)
41. Change in nonadmitted assets	8,255,915	5,329,477	(159,379,843)
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	(4,917,243)	(1,492,512)	(16,543,875)
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		27,000,000	202,000,000
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance	(3,932,013)	(1,319,171)	22,463,785
52. Dividends to stockholders			
53. Aggregate write-ins for gains and losses in surplus			164,400
54. Net change in capital and surplus for the year (Lines 37 through 53)	(1,703,242)	25,660,267	45,700,941
55. Capital and surplus, as of statement date (Lines 36 + 54)	133,669,062	115,331,630	135,372,304
DETAILS OF WRITE-INS			
08.301. Mortality fee income	7,327,434	7,533,684	21,369,335
08.302. Net ceded and assumed adjustment to IMR	4,658,040	4,825,661	63,791,435
08.303. Miscellaneous income	493,504	615,546	261,639
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	(357,702)	3,054,166	(4,198,134)
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	12,121,276	16,029,057	81,224,275
2701. Funds withheld ceded net investment income	173,129,976	55,413,174	303,444,718
2702. Net change in deposit liabilities	13,988,455	14,853,391	36,194,337
2703. Miscellaneous expense	6,626,523	11,612,051	16,711,922
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	193,744,954	81,878,616	356,350,977
5301. Prior Year Adjustment			164,400
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)			164,400

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	45,516,649	18,962,189	857,384,160
2. Net investment income	172,444,330	67,180,666	331,710,051
3. Miscellaneous income	(4,768,772)	8,325,030	667,892,945
4. Total (Lines 1 to 3)	213,192,207	94,467,885	1,856,987,156
5. Benefit and loss related payments	(50,143,978)	(32,140,520)	22,642,434
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(1,326,106)	(520,927)	(12,241,188)
7. Commissions, expenses paid and aggregate write-ins for deductions	226,363,354	69,752,551	583,553,673
8. Dividends paid to policyholders	79,963	55,025	101,565
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	578,088	877,141	138,887,548
10. Total (Lines 5 through 9)	175,551,321	38,023,270	732,944,032
11. Net cash from operations (Line 4 minus Line 10)	37,640,886	56,444,615	1,124,043,124
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	410,420,129	120,933,850	4,199,440,108
12.2 Stocks			
12.3 Mortgage loans	40,135,447	143,124	100,220,605
12.4 Real estate			
12.5 Other invested assets	483,957	20,815	20,635,928
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	72,019		(44,743)
12.7 Miscellaneous proceeds	108,218,294	154,314,903	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	559,329,846	275,412,692	4,320,251,898
13. Cost of investments acquired (long-term only):			
13.1 Bonds	879,273,506	346,082,530	2,918,193,694
13.2 Stocks			1,546,200
13.3 Mortgage loans	600,330,216	31,332,863	1,113,877,584
13.4 Real estate			
13.5 Other invested assets	2,242,581	14,584,844	43,775,874
13.6 Miscellaneous applications		40,506	97,642,827
13.7 Total investments acquired (Lines 13.1 to 13.6)	1,481,846,303	392,040,743	4,175,036,179
14. Net increase (or decrease) in contract loans and premium notes	4,122,617	15,175	2,311,087
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(926,639,074)	(116,643,226)	142,904,632
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		27,000,000	202,000,000
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities	(6,314,528)	(3,086,104)	13,603,246
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(243,334,068)	(101,444,732)	(33,248,451)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(249,648,596)	(77,530,836)	182,354,795
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)	(1,138,646,784)	(137,729,447)	1,449,302,551
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	1,841,280,266	391,977,714	391,977,714
19.2 End of period (Line 18 plus Line 19.1)	702,633,482	254,248,267	1,841,280,266

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

20.0001. Paid in Kind Interest -bonds	(4,551)		
20.0002. Paid in kind interest mortgages	(7,312)		
20.0003. Paid in kind interest other invested assets	(223,062)		
20.0004. Non cash investment transactions - bonds			(16,952,156)
20.0005. Non cash investment transactions - mortgages	(22,466,076)		(12,819,848)
20.0006. Non cash investment transactions - OIA			(695,513)
20.0007. Bonds received to settle reinsurance transactions			(7,358,806,886)
20.0008. Assumed premiums from reinsurance transactions			9,731,007,102
20.0009. Assumed accrued investment income to settle reinsurance transactions			(67,799,812)

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company

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

20.0010. Non cash assumed commission .....	.....	.....	(1,748,112,117)
20.0011. Assumed contract loans from reinsurance transactions .....	.....	.....	(445,042,358)
20.0012. Ceded premiums from reinsurance transactions .....	.....	.....	(9,552,043,722)
20.0013. Non cash ceded commissions .....	.....	25,375,958	1,225,379,666
20.0014. FWH payable and deposit assets on reinsurance ceded .....	.....	(25,375,958)	8,326,664,056
20.0015. Mortgage received to settle reinsurance transactions .....	.....	.....	(111,245,928)

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. Individual life	12,682,072	13,515,658	39,867,569
2. Group life	779,454	835,523	2,965,592
3. Individual annuities	28,230	22,576	182,284
4. Group annuities	45,114	63,210	1,083,169
5. Accident & health	10,174	10,630	40,417
6. Fraternal			
7. Other lines of business			
8. Subtotal (Lines 1 through 7)	13,545,044	14,447,597	44,139,031
9. Deposit-type contracts			
10. Total (Lines 8 and 9)	13,545,044	14,447,597	44,139,031

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 #	03/31/2024	12/31/2023
Net Income					
(1) State basis (Page 4, Line 35, Columns 1 & 3)	XXX	XXX	XXX	\$ 6,297,787	\$ 7,571,559
(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	\$ 6,297,787	\$ 7,571,559
Surplus					
(5) State basis (Page 3, Line 38, Columns 1 & 2)	XXX	XXX	XXX	\$ 133,669,062	\$ 135,372,304
(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	\$ 133,669,062	\$ 135,372,304

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.
- (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) Investments in common stocks of subsidiaries, controlled and affiliated entities are carried at the Company's share of underlying GAAP equity.
- (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 - No Significant Changes

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
- E. Subcomponents and Calculation of Adjusted Surplus and Total Admitted Goodwill - None

4. Discontinued Operations

The Company does not have any discontinued operations.

5. Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

- (1) The maximum and minimum lending rates for mortgage loans invested in during 2024 were 13.50% and 1.88%, respectively.
- (2) Maximum percentage of any one loan to the value of security at the time of the loan, exclusive of guaranteed or purchase money mortgages was 100.00%.
- (3) Taxes, assessments and any amounts advanced and not included in mortgage loan total - None

Notes to the Financial Statements

5. Investments (Continued)

(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		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Recorded Investment (All)							
(a) Current	\$	\$	\$ 1,115,267,961	\$	\$ 638,806,204	\$ 59,922,483	\$ 1,813,996,648
(b) 30 - 59 days past due			21,210,529				21,210,529
(c) 60 - 89 days past due			2,048,861				2,048,861
(d) 90 - 179 days past due			1,930,776				1,930,776
(e) 180+ days past due			285,039				285,039
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	\$	\$	\$ 711,614,986	\$	\$ 497,957,208	\$ 59,863,565	\$ 1,269,435,759
(b) 30 - 59 days past due			9,416,846				9,416,846
(c) 60 - 89 days past due			2,599,253				2,599,253
(d) 90 - 179 days past due			429,832				429,832
(e) 180+ days past due			30,980				30,980
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

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

	Residential			Commercial		Mezzanine	Total
	Farm	Insured	All Other	Insured	All Other		
a. Current Year							
1. Average recorded investment	\$	\$	\$ 48,272	\$	\$	\$	\$ 48,272
2. Interest income recognized			792				792
3. Recorded investments on nonaccrual status			2,215,815				2,215,815
4. Amount of interest income recognized using a cash-basis method of accounting			48,085				48,085
b. Prior Year							
1. Average recorded investment	\$	\$	\$ 48,687	\$	\$	\$	\$ 48,687
2. Interest income recognized			2,449				2,449
3. Recorded investments on nonaccrual status			460,812				460,812
4. Amount of interest income recognized using a cash-basis method of accounting			44,789				44,789

(7) Allowance for credit losses - Not Applicable

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

(9) The Company recognizes interest income on its impaired loans upon receipt.

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 Statement of Statutory Accounting Principles ("SSAP") 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 has recognized an OTTI charge on loan-backed securities of \$7,557 and \$1,472,850 as of March 31, 2024 and December 31, 2023, respectively.

(2) Loan-backed and structured securities with a recognized other-than-temporary impairment (OTTI) - Not Applicable

(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

(1)	(2)	(3)	(4)	(5)	(6)	(7)
CUSIP	Book/Adjusted Amortized Cost Before Current Period OTTI	Present Value of Projected Cash Flows	Recognized OTTI	Amortized Cost After OTTI	Fair Value at Time of OTTI	Date of Financial Statement Where Reported
12566XAK4	\$ 166,045	\$ 158,487	\$ 7,557	\$ 158,487	\$ 150,822	03/31/2024
Total			\$ 7,557			

(4) All impaired securities for which an OTTI has not been recognized in earnings as a realized loss

a. The aggregate amount of unrealized losses:

1. Less than 12 months..... \$ (3,079,380)
2. 12 months or longer..... (20,556,350)

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

1. Less than 12 months..... \$ 364,436,459
2. 12 months or longer..... 261,752,562

(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 e) 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

Notes to the Financial Statements

5. Investments (Continued)

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

L. Restricted Assets

(1) Restricted assets (including pledged)

Restricted Asset Category	Gross (Admitted & Nonadmitted) Restricted							Current Year			
	Current Year							Current Year			
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)
	Total General Account (G/A)	G/A Supporting Separate Account (S/A) Activity	Total S/A Restricted Assets	S/A Assets Supporting G/A Activity	Total (1 + 3)	Total From Prior Year	Increase / (Decrease) (5 - 6)	Total Nonadmitted Restricted	Total Admitted Restricted (5-8)	Gross (Admitted & Nonadmitted) Restricted to Total Assets, %	Admitted Restricted to Total Admitted Assets, %
a. Subject to contractual obligation for which liability is not shown	\$	\$	\$	\$	\$	\$	\$	\$	\$	%	%
b. Collateral held under security lending agreements											
c. Subject to repurchase agreements											
d. Subject to reverse repurchase agreements											
e. Subject to dollar repurchase agreements											
f. Subject to dollar reverse repurchase agreements											
g. Placed under option contracts											
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock											
i. FHLB capital stock	3,091,100				3,091,100	3,091,100	-		3,091,100	0.020	0.020
j. On deposit with states	12,199,082				12,199,082	12,220,509	(21,427)		12,199,082	0.077	0.078
k. On deposit with other regulatory bodies											
l. Pledged as collateral to FHLB (including assets backing funding agreements)											
m. Pledged as collateral not captured in other categories											
n. Other restricted assets											
o. Total restricted assets (Sum of a through n)	\$ 15,290,182	\$	\$	\$	\$ 15,290,182	\$ 15,311,609	\$ (21,427)	\$	\$ 15,290,182	0.097 %	0.098 %

(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) - None

(3) Detail of other restricted assets (contracts that share similar characteristics, such as reinsurance and derivatives, are reported in the aggregate) - Not Applicable

(4) Collateral received and reflected as assets within the reporting entity's financial statements - Not Applicable

M. Working Capital Finance Investments - Not Applicable

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

O. 5GI Securities

Investment	Number of 5GI Securities		Aggregate BACV		Aggregate Fair Value	
	03/31/2024	12/31/2023	03/31/2024	12/31/2023	03/31/2024	12/31/2023
(1) Bonds - amortized cost	-		\$	\$	\$	\$
(2) LB & SS - amortized cost	1	1	406,048	152,269	402,187	150,479
(3) Preferred stock - amortized cost						
(4) Preferred stock - fair value						
(5) Total (1+2+3+4)	1	1	\$ 406,048	\$ 152,269	\$ 402,187	\$ 150,479

P. Short Sales - Not Applicable

Notes to the Financial Statements

5. Investments (Continued)

Q. Prepayment Penalty and Acceleration Fees

	General Account	Separate Account
(1) Number of CUSIPs	-	-
(2) Aggregate amount of investment income	\$ -	\$ -

R. Reporting Entity's Share of Cash Pool by Asset type - Not Applicable

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 has no investments in joint venture, partnerships or limited liability companies that exceeded 10% of total admitted assets as of March 31, 2024 and December 31, 2023, respectively.

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 that would justify the carrying value of the investment. The Company did not have any impairments in joint ventures, partnerships, or limited liability companies as of March 31, 2024 and December 31, 2023, respectively.

7. Investment Income

The Company did not have due and accrued income over 90 days past due that was excluded from surplus as of March 31, 2024 and December 31, 2023, respectively.

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

	Interest Income Due and Accrued	Amount
1. Gross	\$ 143,064,491	143,064,491
2. Nonadmitted	\$ -	-
3. Admitted	\$ 143,064,491	143,064,491

D. The aggregate deferred interest - None

E. The cumulative amounts of paid-in-kind (PIK) interest included in the current principal balance

	Amount
Cumulative amounts of PIK interest included in the current principal balance	\$ 235,982

8. Derivative Instruments

A. Derivatives under SSAP No. 86 - Derivatives

- (1) 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 general business risk. The Company receives collateral from its derivative counterparties to limit the risk of nonperformance by the counterparties.
- (2) The Company holds equity futures to hedge general business risks associated with equity markets. The total carrying value of derivative assets were \$0 and \$0 as of March 31, 2024 and December 31, 2023, respectively.
- (3) 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. Realized gains/losses are recorded at the option expiration date.
- (4) Derivative contracts with financing premiums - Not Applicable
- (5) Net gain or loss recognized - Not Applicable
- (6) Net gain or loss recognized from derivatives no longer qualifying for hedge accounting - Not Applicable
- (7) Derivatives accounted for as cash flow hedges of a forecasted transaction - Not Applicable
- (8) Premium Cost for Derivative Contracts - Not Applicable
- (9) Derivative Component Values - None

B. Derivatives under SSAP No. 108 - Derivative Hedging Variable Annuity Guarantees (Life/Fraternal Only) - Not Applicable

9. Income Taxes - No Significant Changes

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

A. Nature of Relationships

On February 1, 2021, KKR & Co. Inc. ("KKR") indirectly acquired a majority interest in the Company following the merger of Global Atlantic Financial Group Limited ("GAFGL") and Magnolia Merger Sub Limited, with GAFGL as the surviving entity of the merger transaction. Prior to the merger transaction, Magnolia Merger Sub Limited was a Bermuda exempted company, a direct wholly owned subsidiary of Magnolia Parent LLC (now known as The Global Atlantic Financial Group LLC or "TGAFGL") and an indirect subsidiary of KKR. Accordingly, TGAFGL is now the holding company of GAFGL and KKR is deemed the ultimate controlling person of FAFLIC.

The Company is organized as a stock life insurance company and is a wholly-owned direct subsidiary of Commonwealth Annuity. Commonwealth Annuity is a wholly-owned indirect subsidiary of TGAFGL, a Bermuda Company.

On January 2, 2024 KKR acquired all the remaining equity interests in Global Atlantic that KKR did not already own. As of January 2, 2024, KKR owns 100.0% of Global Atlantic.

Notes to the Financial Statements

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

The Company invests in asset backed securities and similar investments, some of which are issued by affiliated entities. Those investments are disclosed in investments schedules, and in footnote 10B, as applicable; affiliated entities and transactions are disclosed in Schedule Y. Commencing in 2022, following clarifying guidance issued by the SAPWG, the company modified its affiliated entity listing to include SPV entities which were previously classified as unaffiliated. Investments in these entities are also reflected as affiliated investments, commencing in 2022.

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

On January 18, 2024, the Company purchased \$38,000,000 of commercial mortgage loans ("CML") from its direct parent, Commonwealth Annuity, in exchange for cash.

On December 21, 2023, the Company purchased \$64,715,295 of commercial mortgage loans from Commonwealth Annuity and Life Insurance Company, its direct parent and an affiliated insurance company, in exchange for cash.

On December 21, 2023, the Company sold \$36,814,035 of commercial mortgage loans to Forethought Life Insurance Company, an affiliated insurance company, in exchange for cash.

The combined sums of the following November transactions exceed ½ of 1% of the Company's net admitted assets:

On November 2, 2023, the Company sold \$5,413,290 of unaffiliated corporate bonds to Forethought Life Insurance Company, an affiliated insurance company, in exchange for cash.

On November 29, 2023, the Company sold \$56,836,223 of unaffiliated corporate bonds to Forethought Life Insurance Company in exchange for cash.

On November 15, 2023, the Company received a \$160,000,000 capital contribution from Commonwealth Annuity and Life Insurance Company, its direct parent and an affiliated insurance company.

On October 25, 2023, the Company purchased \$34,059,879 of corporate obligations from Commonwealth Annuity and Life Insurance Company, its direct parent and an affiliated insurance company, in exchange for cash.

On May 12, 2023, Forethought Life Insurance Company, an affiliated insurance company, issued a note with a principal sum of \$50,000,000 at a rate per annum equal to 4.23%, with a maturity date of June 30, 2023 to the Company. There were no outstanding balances on the note as of March 31, 2024.

On April 25, 2023, the Company sold \$36,202,204 of corporate obligations to Forethought Life Insurance Company, an affiliated insurance company, in exchange for cash.

On April 25, 2023, the Company purchased \$44,640,703 of commercial mortgage loans from Commonwealth Annuity and Life Insurance Company, its direct parent and affiliated insurance company, in exchange for cash.

On February 21, 2023, the Company purchased \$49,940,504 of asset backed securities from Commonwealth Annuity and Life Insurance Company, its direct parent, in exchange for cash.

C. Transactions With Related Party Who Are Not Reported on Schedule Y - None

D. Amounts due to or from Related Parties

As of March 31, 2024 the Company reported a receivable from parent, subsidiaries and affiliates of \$0 and a payable of \$7,030,162. As of December 31, 2023, the Company reported a receivable from parent, subsidiaries and affiliates of \$0 and a payable of \$6,054,122. Intercompany balances are settled on a monthly basis.

E. Management, Service Contracts, Cost Sharing Arrangements

On February 1, 2021, FAFLIC entered into an investment management agreement with Kohlberg Kravis Roberts & Co. L.P., a Delaware limited partnership and KKR subsidiary. The Company recorded expenses for this agreement of \$8,122,327 and \$17,281,330 for the periods ended March 31, 2024, and December 31, 2023, respectively.

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 \$12,030,489 and \$34,034,255 for the years ended March 31, 2024 and December 31, 2023, respectively.

The Company has agreements with affiliated parties to receive and pay certain fee income and expenses related to policyholder administration of \$8,453,341 and \$12,692,078 as of March 31, 2024 and December 31, 2023, respectively and had a net \$2,213,119 and \$2,230,838 receivable at March 31, 2024 and December 31, 2023, respectively.

F. 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.

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

Notes to the Financial Statements

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

- M. All SCA Investments - Not Applicable
- N. Investment in Insurance SCAs - Not Applicable
- O. SCA and SSAP No. 48 Entity Loss Tracking - None

11. Debt

- A. Debt, Including Capital Notes - Not Applicable
- B. FHLB (Federal Home Loan Bank) Agreements

(1) The Company is a member of the Federal Home Loan Bank (FHLB) Boston. Through its membership, the Company has the ability to conduct business activity (borrowings with the FHLB). It is part of the Company's strategy to utilize these funds as a key source of liquidity and to promote liability-driven duration management. The Company has determined the actual/estimated maximum borrowing capacity as \$1,249,000,000. The Company calculated this amount in accordance with current and potential acquisitions of FHLB capital stock.

(2) FHLB capital stock

(a) Aggregate totals

	(1) Total (2+3)	(2) General Account	(3) Separate Accounts
1. Current Year			
(a) Membership stock - Class A	\$	\$	\$
(b) Membership stock - Class B	3,091,100	3,091,100	.....
(c) Activity stock	-	-	.....
(d) Excess stock	-	-	.....
(e) Aggregate total (a+b+c+d)	<u>\$ 3,091,100</u>	<u>\$ 3,091,100</u>	<u>\$</u>
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 1,249,000,000		
2. Prior Year-End			
(a) Membership stock - Class A	\$	\$	\$
(b) Membership stock - Class B	3,091,100	3,091,100	.....
(c) Activity stock	-	-	.....
(d) Excess stock	-	-	.....
(e) Aggregate total (a+b+c+d)	<u>\$ 3,091,100</u>	<u>\$ 3,091,100</u>	<u>\$</u>
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 1,243,000,000		

(b) Membership stock (class A and B) eligible and not eligible for redemption

Membership Stock	(1) Current Year Total (2+3+4+5+6)	(2) Not Eligible for Redemption	Eligible for Redemption			
			(3) Less Than 6 Months	(4) 6 Months to Less Than 1 Year	(5) 1 to Less Than 3 Years	(6) 3 to 5 Years
1. Class A	\$	\$	\$	\$	\$	\$
2. Class B	\$ 3,091,100	\$ 3,091,100	\$	\$	\$	\$

(3) Collateral pledged to FHLB

(a) Amount pledged as of reporting date

	(1) Fair Value	(2) Carrying Value	(3) Aggregate Total Borrowing
1. Current year total general and separate accounts total collateral pledged (Lines 2+3)	\$ 1,466,654	\$ 1,352,896	\$
2. Current year general account total collateral pledged	1,466,654	1,352,896	.....
3. Current year separate accounts total collateral pledged	-	-	.....
4. Prior year-end total general and separate accounts total collateral pledged	1,508,106	1,354,202	.....

(b) Maximum amount pledged during reporting period

	(1) Fair Value	(2) Carrying Value	(3) Amount Borrowed at Time of Maximum Collateral
1. Current year total general and separate accounts maximum collateral pledged (Lines 2+3)	\$ 1,508,106	\$ 1,354,202	\$
2. Current year general account maximum collateral pledged	1,508,106	1,354,202	.....
3. Current year separate accounts maximum collateral pledged	-	-	.....
4. Prior year-end total general and separate accounts maximum collateral pledged	1,553,220	1,357,949	.....

Notes to the Financial Statements

11. Debt (Continued)

(4) Borrowing from FHLB

(a) Amount as of the reporting date

	(1)	(2)	(3)	(4)
	Total (2+3)	General Account	Separate Accounts	Funding Agreements Reserves Established
1. Current Year				
(a) Debt	\$	\$	\$	XXX
(b) Funding agreements				\$
(c) Other				XXX
(d) Aggregate total (a+b+c)	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>
2. Prior Year-end				
(a) Debt	\$	\$	\$	XXX
(b) Funding agreements				\$
(c) Other				XXX
(d) Aggregate total (a+b+c)	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>

(b) Maximum amount during reporting period (current year)

	(1)	(2)	(3)
	Total (2+3)	General Account	Separate Accounts
1. Debt	\$	\$	\$
2. Funding agreements			
3. Other			
4. Aggregate total (Lines 1+2+3)	<u>\$</u>	<u>\$</u>	<u>\$</u>

(c) FHLB - Prepayment obligations

	Does the company have prepayment obligations under the following arrangements (YES/NO)?
1. Debt	NO
2. Funding agreements	NO
3. Other	NO

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
- E. Defined Contribution Plans - Not Applicable
- 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. The allocated expense for the six months ended March 31,2024 and year ended December 31, 2023 was \$149,148 and \$397,596, 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, Dividend Restrictions and Quasi-Reorganizations

- A. The Company has 1,000,000 shares authorized, 500,001 shares issues and outstanding, par value \$10.00 per share.
- B. The Company has no preferred stock outstanding.
- C. 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.
- D. As of March 31, 2024 and December 31, 2023, no dividends were paid.
- E. Within the limitations of (C) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders

Notes to the Financial Statements

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations (Continued)

- F. 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.
- G. The Company has no surplus advances.
- H. Stock Held for Special Purposes
None of the Company's stock is held for special purposes.
- I. Changes in Special Surplus Funds - Not Applicable
- J. Unassigned Funds (Surplus)
Unassigned funds (surplus) was reset to zero as of June 30, 2021, due to a quasi-reorganization described in footnote 13L. The portion of unassigned funds represented or reduced by cumulative unrealized gains and losses are \$138,426 and \$283,614, at March 31, 2024 and December 31, 2023, respectively.
- K. Company-Issued Surplus Debentures or Similar Obligations - Not Applicable
- L. Impact of Any Restatement Due to Prior Quasi-Reorganizations - Not Applicable
- M. Quasi-Reorganization pursuant to SSAP No. 72 - effective date June 30, 2021.

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 March 31, 2024 commitments to make additional investments to joint ventures, LLC's, and partnerships total \$4,499,601.
 - (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
- 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. As of December 31, 2023 the Company no longer holds reserves for costs related to certain aspects of the corrective actions agreed under the consent order.

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. The Court granted final approval on June 23, 2020. 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.

Notes to the Financial Statements

14. Liabilities, Contingencies and Assessments (Continued)

In connection with a cybersecurity incident on May 29, 2023, related to services provided to several companies by Pension Benefits Information LLC, and its use of MOVEit software ("PBI/MOVEit Incident"), The Global Atlantic Financial Group LLC or some of its affiliates have received a total of five putative class action complaints alleging failure to properly secure and safeguard customers' sensitive information. Four cases originated in United States District Court for the Southern District of New York: Clancy, Michael v. The Global Atlantic Financial Group LLC (1:23-cv-07975) filed September 8, 2023, Guzman, Marcelina v. The Global Atlantic Financial Group LLC (1:23-cv-08150) filed September 14, 2023, and Hendrix, Eudoice v. Global Atlantic Financial Company, Accordia Life and Annuity Company, Commonwealth Annuity and Life Insurance Company, First Allmerica Financial Life Insurance Company and Forethought Life Insurance Company (1:23-cv-08058) filed September 12, 2023, and Bernstein, Michael v. The Global Atlantic Financial Group LLC (1:23-cv-9868) filed in New York state court September 15, 2023. A fifth case was filed in the United States District Court for the Southern District of Indiana, but subsequently was voluntarily dismissed: Hansa v. Forethought Life Insurance Company, Global Atlantic Insurance Network LLC, and The Global Atlantic Financial Group LLC (1:23-cv-01549) filed August 28, 2023. The Company itself is currently a party only in the Hendrix case. A judicial panel consolidated certain PBI/MOVEit Incident-related litigation in an MDL and transferred the cases to the District of Massachusetts, before Judge Allison Burroughs. This order applies to all matters against The Global Atlantic Financial Group LLC and its affiliates.

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 \$0 as of March 31, 2024. Credit risk is managed by entering into transactions with creditworthy counterparties and obtaining full collaterals from counterparties of \$0 as of March 31, 2024. 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. Transfer 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 March 31, 2024 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 short equity futures classified as Level 1 in the fair value hierarchy an interest rate contracts as level 2 in the fair value hierarchy. The Company did not own any Level 3 securities carried at fair value as of March 31, 2024 and December 31, 2023.

(1) Fair value 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	\$	\$	\$	\$	\$
Separate Accounts	120,767,838				120,767,838
Total assets at fair value/NAV	\$ 120,767,838	\$	\$	\$	\$ 120,767,838
b. Liabilities at fair value					
Derivative Liabilities	\$	128,734	\$	\$	\$ 128,734
Total liabilities at fair value	\$	\$ 128,734	\$	\$	\$ 128,734

(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 March 31, 2024 and December 31, 2023, the Company had no 6 rated bonds.

Notes to the Financial Statements

20. Fair Value Measurements (Continued)

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	\$ 11,438,951,863	\$ 11,338,854,623	\$ 2,417,624,145	\$ 8,706,436,902	\$ 314,890,816	\$	\$
Mortgage Loans	1,836,207,899	1,839,471,854			1,836,207,899		
Other Invested Assets	38,597,904	26,343,083			38,597,904		816,176
Common Stock	3,091,100	3,091,100			3,091,100		
Short-Term Investments	95,314,429	95,494,422		94,880,206	434,223		
Cash and Equivalents	609,594,701	607,139,061	575,260,522	34,334,179			
Derivatives							
Total Assets	14,021,757,896	13,910,394,143	2,992,884,667	8,835,651,287	2,193,221,942		816,176
Derivative Liabilities	128,734			128,734			
Total Liabilities	128,734			128,734			

D. Not Practicable to Estimate Fair Value

As of March 31, 2024 and December 31, 2023, the Company owned 2 financial instruments that were not practicable to estimate fair value.

Type or Class of Financial Instrument	Carrying Value	Effective Interest Rate	Maturity Date	Explanation
BA Common Stock	\$ 97,497	%		1
BA Common Stock	718,679			1

Explanations

1: For our equity method investments, our carrying amount generally is our share of the net asset value of the funds or the partnerships, which approximates fair value.

E. Nature and Risk of Investments Reported at NAV - Not Applicable

21. Other Items

A. Unusual or Infrequent Items - Not Applicable

B. Troubled Debt Restructuring - Not Applicable

C. Other Disclosures

Effective November 1, 2023, the Company entered into a coinsurance agreement with the Metropolitan Life Insurance Company whereby it assumed universal life and fixed annuity business. The total assumed reserves were \$10,254,863,001. Subsequently the Company entered into retrocession agreements where reserves of \$9,485,748,276 were ceded to an affiliated party and a modified coinsurance treaty with a third-party where the company ceded \$3,658,947,906.07 of separate account reserves and \$356,831,225.98 of general account reserves.

Effective November 1, 2023, the Company entered in into a modified coinsurance agreement with the New Reinsurance Company Ltd. whereby it assumed universal life and fixed annuity business. The total assumed reserves were \$10,254,863,001. Subsequently the Company entered into retrocession agreements where reserves of \$9,485,748,276 were ceded to an affiliated party.

Effective April 1, 2023, the Company entered into a coinsurance agreement with Mutual of America Life Insurance Company whereby it assumed payout group annuities. The total assumed reserves were \$777,512,812. Subsequently the Company entered into a retrocession agreement where reserves of \$719,199,351 were ceded to an affiliated party.

Assets values of \$12,199,082 and \$12,220,509 as of March 31, 2024 and December 31, 2023, were on deposit with government authorities or trustees as required by law.

The Company previously completed a conversion to a new life insurance administration system. In a limited number of cases, as a result of the conversion, the Company is using estimates for certain policyholder balances recorded in the financial statements. Any variances to the estimates will be recorded in future periods if estimates are revised or no longer utilized.

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.

Notes to the Financial Statements

21. Other Items (Continued)

D. Business Interruption Insurance Recoveries

The Company did not have any business interruption insurance recoveries as of March 31, 2024 and December 31, 2023.

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 December 31, 2023.

	Actual Cost	Book/Adjusted Carrying Value (Excluding Interest)	Fair Value	Other-Than- Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities	\$ 7,458,410	\$ 6,261,896	\$ 8,454,441	\$
b. Commercial mortgage-backed securities				
c. Collateralized debt obligations				
d. Structured securities				
e. Equity investment in SCAs				
f. Other assets				
g. Total (a+b+c+d+e+f)	<u>\$ 7,458,410</u>	<u>\$ 6,261,896</u>	<u>\$ 8,454,441</u>	<u>\$</u>

(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 - Not Applicable

I. The Amount That Could Be Realized on Life Insurance Where the Reporting Entity is Owner and Beneficiary or Has Otherwise Obtained Rights to Control the Policy - None

22. Events Subsequent

Type I – Recognized Subsequent Events – No Type I subsequent events to report

Type II – Type II subsequent events to report.

Subsequent events have been considered through May 13, 2024.

23. Reinsurance - No Significant Changes

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

The Company does not have any retrospectively rated contracts or contract subject to redetermination.

A. Method Used to Estimate - Not Applicable

B. Method Used to Record - Not Applicable

C. Amount and Percent of Net Retrospective Premiums - Not Applicable

D. Medical Loss Ratio Rebates Required Pursuant to the Public Health Service Act - Not Applicable

E. Risk-Sharing Provisions of the Affordable Care Act (ACA)

(1) Accident and health insurance premium subject to the Affordable Care Act risk-sharing provisions

Accident and health insurance premium subject to the Affordable Care Act risk-sharing provisions

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

(2) Impact of Risk-Sharing Provisions of the Affordable Care Act on admitted assets, liabilities and revenue for the current year - Not Applicable

(3) Roll-forward of prior year ACA risk-sharing provisions for the following asset (gross of any nonadmission) and liability balances, along with the reasons for adjustments to prior year balance - Not Applicable

(4) Roll-forward of risk corridors asset and liability balances by program benefit year - Not Applicable

(5) ACA risk corridors receivable as of reporting date - Not Applicable

Notes to the Financial Statements

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

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 Contract Liabilities by Withdrawal Characteristics - No Significant Changes

33. Analysis of Life Actuarial Reserves by Withdrawal Characteristics - No Significant Changes

34. Premiums and Annuity Considerations Deferred and Uncollected - No Significant Changes

35. Separate Accounts - No Significant Changes

36. 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 [X]
- 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 [X] No []
- 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. 0001404912
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [X] No [] N/A []
If yes, attach an explanation.
On January 2, 2024, KKR indirectly acquired the remaining 36.7% of the Registrants that KKR did not already own (the "Transaction"). On December 18, 2023, the Massachusetts Division of Insurance provided a Form A exemption waiver for the Transaction. At the closing of the Transaction, Sweetbay Merger Sub LLC, a direct subsidiary of KKR Magnolia Holdings LLC and indirect subsidiary of KKR, merged with and into The Global Atlantic Financial Group LLC ("TGAFGL"), the holding company of the Registrants, with TGAFGL surviving the merger, resulting in TGAFGL becoming a wholly owned subsidiary of KKR (the "2024 Merger"). The Registrants' home office address and principal executive office address remains at 20 Guest Street, Brighton, MA 02135.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2019
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2019
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 05/26/2021
- 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 [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No []
- 8.4 If 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
REDI Global Technologies LLC.	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	Hartford, Connecticut	NO	NO	NO	YES
KKR Credit Advisors (Singapore) Pte. Ltd.	Singapore	NO	NO	NO	YES
KKR Registered Advisor LLC	New York, NY	NO	NO	NO	YES
Kohlberg Kravis Roberts & Co. L.P.	New York, NY	NO	NO	NO	YES
FS/KKR Advisor, LLC	Philadelphia, PA	NO	NO	NO	YES
KKR Credit Advisors (US) LLC	San Francisco, CA	NO	NO	NO	YES
KKR Capital Markets LLC	New York, NY	NO	NO	NO	YES
KKR Capital Markets II LLC	New York, NY	NO	NO	NO	YES

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
KKR Alternative Investment Management Unlimited Company	Dublin, Ireland .....	...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	\$ 241,830,892	\$ 269,067,235
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$ 676,479
14.25 Mortgage Loans on Real Estate	\$ 144,954,723	\$ 150,037,814
14.26 All Other	\$ 16,871,862	\$ 18,216,140
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ 403,657,477	\$ 437,997,668
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 [] N/A []
If no, attach a description with this statement.
16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. \$
- 16.2 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 \$
- 16.3 Total payable for securities lending reported on the liability page. \$

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
U.S Bank N.A	1025 Connecticut Avenue, NM Suite 517, Washington DC 20036
Bank of New York Mellon	One Wall Street, New York, NY 10286

- 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
Internal Global Atlantic Investment Team	I.....
Kohlberg Kravis Roberts & Co. L.P.	A.....
Goldman Sachs Asset Management, L.P.	U.....
MetLife Investment Management, LLC	U.....
Alliance Bernstein L.P.	U.....

- 17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e. designated with a "U") manage more than 10% of the reporting entity's invested assets?..... Yes [] No [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 invested 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
1399770	Kohlberg Kravis Roberts & Co. L.P.	K3NEK11EF7N3JVJE7V46 .....	.....	DS.....
107738	Goldman Sachs Asset Management, L.P.	5493000C7DKPYVEOMA87 .....	.....	OS.....
106998	Alliance Bernstein L.P.	0JK55UGIWSINF3X7KLQ85 .....	.....	NO.....
142463	MetLife Investment Management, LLC	549300025PYTRUFE1882 .....	.....	NO.....

- 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 [X] No []

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]

21. By assigning FE to a Schedule BA non-registered private fund, the reporting entity is certifying the following elements of each self-designated FE fund:
- a. The shares were purchased prior to January 1, 2019.
 - b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
 - c. The security had a public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO prior to January 1, 2019.
 - d. The fund only or predominantly holds bonds in its portfolio.
 - e. The current reported NAIC Designation was derived from the public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO.
 - f. The public credit rating(s) with annual surveillance assigned by an NAIC CRP has not lapsed.
- Has the reporting entity assigned FE to Schedule BA non-registered private funds that complied with the above criteria? Yes [] No [X]

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 \$..... 1,138,527,351
- 1.13 Commercial Mortgages \$..... 698,728,688
- 1.14 Total Mortgages in Good Standing \$ 1,837,256,039
- 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 \$..... 1,930,776
- 1.33 Commercial Mortgages \$.....
- 1.34 Total Mortgages with Interest Overdue more than Three Months \$ 1,930,776
- 1.4 Long-Term Mortgage Loans in Process of Foreclosure
- 1.41 Farm Mortgages \$.....
- 1.42 Residential Mortgages \$..... 285,039
- 1.43 Commercial Mortgages \$.....
- 1.44 Total Mortgages in Process of Foreclosure \$..... 285,039
- 1.5 Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2) \$ 1,839,471,854
- 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 Business Ceded	8 Type of Reinsurer	9 Certified Reinsurer Rating (1 through 6)	10 Effective Date of Certified Reinsurer Rating
NONE									

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

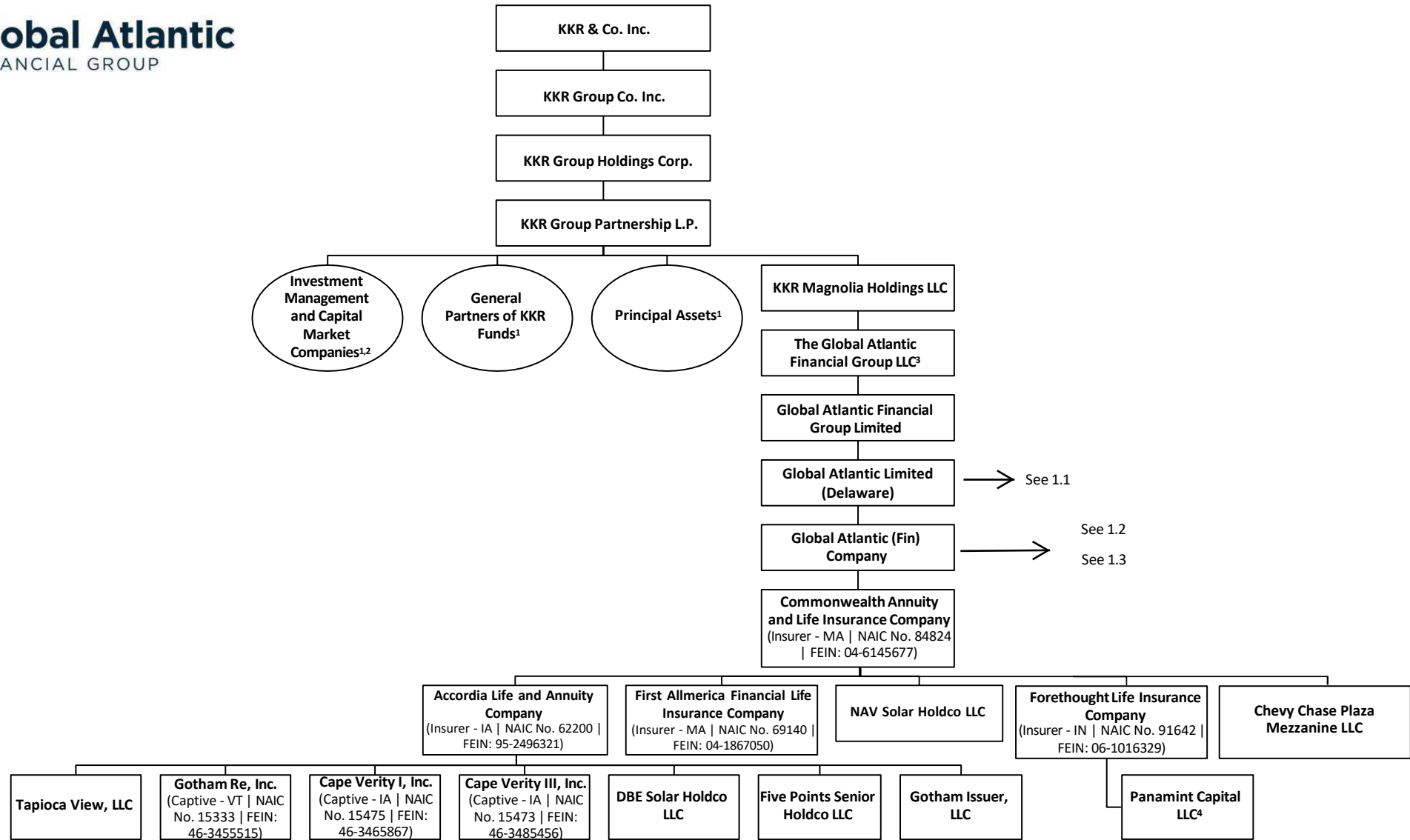
Current Year To Date - Allocated by States and Territories

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	15,640				15,640
2. Alaska	AK	L	2,175				2,175
3. Arizona	AZ	L	50,414		96		50,510
4. Arkansas	AR	L	3,132				3,132
5. California	CA	L	158,819				158,819
6. Colorado	CO	L	143,861				143,861
7. Connecticut	CT	L	102,155				102,155
8. Delaware	DE	L	61,003				61,003
9. District of Columbia	DC	L	2,790				2,790
10. Florida	FL	L	622,061				622,061
11. Georgia	GA	L	(39,838)				(39,838)
12. Hawaii	HI	L	3,135				3,135
13. Idaho	ID	L	4,077				4,077
14. Illinois	IL	L	120,846				120,846
15. Indiana	IN	L	26,637	386			27,023
16. Iowa	IA	L	11,464				11,464
17. Kansas	KS	L	4,868				4,868
18. Kentucky	KY	L	16,767				16,767
19. Louisiana	LA	L	40,864	187			41,051
20. Maine	ME	L	32,867				32,867
21. Maryland	MD	L	56,149				56,149
22. Massachusetts	MA	L	119,599				119,599
23. Michigan	MI	L	372,700				372,700
24. Minnesota	MN	L	405,384	418			405,802
25. Mississippi	MS	L	4,288				4,288
26. Missouri	MO	L	11,879	111			11,990
27. Montana	MT	L	2,283				2,283
28. Nebraska	NE	L	10,793				10,793
29. Nevada	NV	L	114,412				114,412
30. New Hampshire	NH	L	37,557				37,557
31. New Jersey	NJ	L	459,275				459,275
32. New Mexico	NM	L	3,471				3,471
33. New York	NY	L	5,929,616	29,130	8,742		5,967,488
34. North Carolina	NC	L	135,688				135,688
35. North Dakota	ND	L	270				270
36. Ohio	OH	L	56,713	47			56,760
37. Oklahoma	OK	L	2,228				2,228
38. Oregon	OR	L	16,499				16,499
39. Pennsylvania	PA	L	210,355				210,355
40. Rhode Island	RI	L	12,806				12,806
41. South Carolina	SC	L	74,557				74,557
42. South Dakota	SD	L	2,050				2,050
43. Tennessee	TN	L	52,495				52,495
44. Texas	TX	L	100,559				100,559
45. Utah	UT	L	13,905				13,905
46. Vermont	VT	L	12,221				12,221
47. Virginia	VA	L	99,868	17			99,885
48. Washington	WA	L	21,722				21,722
49. West Virginia	WV	L	2,482				2,482
50. Wisconsin	WI	L	10,944	24			10,968
51. Wyoming	WY	L	6,443				6,443
52. American Samoa	AS	L					
53. Guam	GU	L					
54. Puerto Rico	PR	N	15,873	44,214	147		60,234
55. U.S. Virgin Islands	VI	L	220				220
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N	750				750
58. Aggregate Other Aliens	OT	XXX	21,005				21,005
59. Subtotal	XXX		9,780,796	73,344	10,175		9,864,315
90. Reporting entity contributions for employee benefits plans	XXX						
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX		3,611,585				3,611,585
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		131,440				131,440
94. Aggregate or other amounts not allocable by State	XXX		13,034				13,034
95. Totals (Direct Business)	XXX		13,536,855	73,344	10,175		13,620,374
96. Plus Reinsurance Assumed	XXX		(233,956)	43,341,710	124		43,107,878
97. Totals (All Business)	XXX		13,302,899	43,415,054	10,299		56,728,252
98. Less Reinsurance Ceded	XXX		13,263,044	21,868,406	10,299		35,141,749
99. Totals (All Business) less Reinsurance Ceded	XXX		39,855	21,546,648			21,586,503
DETAILS OF WRITE-INS							
58001. Other Alien	XXX		21,005				21,005
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		21,005				21,005
9401. Non-Pay Settlement Adjustments	XXX		13,034				13,034
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		13,034				13,034

(a) Active Status Counts:

- 1. L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG.....54
- 2. R - Registered - Non-domiciled RRGs.....
- 3. E - Eligible - Reporting entities eligible or approved to write surplus lines in the state.....
- 4. Q - Qualified - Qualified or accredited reinsurer.....
- 5. N - None of the above - Not allowed to write business in the state..... 3

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM



Commencing in 2022, following clarifying guidance issued by the SAPWG, the Company modified its affiliated entity listing to include SPV entities which were previously classified as unaffiliated. Investments in these entities are also reflected as affiliated investments, commencing in 2022.

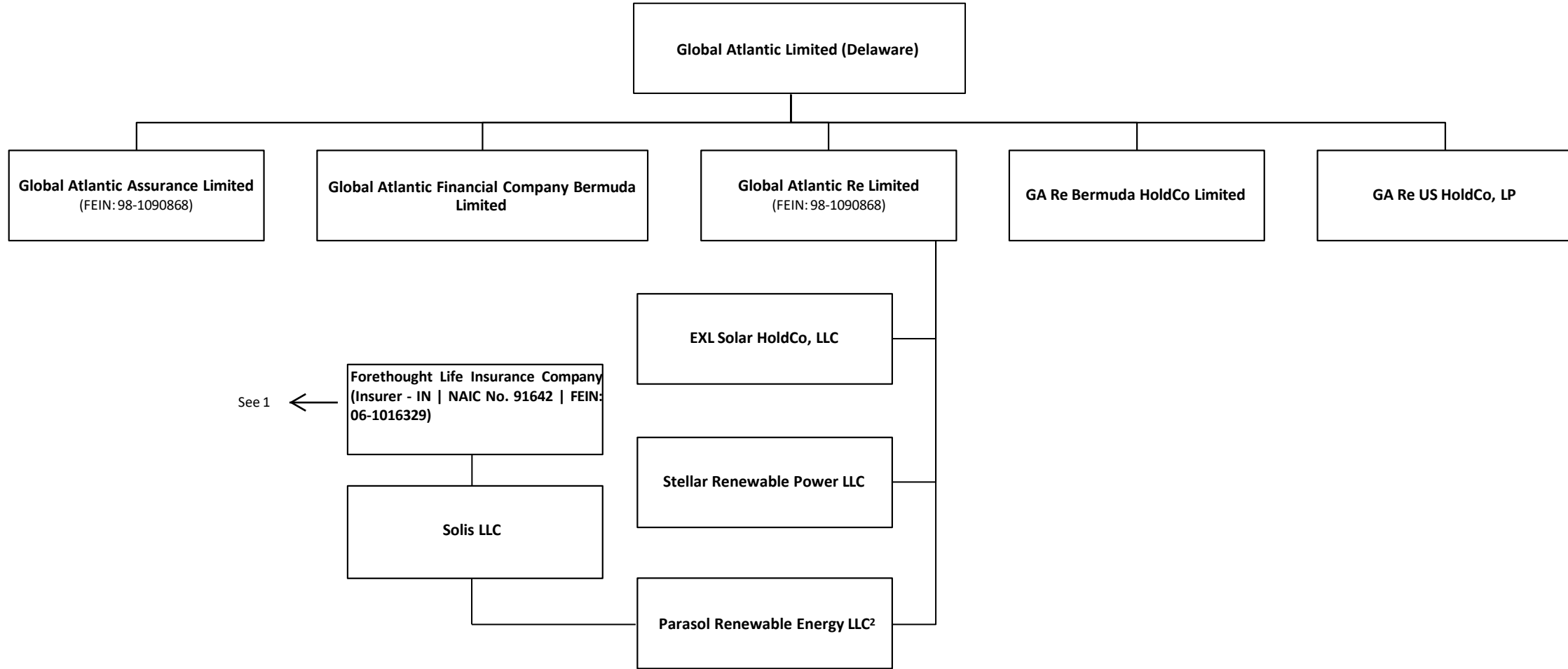
¹KKR controlled entities also qualify as affiliates and are accounted for and reported as such, in accordance with SSAP25.

²Includes Kohlberg Kravis Roberts & Co. L.P., an SEC-registered adviser and investment manager of the holding company group.

³The Global Atlantic Financial Group LLC is owned 100% by KKR Magnolia Holdings LLC.

⁴Panamint Capital LLC is owned 51% by Panamint Ventures LLC, a non-affiliate, 47% by Forethought Life Insurance Company, an insurance company affiliate, and 2% by MJMiller Enterprises, a non-affiliate.

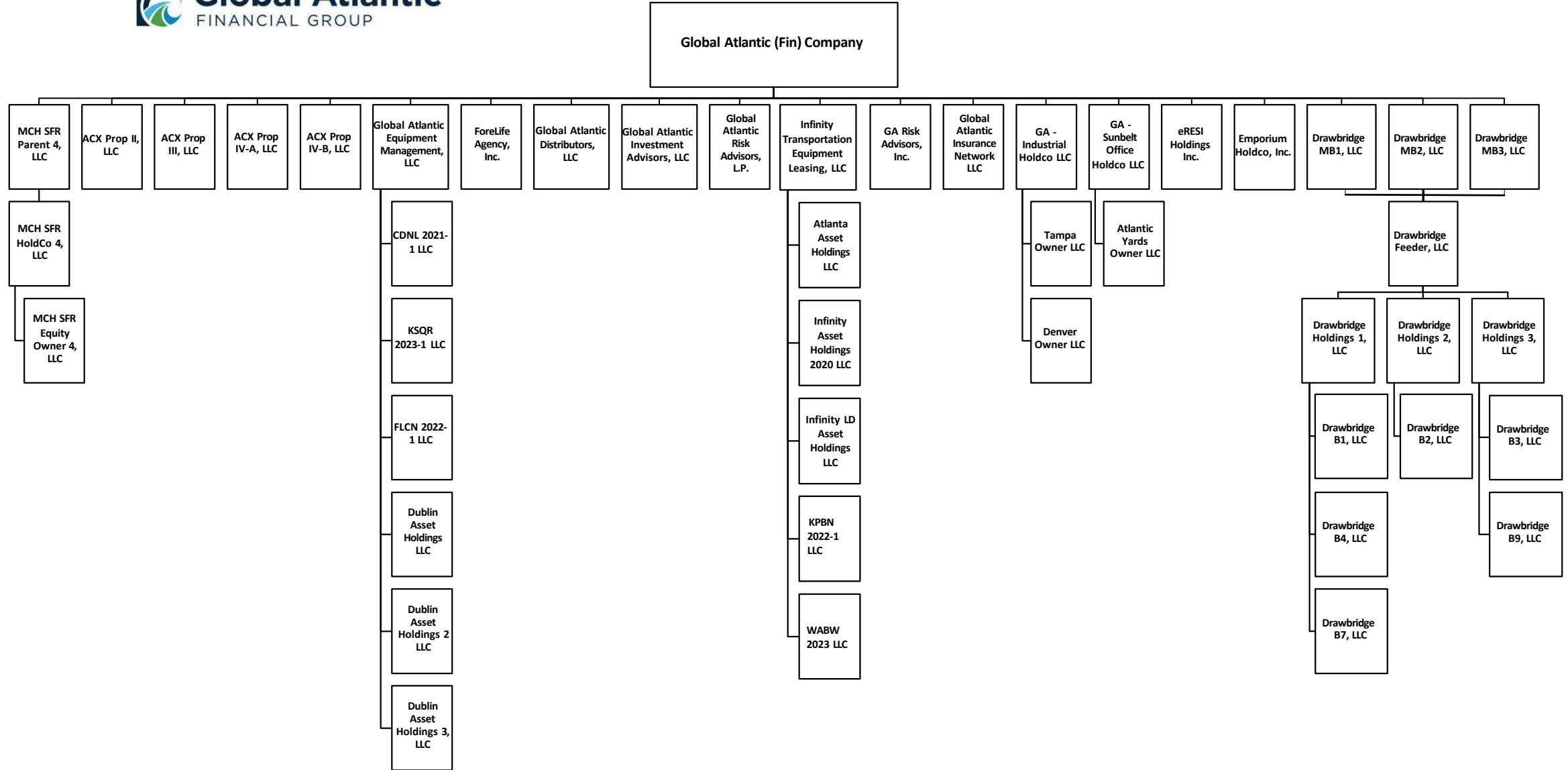
STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



¹Certain subsidiaries included in the organizational chart own additional legal entities which have been omitted for clarity of presentation.

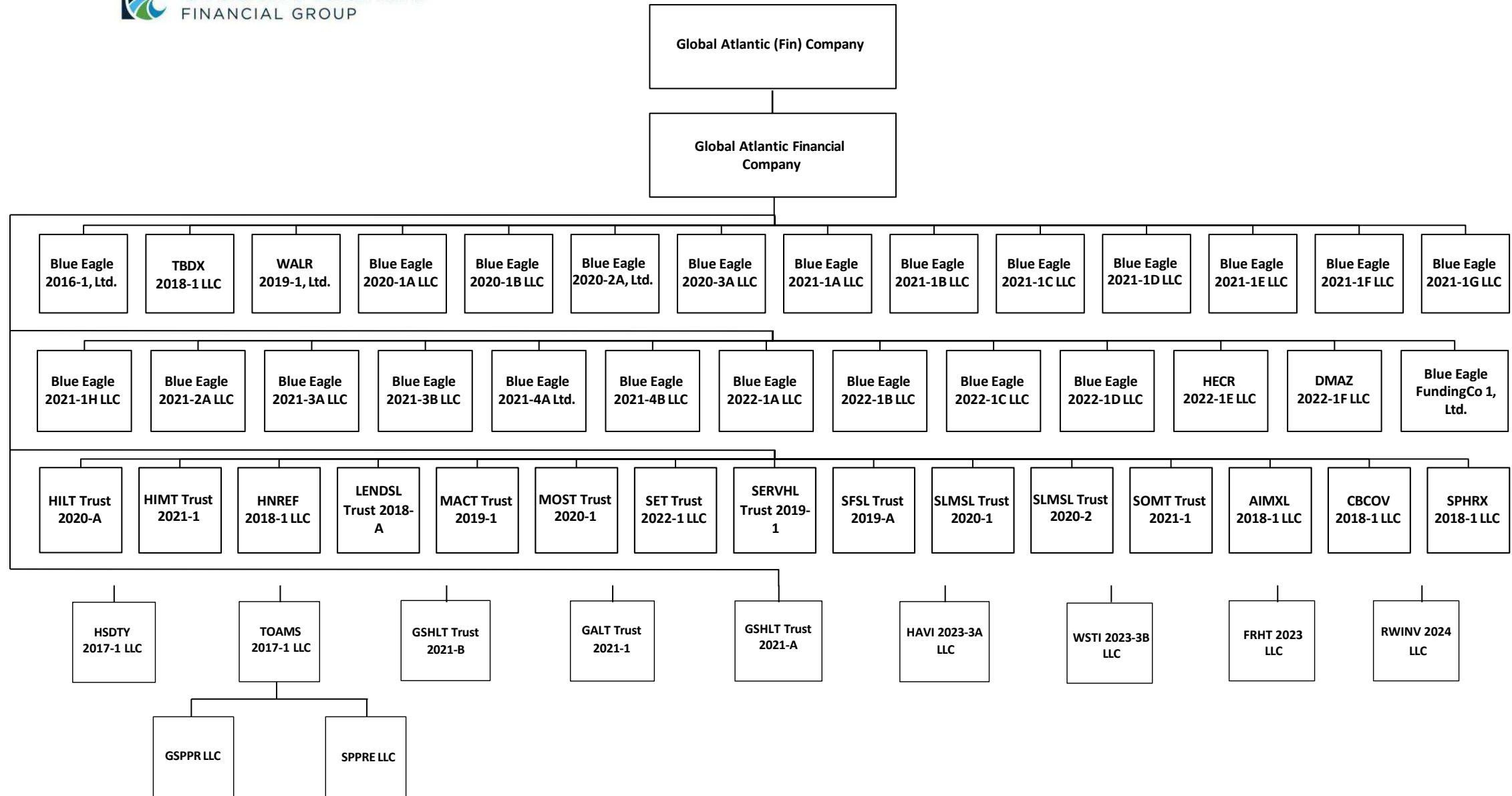
²Parasol Renewable Energy LLC is 80% owned by Solis LLC, and 20% owned by Global Atlantic Re Limited.

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



¹Certain subsidiaries included in the organizational chart own additional legal entities which have been omitted for clarity of presentation.

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



¹Certain subsidiaries included in the organizational chart own additional legal entities which have been omitted for clarity of presentation.

STATEMENT AS OF MARCH 31, 2024 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? (Yes/No)	*
.3891	Global Atlantic Grp	62200	95-2496321				Accordia Life and Annuity Company	IA	IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	15475	46-3465867				Cape Verity I, Inc.	IA	IA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	15473	46-3485456				Cape Verity III, Inc.	IA	IA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	84824	04-6145677	3958278	1391312		Commonwealth Annuity and Life Insurance Company	MA	IA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			95-2496321				DBE Solar Holdco LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	69140	04-1867050	2578101	793699		First Allmerica Financial Life Insurance Company	MA	RE	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			38-3871599				Five Points Senior Holdco LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	91642	06-1016329		1554348		Forethought Life Insurance Company	IN	IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			38-3898658				Global Atlantic (Fin) Company	DE	UIP	Global Atlantic Financial Limited	Ownership	100.000	KKR & Co. Inc.		
			98-1089764				Global Atlantic Financial Group Limited	BMJ	UIP	The Global Atlantic Financial Group LLC	Ownership	100.000	KKR & Co. Inc.		
			98-1090868	4520225			Global Atlantic Limited (Delaware)	DE	UIP	Global Atlantic Financial Group Limited	Ownership	100.000	KKR & Co. Inc.		
			46-3694412	4520225			Gotham Issuer, LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	90.000	KKR & Co. Inc.		
			46-3694412	4520225			Gotham Issuer, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	10.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	15333	46-3455515				Gotham Re, Inc.	VT	IA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
			88-1203639	2578101	1404912	New York Stock Exchange	KKR & Co. Inc.	DE	UIP	Board of Directors	Board of Directors		KKR & Co. Inc.		
				3958278	1932162		KKR Group Co. Inc.	CYM	UIP	KKR & Co. Inc.	Ownership	100.000	KKR & Co. Inc.		
					1743754		KKR Group Holdings Corp.	DE	UIP	KKR Group Co. Inc.	Ownership	100.000	KKR & Co. Inc.		
					1472698		KKR Group Partnership L.P.	CYM	UIP	KKR Group Holdings Corp.	Ownership	100.000	KKR & Co. Inc.		
					1842456		KKR Magnolia Holdings LLC	CYM	UIP	KKR Group Partnership L.P.	Ownership	100.000	KKR & Co. Inc.		
			04-6145677				NAV Solar Holdco LLC	DE	NIA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			88-2112299				Panamint Capital LLC	DE	NIA	Forethought Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			95-2496321				Tapioca View, LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
			98-1089764	4520225			The Global Atlantic Financial Group LLC	BMJ	UIP	KKR Magnolia Holdings LLC	Ownership	100.000	KKR & Co. Inc.		
			98-1090854				EXL Solar HoldCo, LLC	DE	NIA	Global Atlantic Re Limited	Ownership	100.000	KKR & Co. Inc.		
			98-1451597				GA Re Bermuda HoldCo Limited	BMJ	NIA	Global Atlantic Financial Limited	Ownership	100.000	KKR & Co. Inc.		
			83-2239712				GA Re US HoldCo, LP	DE	NIA	Global Atlantic Financial Limited	Ownership	99.000	KKR & Co. Inc.		
			83-2239712				GA Re US HoldCo, LP	DE	NIA	GA Re Bermuda HoldCo Limited	Ownership	1.000	KKR & Co. Inc.		
			98-1452583				Global Atlantic Assurance Limited	BMJ	IA	Global Atlantic Financial Limited	Ownership	100.000	KKR & Co. Inc.		
			98-1529928				Global Atlantic Financial Company Bermuda Limited	BMJ	NIA	Global Atlantic Financial Limited	Ownership	100.000	KKR & Co. Inc.		
			98-1090854				Global Atlantic Re Limited	BMJ	IA	Global Atlantic Financial Limited	Ownership	75.000	KKR & Co. Inc.		
			98-1090854				Global Atlantic Re Limited	BMJ	IA	GA Re US HoldCo, LP	Ownership	25.000	KKR & Co. Inc.		
			88-1979352				Stellar Renewable Power LLC	DE	NIA	Global Atlantic Re Limited	Ownership	100.000	KKR & Co. Inc.		
							Solis LLC	DE	NIA	Forethought Life Insurance Company	Ownership	25.000	KKR & Co. Inc.		
							Solis LLC	DE	NIA	Third Party Investors	Ownership	75.000			
			84-3588586				Parasol Renewable Energy LLC	DE	NIA	Global Atlantic Re Limited	Ownership	20.000	KKR & Co. Inc.		
			84-3588586				Parasol Renewable Energy LLC	DE	NIA	Solis LLC	Ownership	80.000	KKR & Co. Inc.		
			86-1607307				ACX Prop II, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			87-2335032				ACX Prop III, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			87-3631476				ACX Prop IV-A, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			88-0561068				ACX Prop IV-B, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			82-3508436				Atlanta Asset Holdings LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
							Atlantic Yards Owner LLC	DE	NIA	GA - Sunbelt Office Holdco LLC	Management	0.000	KKR & Co. Inc.		

STATEMENT AS OF MARCH 31, 2024 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? (Yes/No)	*
			88-1026854				KSQR 2023-1 LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
			86-2857451				CDNL 2021-1 LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
							Denver Owner LLC	DE	NIA	GA - Industrial Holdco LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B1, LLC	DE	NIA	Drawbridge Holdings 1, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B2, LLC	DE	NIA	Drawbridge Holdings 2, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B3, LLC	DE	NIA	Drawbridge Holdings 3, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B4, LLC	DE	NIA	Drawbridge Holdings 1, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B7, LLC	DE	NIA	Drawbridge Holdings 1, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge B9, LLC	DE	NIA	Drawbridge Holdings 3, LLC	Management	0.000	KKR & Co. Inc.		
			88-0937290				Drawbridge Feeder, LLC	DE	NIA	Drawbridge MB1, LLC	Management	0.000	KKR & Co. Inc.		
			88-0937290				Drawbridge Feeder, LLC	DE	NIA	Drawbridge MB2, LLC	Management	0.000	KKR & Co. Inc.		
			88-0937290				Drawbridge Feeder, LLC	DE	NIA	Drawbridge MB3, LLC	Management	0.000	KKR & Co. Inc.		
			87-3802448				Drawbridge Holdings 1, LLC	DE	NIA	Drawbridge Feeder, LLC	Management	0.000	KKR & Co. Inc.		
			61-1580298				Drawbridge Holdings 2, LLC	DE	NIA	Drawbridge Feeder, LLC	Management	0.000	KKR & Co. Inc.		
			87-3802777				Drawbridge Holdings 3, LLC	DE	NIA	Drawbridge Feeder, LLC	Management	0.000	KKR & Co. Inc.		
							Drawbridge MB1, LLC	DE	NIA	Global Atlantic (Fin) Company	Management	0.000	KKR & Co. Inc.		
							Drawbridge MB2, LLC	DE	NIA	Global Atlantic (Fin) Company	Management	0.000	KKR & Co. Inc.		
							Drawbridge MB3, LLC	DE	NIA	Global Atlantic (Fin) Company	Management	0.000	KKR & Co. Inc.		
			86-2361267				Dublin Asset Holdings 2 LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
			87-2316184				Dublin Asset Holdings 3, LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
			82-3508100				Dublin Asset Holdings LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
			87-3023750				Emporium Holdco, Inc.	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			87-3058805				eRESI Holdings Inc.	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			86-2871839				FLCN 2022-1 LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
			35-1815415				ForeLife Agency, Inc.	IN	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			92-1413949				GA - Industrial Holdco LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			38-3898658				GA - Sunbelt Office Holdco LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			13-3896487				GA Risk Advisors, Inc.	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			20-3944031				Global Atlantic Distributors, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			81-3323212				Global Atlantic Equipment Management, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			38-3898658				Global Atlantic Insurance Network LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			35-1960899				Global Atlantic Investment Advisors, LLC	IN	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			13-3896700				Global Atlantic Risk Advisors, L.P.	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
							Infinity Asset Holdings 2020 LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
			84-4227992				Infinity LD Asset Holdings LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
			84-3127337				Infinity Transportation Equipment Leasing, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			86-3445068				Infinity Transportation Equipment Leasing, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			87-3496842				KPBN 2022-1 LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
			92-1077691				WABW 2023 LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
							MCH SFR Equity Owner 4, LLC	DE	NIA	MCH SFR HoldCo 4, LLC	Management	0.000	KKR & Co. Inc.		
			88-3108777				MCH SFR HoldCo 4, LLC	DE	NIA	MCH SFR Parent 4, LLC	Management	0.000	KKR & Co. Inc.		
			87-4783067				MCH SFR Parent 4, LLC	DE	NIA	Global Atlantic (Fin) Company	Management	0.000	KKR & Co. Inc.		
			92-1402466				Tampa Owner LLC	DE	NIA	GA - Industrial Holdco LLC	Management	0.000	KKR & Co. Inc.		
			90-0928452				Global Atlantic Financial Company	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		

STATEMENT AS OF MARCH 31, 2024 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? (Yes/No)	*
			85-0526287				AINXL 2018-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			98-1307202				Blue Eagle 2016-1, Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			83-3851887				TBDX 2018-1, LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							WALR 2019-1, Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			85-0498393				Blue Eagle 2020-1A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			85-0506156				Blue Eagle 2020-1B LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			98-1618000				Blue Eagle 2020-2A, Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			30-1278256				Blue Eagle 2020-3A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1185033				Blue Eagle 2021-1A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1215896				Blue Eagle 2021-1B LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1247520				Blue Eagle 2021-1C LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1276982				Blue Eagle 2021-1D LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-1039701				Blue Eagle 2021-1E LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-1051951				Blue Eagle 2021-1F LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-1083548				Blue Eagle 2021-1G LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-1103117				Blue Eagle 2021-1H LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1833206				Blue Eagle 2021-2A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1908720				Blue Eagle 2021-3A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1926397				Blue Eagle 2021-3B LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			98-1650279				Blue Eagle 2021-4A Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-1867464				Blue Eagle 2021-4B LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-3855255				Blue Eagle 2022-1A LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-3855455				Blue Eagle 2022-1B LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-3876861				Blue Eagle 2022-1C LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-3877027				Blue Eagle 2022-1D LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			88-2368056				HECR 2022-1E LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			88-2395708				DMAZ 2022-1F LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			98-1669070				Blue Eagle FundingCo 1, Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			90-0810836				CBCOV 2018-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-1240026				GALT Trust 2021-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-2409460				GSHLT Trust 2021-A	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			87-2827474				GSHLT Trust 2021-B	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			85-3158152				HILT Trust 2020-A	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-2750470				HIMT Trust 2021-A	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-2028644				HNREF 2018-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							HSDTY 2017-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							LEDSL Trust 2018-A	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			85-1772188				MACT Trust 2019-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			85-3686210				MOST Trust 2020-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			84-4568438				SERVHL Trust 2019-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			88-0867231				SET Trust 2022-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			84-3988321				SFSL Trust 2019-A	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			84-4665609				SLMSL Trust 2020-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			84-4685585				SLMSL Trust 2020-2	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			86-2737921				SOMT Trust 2021-1	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							SPHRX 2018-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							GSPWC 2023 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		

STATEMENT AS OF MARCH 31, 2024 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? (Yes/No)	*
							RINTSP LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
							TOAMS 2017-1 LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
							GSPPR LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
							SPPRE LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
			92-1187937 ..				HAVI 2023-3A LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
			92-1198046 ..				WSTI 2023-3B LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
			93-4460677 ..				FRHT 2023 LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
							RWINV 2024 LLC	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		
							Chase P Mezzari	DE.....	NIA.....	Global Atlantic Financial Company	Management.....	0.000	KKR & Co. Inc.		

NONE

Asterisk	Explanation

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.

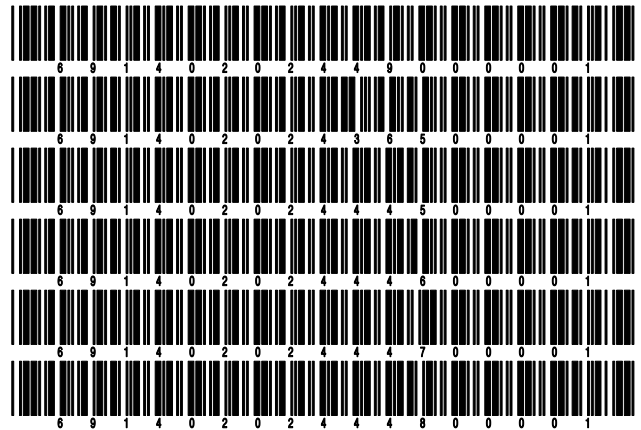
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required 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. In the case of an ongoing statement of exemption, enter "SEE EXPLANATION" and provide as an explanation that the company is utilizing an ongoing statement of exemption.	N/A
AUGUST FILING	
9. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting with a bar code is only appropriate in the 2nd quarter.	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. Reinsurance Suspense	28,945	28,945		
2597. Summary of remaining write-ins for Line 25 from overflow page	28,945	28,945		

Additional Write-ins for Summary of Operations Line 8.3

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
08.304. Funds withheld assumed net investment income	(448,470)	3,054,166	6,807,929
08.305. FWH assumed realized loss	90,768		(11,006,063)
08.397. Summary of remaining write-ins for Line 8.3 from overflow page	(357,702)	3,054,166	(4,198,134)

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	1,281,912,670	157,043,889
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	622,649,904	1,237,862,748
2.2 Additional investment made after acquisition	153,700	80,612
3. Capitalized deferred interest and other		
4. Accrual of discount	1,302,992	1,626,202
5. Unrealized valuation increase/(decrease)		
6. Total gain (loss) on disposals	(124,479)	(401,573)
7. Deduct amounts received on disposals	62,601,523	113,040,453
8. Deduct amortization of premium and mortgage interest points and commitment fees	3,821,410	1,258,755
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)	1,839,471,854	1,281,912,670
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	1,839,471,854	1,281,912,670
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	1,839,471,854	1,281,912,670

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	24,201,826	2,760,595
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	2,465,644	44,471,387
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount	89	99,637
5. Unrealized valuation increase/(decrease)	159,639	(1,698,713)
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals	483,957	21,331,441
8. Deduct amortization of premium and depreciation		99,639
9. Total foreign exchange change in book/adjusted carrying value	(158)	
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)	26,343,083	24,201,826
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	26,343,083	24,201,826

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	10,846,544,757	4,752,082,493
2. Cost of bonds and stocks acquired	879,278,057	10,295,498,936
3. Accrual of discount	25,809,077	33,315,782
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	3,479,545	(6,759,491)
6. Deduct consideration for bonds and stocks disposed of	410,420,129	4,216,392,264
7. Deduct amortization of premium	2,689,125	9,720,838
8. Total foreign exchange change in book/adjusted carrying value	(104,631)	
9. Deduct current year's other than temporary impairment recognized	(48,172)	2,005,205
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees		525,344
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10)	11,341,945,723	10,846,544,757
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	11,341,945,723	10,846,544,757

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
7709999999 Totals	95,494,422	xxx	94,662,906	803,643	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	149,363,782	4,451,652
2. Cost of short-term investments acquired	15,348,590	218,900,211
3. Accrual of discount	702,152	406,118
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	72,019	(44,743)
6. Deduct consideration received on disposals	69,992,121	74,349,457
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)	95,494,422	149,363,782
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	95,494,422	149,363,782

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 10, prior year)	.....
2.	Cost Paid/(Consideration Received) on additions	.....
3.	Unrealized Valuation increase/(decrease)	.....
4.	SSAP No. 108 adjustments	.....
5.	Total gain (loss) on termination recognized	.....
6.	Considerations received/(paid) on terminations	.....
7.	Amortization	.....
8.	Adjustment to the Book/Adjusted Carrying Value of hedged item	.....
9.	Total foreign exchange change in Book/Adjusted Carrying Value	.....	(128,734)
10.	Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4+5-6+7+8+9)	.....	(128,734)
11.	Deduct nonadmitted assets	.....
12.	Statement value at end of current period (Line 10 minus Line 11)	.....	(128,734)

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1.	Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)	.....
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	.....
3.12	Section 1, Column 15, prior year	.....
	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	.....
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 plus	.....
3.25	SSAP No. 108 adjustments	.....
3.3	Subtotal (Line 3.1 minus Line 3.2)	.....
4.1	Cumulative variation margin on terminated contracts during the year	.....	45,130
4.2	Less:		
4.21	Amount used to adjust basis of hedged item	.....
4.22	Amount recognized	.....	45,130
4.23	SSAP No. 108 adjustments	.....	45,130
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)	.....	1
7.	Deduct total nonadmitted amounts	.....
8.	Statement value at end of current period (Line 6 minus Line 7)	.....	1

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.....	(128,734)
2.	Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	.....
3.	Total (Line 1 plus Line 2)	(128,734)
4.	Part D, Section 1, Column 6	863
5.	Part D, Section 1, Column 7	(129,597)
6.	Total (Line 3 minus Line 4 minus Line 5) .....	.....
		Fair Value Check
7.	Part A, Section 1, Column 16	(128,734)
8.	Part B, Section 1, Column 13 .....	.....
9.	Total (Line 7 plus Line 8)	(128,734)
10.	Part D, Section 1, Column 9	863
11.	Part D, Section 1, Column 10	(129,597)
12.	Total (Line 9 minus Line 10 minus Line 11) .....	.....
		Potential Exposure Check
13.	Part A, Section 1, Column 21	263,159
14.	Part B, Section 1, Column 20	10,617
15.	Part D, Section 1, Column 12	273,776
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	1,681,431,820	369,863,674
2. Cost of cash equivalents acquired	4,955,988,089	9,143,240,910
3. Accrual of discount	4,133,874	1,457,415
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	6,053,317,592	7,833,130,180
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)	588,236,191	1,681,431,820
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	588,236,191	1,681,431,820

STATEMENT AS OF MARCH 31, 2024 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8	9
CUSIP	Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due and Accrued	Amount Received During Year
0109999999	Total - U.S. Government Bonds							
0309999999	Total - All Other Government Bonds							
0509999999	Total - U.S. States, Territories and Possessions Bonds							
0709999999	Total - U.S. Political Subdivisions Bonds							
0909999999	Total - U.S. Special Revenues Bonds							
	Archer-Daniels-Midland Company		03/27/2024	0.000	04/10/2024	14,979,488		9,117
	Avangrid, Inc.		03/28/2024	0.000	04/04/2024	3,498,410		2,119
	Avangrid, Inc.		03/27/2024	0.000	04/08/2024	6,243,377		3,785
	Avangrid, Inc.		03/27/2024	0.000	04/09/2024	17,478,806		10,597
	Avangrid, Inc.		03/27/2024	0.000	04/10/2024	12,482,969		7,569
	Consolidated Edison Company of New York,		03/28/2024	0.000	04/10/2024	6,990,498		4,223
	Dominion Energy, Inc.		03/28/2024	0.000	04/08/2024	86,908		
	Dover Corporation		03/27/2024	0.000	04/04/2024	7,121,764		4,315
	ERAC USA Finance LLC		03/27/2024	0.000	04/03/2024	6,123,145		3,709
	ERAC USA Finance LLC		03/27/2024	0.000	04/05/2024	8,744,701		5,299
	ERP Operating Limited Partnership		03/27/2024	0.000	04/02/2024	249,962		151
	Hewlett Packard Enterprise Company		03/27/2024	0.000	04/10/2024	1,997,250		1,222
	HYUNDAI CAPITAL AMERICA		03/28/2024	0.000	04/08/2024	489,479		
	Intercontinental Exchange, Inc.		03/28/2024	0.000	04/11/2024	978,519		592
	Johnson Controls International plc		03/28/2024	0.000	04/02/2024	6,998,940		4,239
	L3Harris Technologies, Inc.		03/27/2024	0.000	04/04/2024	999,542		611
	Magna International Inc.		03/27/2024	0.000	04/04/2024	4,997,729		3,028
	ONE Gas, Inc.		03/28/2024	0.000	04/11/2024	957,530		
	ONEOK, Inc.		03/27/2024	0.000	04/08/2024	11,238,078		6,813
	ONEOK, Inc.		03/27/2024	0.000	04/09/2024	6,242,431		3,785
	ONEOK, Inc.		03/28/2024	0.000	04/10/2024	1,747,616		
	Phillips 66		03/27/2024	0.000	04/03/2024	24,992,339		15,322
	WEC Energy Group, Inc.		03/27/2024	0.000	04/03/2024	999,696		609
	Whirlpool Corporation		03/28/2024	0.000	04/09/2024	12,586,280		
1019999999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					159,225,455		87,105
1109999999	Total - Industrial and Miscellaneous (Unaffiliated) Bonds					159,225,455		87,105
1309999999	Total - Hybrid Securities							
1509999999	Total - Parent, Subsidiaries and Affiliates Bonds							
1909999999	Subtotal - Unaffiliated Bank Loans							
2419999999	Total - Issuer Obligations					159,225,455		87,105
2429999999	Total - Residential Mortgage-Backed Securities							
2439999999	Total - Commercial Mortgage-Backed Securities							
2449999999	Total - Other Loan-Backed and Structured Securities							
2459999999	Total - SVO Identified Funds							
2469999999	Total - Affiliated Bank Loans							
2479999999	Total - Unaffiliated Bank Loans							
2509999999	Total Bonds					159,225,455		87,105
09248U-71-8	BLKPK LG:T-FUND INSTL		03/28/2024	5.170		35,872,293	256,287	53,531
31846V-32-8	FIRST AMER:TRS OBG X		03/28/2024	5.200		279,437,046	1,603,679	18,127
38141W-32-3	GOLDMAN:FS TRS O INST		03/28/2024	5.150		106,836,208	761,994	72,900
8209999999	Subtotal - Exempt Money Market Mutual Funds - as Identified by the SVO					422,145,547	2,621,960	144,557
8AMMFO-FN-6	US BANK MONEY MARKET IT&C		03/29/2024	0.000		6,865,189	244,514	19,139
8309999999	Subtotal - All Other Money Market Mutual Funds					6,865,189	244,514	19,139
8609999999	Total Cash Equivalents					588,236,191	2,866,474	250,801