



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

QUARTERLY STATEMENT

AS OF JUNE 30, 2024

OF THE CONDITION AND AFFAIRS OF THE

First Allmerica Financial Life Insurance Company

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

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

Country of Domicile United States of America

Licensed as business type: Life, Accident 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 Robert Michael Arena Jr. VP, Co-Secretary Carrie Jo Thomas
Markets

OTHER

<u>Anup Agarwal, Chief Investment Officer</u>	<u>Natalya Vasilyevna Belonozhko, Senior Vice President</u>	<u>Jason Alexander Bickler, MD, Chief Distribution Officer</u>
<u>Peter Charles Carlson, SVP, Appointed Actuary</u>	<u>Robert James Egan, Senior Vice President</u>	<u>Padma Elmgart, Chief Technology Officer</u>
<u>Kevin Anthony Felix, MD, President, Investments</u>	<u>Susan Lorraine Fiengo, Managing Director</u>	<u>Kathryn Lauren Freund, MD, GC, Co-Secretary</u>
<u>Risa Beth Gordon, SVP, Assoc. GC, Asst. Sec.</u>	<u>Jane Spanier Grosso, SVP, Contoller</u>	<u>Jonathan Hecht, Managing Director</u>
<u>Brian Michael Hendry, Chief Audit Executive</u>	<u>Leah Marie Hoppe, Managing Director</u>	<u>Douglas Robert Jaworski, SVP, Chief Inf. Sec. Off</u>
<u>Jason Kao, Managing Director</u>	<u>Kevin Michael Kimmerling, SVP, Assoc. GC, Asst. Sec</u>	<u>Victoria May Lau, Managing Director</u>
<u>Hanben Kim Lee, Executive Vice President</u>	<u>Emily Anne LeMay, Chief Operations Officer</u>	<u>Justin David MacNeil, MD, Assistant Treasurer</u>
<u>Tonya Rachelle Maxwell, Senior Vice President</u>	<u>Woolf Norman Milner, Interim Chief Risk Officer</u>	<u>Andrew Chilson Morse, Senior Vice President</u>
<u>Barrie Ribet Moskovich, Managing Director</u>	<u>Paula Genevieve Nelson, Managing Director</u>	<u>Daniel Patrick O'Shea, Chief Administrative Officer</u>
<u>Sarah Marie Patterson, MD, GC, Asst. Secretary</u>	<u>Michael Ryan Paulousky, SVP, Asst. Treasurer</u>	<u>Rhoda Charlotte Peritz # MD, COO - Investments</u>
<u>Peggy Hiu Poon, Treasurer</u>	<u>Samuel Ramos, Chief Legal Officer, GC</u>	<u>Scott Joseph Robidoux, Senior Vice President</u>
<u>Edward Michael Root, Managing Director</u>	<u>Kelly June Rutherford, Managing Director</u>	<u>Erin Christine Scherzermann, SVP, Assoc. GC, Asst. Sec.</u>
<u>Lauren Taylor Scott, Senior Vice President</u>	<u>Andrew Mead Shainberg, Chief Compliance Officer</u>	<u>Gary Phillip Silber, MD, GC, Asst. Secretary</u>
<u>Cheryl Renae Tibbits, Deputy Chief Financial Officer</u>	<u>Eric David Todd, Managing Director</u>	<u>Alireza Vaseghi, Managing Director</u>
<u>Christian Paul Walk, SVP, Assoc. GC, Asst. Sec.</u>		

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
1044C3A9789F145A
Manu Sareen
President

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

DocuSigned by:
David Allen Jacoby
3036D57DB1BA84AB...
David Allen Jacoby
Chief Financial Officer

Subscribed and sworn to before me this 2nd day of August, 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 JUNE 30, 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	9,764,223,001		9,764,223,001	10,843,453,659
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	5,000,000		5,000,000	3,091,100
3. Mortgage loans on real estate:				
3.1 First liens	2,746,480,480		2,746,480,480	1,222,049,105
3.2 Other than first liens.....	308,024,286		308,024,286	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 (\$ 4,547,063), cash equivalents (\$907,456,996) and short-term investments (\$ 44,149,616)	956,153,674		956,153,674	1,841,280,266
6. Contract loans (including \$ premium notes)	545,052,985	3,417,181	541,635,804	536,812,897
7. Derivatives	1,955,611		1,955,611	
8. Other invested assets	137,036,818		137,036,818	24,201,826
9. Receivables for securities	27,769,668		27,769,668	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)	14,491,696,523	3,417,181	14,488,279,342	14,628,881,881
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	129,890,474		129,890,474	139,130,781
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	761,215	308,988	452,227	381,875
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	1,432,282		1,432,282	1,437,192
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	22,272,789		22,272,789	21,267,032
16.2 Funds held by or deposited with reinsured companies	567,569,228		567,569,228	567,084,821
16.3 Other amounts receivable under reinsurance contracts	122,715,331	452,356	122,262,975	115,210,939
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	41,372,496		41,372,496	30,884,635
18.2 Net deferred tax asset	143,384,269	126,324,348	17,059,921	17,656,740
19. Guaranty funds receivable or on deposit	31,357		31,357	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	141,590		141,590	
24. Health care (\$) and other amounts receivable	132,204	132,204		
25. Aggregate write-ins for other than invested assets	44,617,825	28,286,329	16,331,496	15,662,742
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	15,566,017,583	158,921,406	15,407,096,177	15,537,633,131
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	120,175,068		120,175,068	113,750,881
28. Total (Lines 26 and 27)	15,686,192,651	158,921,406	15,527,271,245	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	38,801,492	28,257,384	10,544,108	9,786,636
2502. Amounts recoverable from distribution channels	5,670,326		5,670,326	5,747,886
2503. Service Fee receivable	117,062		117,062	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)	44,617,825	28,286,329	16,331,496	15,662,742

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ 1,914,360,059 less \$ included in Line 6.3 (including \$ 18,416,722 Modco Reserve)	1,914,360,059	1,875,645,855
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)		
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	277,859,181	286,322,536
4. Contract claims:		
4.1 Life	19,842,525	17,836,331
4.2 Accident and health		
5. Policyholders' dividends/refunds to members \$ 266,361 and coupons \$ due and unpaid	266,361	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)	61,624	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	44,255	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 \$ 175,508,165 assumed and \$ 179,997,936 ceded	355,506,101	221,107,354
9.4 Interest Maintenance Reserve		
10. Commissions to agents due or accrued-life and annuity contracts \$ 542,463 , accident and health \$ and deposit-type contract funds \$	542,463	500,407
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued	3,696,836	12,303,368
13. Transfers to Separate Accounts due or accrued (net) (including \$ (980,857) accrued for expense allowances recognized in reserves, net of reinsured allowances)	(1,615,007)	(1,644,068)
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	(857,968)	(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	984,482	890,306
17. Amounts withheld or retained by reporting entity as agent or trustee	94,762	99,323
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	17,011,998	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	54,340,480	39,087,289
24.02 Reinsurance in unauthorized and certified (\$) companies		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$) reinsurers	11,357,537,436	11,696,478,485
24.04 Payable to parent, subsidiaries and affiliates		6,054,122
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans		
24.07 Funds held under coinsurance	1,230,742,662	1,227,311,634
24.08 Derivatives	192,724	
24.09 Payable for securities	41,586,290	683,064
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	4,106,186	3,965,429
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	15,276,303,450	15,402,260,827
27. From Separate Accounts Statement	120,175,068	113,750,881
28. Total liabilities (Lines 26 and 27)	15,396,478,518	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	12,794,108	12,036,635
35. Unassigned funds (surplus)	(236,063,434)	(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)	125,792,717	130,372,294
38. Totals of Lines 29, 30 and 37	130,792,727	135,372,304
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	15,527,271,245	15,651,384,012
DETAILS OF WRITE-INS		
2501. Funds withheld other liabilities	3,516,289	3,650,268
2502. Derivatives collateral	430,000	
2503. Other liabilities	159,897	315,161
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	4,106,186	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	10,544,108	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)	12,794,108	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	92,942,129	214,135,937	1,017,329,960
2. Considerations for supplementary contracts with life contingencies	29,350	35,580	48,549
3. Net investment income	396,872,096	142,444,294	364,927,097
4. Amortization of Interest Maintenance Reserve (IMR)	(2,187,748)	384,976	(1,111,409)
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	37,939,098	(8,281,525)	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	16,618,555	12,716,905	22,405,483
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	73,406,333	25,665,806	81,224,275
9. Totals (Lines 1 to 8.3)	615,619,813	387,101,973	3,296,986,606
10. Death benefits	8,274,353	7,667,615	12,447,716
11. Matured endowments (excluding guaranteed annual pure endowments)	1,389	102	1,002
12. Annuity benefits	26,654,300	12,615,404	30,063,503
13. Disability benefits and benefits under accident and health contracts	33,267	32,237	65,645
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	59,040,433	51,142,146	114,803,763
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	(1,511,999)	(512,549)	3,140,015
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	38,714,204	70,663,010	895,810,664
20. Totals (Lines 10 to 19)	131,205,947	141,607,965	1,056,332,308
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	253,524	318,272	617,828
22. Commissions and expense allowances on reinsurance assumed	36,672,369	101,777,877	1,900,055,676
23. General insurance expenses and fraternal expenses	6,911,084	3,687,798	12,054,854
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,979,013	1,346,151	2,748,429
25. Increase in loading on deferred and uncollected premiums	(109,823)	(56,504)	112,063
26. Net transfers to or (from) Separate Accounts net of reinsurance	(303,263)	(3,256,195)	(11,861,309)
27. Aggregate write-ins for deductions	448,196,895	150,629,282	356,350,977
28. Totals (Lines 20 to 27)	624,805,746	396,054,646	3,316,410,826
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(9,185,933)	(8,952,673)	(19,424,219)
30. Dividends to policyholders and refunds to members	56,132	13,652	93,414
31. Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes (Line 29 minus Line 30)	(9,242,065)	(8,966,325)	(19,517,633)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(25,853,789)	(4,636,849)	(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)	16,611,724	(4,329,476)	16,851,093
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 544,287 (excluding taxes of \$ 15,399,730 transferred to the IMR)	(2,441,918)	(4,129,527)	(9,279,534)
35. Net income (Line 33 plus Line 34)	14,169,806	(8,459,003)	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)	14,169,806	(8,459,003)	7,571,559
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ 301,495	(606,231)	(3,138,140)	(1,771,881)
39. Change in net unrealized foreign exchange capital gain (loss)	(366,391)		
40. Change in net deferred income tax	(9,138,700)	609,300	(8,803,204)
41. Change in nonadmitted assets	14,487,377	295,651	(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	(15,253,191)	(3,450,706)	(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	(7,872,247)	(2,524,741)	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)	(4,579,577)	10,332,361	45,700,941
55. Capital and surplus, as of statement date (Lines 36 + 54)	130,792,727	100,003,724	135,372,304
DETAILS OF WRITE-INS			
08.301. Net assumed adjustment to IMR	56,377,922	5,327,900	63,791,435
08.302. Mortality fee income	14,832,121	14,991,339	21,369,335
08.303. Miscellaneous income	2,073,674	7,201,910	261,639
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	122,616	(1,855,343)	(4,198,134)
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	73,406,333	25,665,806	81,224,275
2701. Funds withheld ceded net investment income	348,042,103	116,155,250	303,444,718
2702. Miscellaneous expense	72,951,488	5,150,908	16,711,922
2703. Net change in deposit liabilities	27,203,304	29,323,124	36,194,337
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	448,196,895	150,629,282	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	178,194,787	86,267,716	857,384,160
2. Net investment income	354,232,549	134,524,772	331,710,051
3. Miscellaneous income	34,439,241	27,413,602	667,892,945
4. Total (Lines 1 to 3)	566,866,577	248,206,090	1,856,987,156
5. Benefit and loss related payments	(42,907,442)	(5,351,696)	22,642,434
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(332,324)	(3,453,824)	(12,241,188)
7. Commissions, expenses paid and aggregate write-ins for deductions	564,700,033	301,794,367	583,553,673
8. Dividends paid to policyholders	92,755	54,851	101,565
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	578,089	(2,112,452)	138,887,548
10. Total (Lines 5 through 9)	522,131,111	290,931,246	732,944,032
11. Net cash from operations (Line 4 minus Line 10)	44,735,466	(42,725,156)	1,124,043,124
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	5,320,954,391	1,060,092,147	4,199,440,108
12.2 Stocks			
12.3 Mortgage loans	85,993,052	1,474,335	100,220,605
12.4 Real estate			
12.5 Other invested assets	2,186,712	983,020	20,635,928
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	364,538		(44,743)
12.7 Miscellaneous proceeds	111,263,020	25,991,257	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,520,761,713	1,088,540,759	4,320,251,898
13. Cost of investments acquired (long-term only):			
13.1 Bonds	4,122,274,809	849,278,477	2,918,193,694
13.2 Stocks	1,908,900	1,546,200	1,546,200
13.3 Mortgage loans	1,855,593,731	289,959,293	1,113,877,584
13.4 Real estate			
13.5 Other invested assets	117,172,628	15,483,014	43,775,874
13.6 Miscellaneous applications	1,918,650	68,653	97,642,827
13.7 Total investments acquired (Lines 13.1 to 13.6)	6,098,868,718	1,156,335,637	4,175,036,179
14. Net increase (or decrease) in contract loans and premium notes	4,531,142	(1,391,185)	2,311,087
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(582,638,147)	(66,403,693)	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	(8,463,355)	(7,703,027)	13,603,246
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(338,760,556)	(111,210,895)	(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)	(347,223,911)	(91,913,922)	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)	(885,126,592)	(201,042,771)	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)	956,153,674	190,934,943	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	(60,998,751)		(16,952,156)
20.0005. Non cash investment transactions - Mortgages	(22,466,076)		(12,819,848)
20.0006. Non cash investment transactions - OIA	(3,186,861)		(695,513)
20.0007. Bonds received to settle reinsurance transactions		(788,094,818)	(7,358,806,886)
20.0008. Assumed premiums from reinsurance transactions		795,977,845	9,731,007,102
20.0009. Assumed accrued investment income to settle reinsurance transactions		(7,883,028)	(67,799,812)

STATEMENT AS OF JUNE 30, 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 .....	.....	(645,480,420)	(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 .....	.....	620,104,462	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	21,839,507	22,981,618	39,867,569
2. Group life	1,515,738	1,509,995	2,965,592
3. Individual annuities	179,189	97,673	182,284
4. Group annuities	45,944	79,278	1,083,169
5. Accident & health	23,512	20,982	40,417
6. Fraternal			
7. Other lines of business			
8. Subtotal (Lines 1 through 7)	23,603,890	24,689,546	44,139,031
9. Deposit-type contracts			
10. Total (Lines 8 and 9)	23,603,890	24,689,546	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 #	06/30/2024	12/31/2023
Net Income					
(1) State basis (Page 4, Line 35, Columns 1 & 3)	XXX	XXX	XXX	\$ 14,169,806	\$ 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	\$ 14,169,806	\$ 7,571,559
Surplus					
(5) State basis (Page 3, Line 38, Columns 1 & 2)	XXX	XXX	XXX	\$ 130,792,727	\$ 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	\$ 130,792,727	\$ 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 - Not Applicable

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 11.63% and 1.50%, 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%.
- (3) Taxes, assessments and any amounts advanced and not included in mortgage loan total - None
- (4) Age analysis of mortgage loans and identification of mortgage loans in which the insurer is a participant or co-lender in a mortgage loan agreement

	Farm	Residential		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Recorded Investment (All)							
(a) Current	\$	\$	\$ 1,302,816,883	\$	\$ 1,423,829,129	\$ 308,024,286	\$ 3,034,670,298
(b) 30 - 59 days past due			13,957,328				13,957,328
(c) 60 - 89 days past due			2,100,996				2,100,996
(d) 90 - 179 days past due			2,691,806				2,691,806
(e) 180+ days past due			1,084,338				1,084,338
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	\$	\$	\$ 48,383	\$	\$	\$	\$ 48,383
2. Interest income recognized			1,582				1,582
3. Recorded investments on nonaccrual status			3,776,144				3,776,144
4. Amount of interest income recognized using a cash-basis method of accounting			1,811				1,811
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 \$112,453 and \$1,472,850 for the six months ending June 30, 2024 and for the year ended 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 Carrying Value 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
12665EAE0	7,627,703	7,522,807	104,896	7,522,807	7,522,807	06/30/2024
Total			\$ 112,453			

(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 \$ (12,820,621)
- 2. 12 months or longer (15,977,693)

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

- 1. Less than 12 months \$ 814,217,086
- 2. 12 months or longer 209,157,785

(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

Notes to the Financial Statements

5. Investments (Continued)

- J. Real Estate - Not Applicable
- 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			
	(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 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	5,000,000				5,000,000	3,091,100	1,908,900		5,000,000	0.032	0.032
j. On deposit with states	12,177,697				12,177,697	12,220,509	(42,812)		12,177,697	0.078	0.078
k. On deposit with other regulatory bodies											
l. Pledged as collateral to FHLB (including assets backing funding agreements)	1,351,572				1,351,572		1,351,572		1,351,572	0.009	0.009
m. Pledged as collateral not captured in other categories	20,478,329				20,478,329		20,478,329		20,478,329	0.131	0.132
n. Other restricted assets											
o. Total restricted assets (Sum of a through n)	\$ 39,007,598	\$	\$	\$	\$ 39,007,598	\$ 15,311,609	\$ 23,695,989	\$	\$ 39,007,598	0.249 %	0.251 %

(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)

Description of Assets	Gross (Admitted & Nonadmitted) Restricted										
	Current Year							Percentage			
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	
	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 Current Year Admitted Restricted	Total Admitted Restricted	Gross (Admitted & Nonadmitted) Restricted to Total Assets, %	Admitted to Total Admitted Assets, %
Derivative - Securities Pledged	20,188,329	\$	\$	\$	20,188,329	\$	20,188,329	20,188,329	20,188,329	0.129 %	0.130 %
Derivative - Cash Pledged	290,000				290,000		290,000	290,000	290,000	0.002 %	0.002 %
Total	\$ 20,478,329	\$	\$	\$	\$ 20,478,329	\$	\$ 20,478,329	\$ 20,478,329	\$ 20,478,329	0.131 %	0.132 %

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

Notes to the Financial Statements

5. Investments (Continued)

(4) Collateral received and reflected as assets within the reporting entity's financial statements

Collateral Assets	(1)	(2)	(3)	(4)
	Book/Adjusted Carrying Value (BACV)	Fair Value	% of BACV to Total Assets (Admitted and Nonadmitted)	% of BACV to Total Admitted Assets
General Account:				
a. Cash, cash equivalents and short-term investments	\$ 430,000	\$ 430,000	0.003 %	0.003 %
b. Schedule D, Part 1				
c. Schedule D, Part 2, Section 1				
d. Schedule D, Part 2, Section 2				
e. Schedule B				
f. Schedule A				
g. Schedule BA, Part 1				
h. Schedule DL, Part 1				
i. Other				
j. Total Collateral Assets	\$ 430,000	\$ 430,000	0.003 %	0.003 %
Separate Account:				
k. Cash, cash equivalents and short-term investments	\$	\$	%	%
l. Schedule D, Part 1				
m. Schedule D, Part 2, Section 1				
n. Schedule D, Part 2, Section 2				
o. Schedule B				
p. Schedule A				
q. Schedule BA, Part 1				
r. Schedule DL, Part 1				
s. Other				
t. Total Collateral Assets	\$	\$	%	%
			(1)	(2)
			Amount	% of Liability to Total Liabilities
u. Recognized Obligation to Return Collateral Asset (General Account)			\$ 430,000	0.003 %
v. Recognized Obligation to Return Collateral Asset (Separate Account)			\$	%

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	
	06/30/2024	12/31/2023	06/30/2024	12/31/2023	06/30/2024	12/31/2023
(1) Bonds - amortized cost			\$	\$	\$	\$
(2) LB & SS - amortized cost	8	1	14,217,785	152,269	14,206,805	150,479
(3) Preferred stock - amortized cost						
(4) Preferred stock - fair value						
(5) Total (1+2+3+4)	8	1	\$ 14,217,785	\$ 152,269	\$ 14,206,805	\$ 150,479

P. Short Sales - Not Applicable

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 June 30, 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 for the period ending June 30, 2024 and year ended December 31, 2023, respectively.

Notes to the Financial Statements

7. Investment Income

The Company did not have due and accrued income over 90 days past due that was excluded from surplus as of June 30, 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.....	\$ 129,890,474
2.	Nonadmitted.....	\$ —
3.	Admitted.....	\$ 129,890,474

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's derivative instruments are primarily used to hedge a wide range of risks including interest rate risk, equity market risk, and foreign currency exchange rate risk. The Company receives collateral from its derivative counterparties to limit credit risk.
- (2) The Company limits its net exposure to equity market risk by entering into equity index futures. The Company uses cross currency swaps and currency forwards to hedge currency risk. The Company utilizes interest rate swaps to hedge exposure to interest rate risk. The total carrying value of derivative assets were \$1,955,611 and \$0 as of June 30, 2024 and December 31, 2023, respectively.
- (3) The Company has designated cash flow hedge interest rate swaps to hedge the interest rate risk associated with floating rate investments and fair value hedge cross currency swaps to hedge the foreign currency risk associated with foreign currency-denominated bonds. The derivatives that hedge those assets are valued in a manner consistent with the underlying hedged item, which are carried at amortized cost. The Company also enters into the derivatives that do not qualify for hedge accounting under SSAP 86, including currency forwards, cross currency swaps, and equity index future as economic hedges. These derivatives are accounted for under the fair value method of accounting, with changes in fair value recorded as unrealized investment gains or losses.
- (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.

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. 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.

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

On June 25, 2024, the Company committed to purchase \$421,156,000 of senior and mezzanine loans from certain entities that are affiliates of the Company (the "Catalyst Borrowers")(collectively, the "Catalyst Loans"). The Catalyst Loans are secured by the Catalyst Borrowers' interests in various multi-family residential buildings.

Further details on the Catalyst Loans are as follows:

Senior Loans: \$241,756,000
Mezzanine Loans: \$179,400,000

Total Loans Purchased by the Company: \$421,156,000

On June 14, 2024, the Company entered into a Mezzanine Loan Agreement with Hatteras Mezzanine LLC (the "Hatteras Borrower"), an affiliated entity of the Company, in which the Company committed to purchase \$92,400,000 in promissory notes issued by Hatteras Mezzanine LLC. The notes are secured by the Hatteras Borrower's interests in a portfolio of 11 medical office buildings.

Notes to the Financial Statements

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

On June 4, 2024, the Company entered into a Loan and Security Agreement with CRTBS 2024 LLC (the "CRTBS Borrower"), an affiliated entity of the Company, in which the Company committed to provide Canadian dollar-denominated loans in an aggregate total of approximately \$173,054,480 (CAD 236,807,750) to the CRTBS Borrower. The loans are secured by the CRTBS Borrower's interests in a partnership that owns an electricity transmission line in Newfoundland, Canada. Canadian dollars have been converted into U.S. dollars at the exchange rate in effect as of June 4, 2024.

As of May 31, 2024, the Company has purchased approximately \$177,478,256 of certain residential mortgage loans, via participation, from eResi Capital Trust ("eResi"), a wholly-owned indirect subsidiary of TGAFGL. The mortgage loans are made to unaffiliated borrowers and are either originated by an eResi subsidiary (Emporium TPO, LLC) or purchased from unaffiliated correspondent sellers (which in turn sell such mortgage loans to eResi). The loans are purchased by the Company at eResi's cost plus a spread to reimburse eResi for originating and purchasing the relevant mortgage loan.

The sum of the following transaction exceeds ½ of 1% of the Company's net admitted assets. On April 25, 2024, the Company committed to purchasing up to \$300,000,000 of Notes issued by JGBY Trust 2024-1 (notes secured by home improvement loans to third party borrowers) (collectively, the "Commitment Amounts"). JGBY Trust 2024-1 is a non-insurance affiliate of the Company. The Notes are comprised of Class A, Class B, Class C, Class D, Class E, and Class R notes.

Further details on the Notes and Commitment Amounts are as follows:

Class A Notes: \$202,500,000
 Class B Notes: \$43,500,000
 Class C Notes: \$15,000,000
 Class D Notes: \$6,000,000
 Class E Notes: \$3,000,000
 Class R Notes: \$30,000,000

Total Notes Purchased by the Company: \$300,000,000

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 June 30, 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 June 30, 2024 the Company reported a receivable from parent, subsidiaries and affiliates of \$141,590 and a payable of \$0. 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 \$16,845,167 and \$17,281,330 for the periods ended June 30, 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 \$24,736,378 and \$34,034,255 for the years ended June 30, 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 \$13,140,158 and \$12,692,078 as of June 30, 2024 and December 31, 2023, respectively and had a net \$4,752,811 and \$2,230,838 receivable at June 30, 2024 and December 31, 2023, respectively.

F. Guarantees or Contingencies for Related Parties

Notes to the Financial Statements

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

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

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 \$1,242,000,000. 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	5,000,000	5,000,000	.....
(c) Activity stock	.....	.....	.....
(d) Excess stock	.....	.....	.....
(e) Aggregate total (a+b+c+d)	<u>\$.. 5,000,000</u>	<u>\$.. 5,000,000</u>	<u>\$</u>
(f) Actual or estimated borrowing capacity as determined by the insurer	\$.. 1,242,000,000		
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	\$.. 5,000,000	\$.. 5,000,000	\$	\$	\$	\$

Notes to the Financial Statements

11. Debt (Continued)

(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)	\$ 1,421,207	\$ 1,351,572	\$
2. Current year general account total collateral pledged	1,421,207	1,351,572	
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	

(4) Borrowing from FHLB

(a) Amount as of the reporting date

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

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

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

(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

Notes to the Financial Statements

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

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 June 30, 2024 and year ended December 31, 2023 was \$259,972 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 issued 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 June 30, 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

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 \$889,845 and \$283,614, at June 30, 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 June 30, 2024 commitments to make additional investments to joint ventures, LLC's, and partnerships total \$4,489,032.

(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

Notes to the Financial Statements

14. Liabilities, Contingencies and Assessments (Continued)

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.

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. 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 \$1,762,886 as of June 30, 2024. Credit risk is managed by entering into transactions with creditworthy counterparties and obtaining full collaterals from counterparties of \$3,375,187 as of June 30, 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

Notes to the Financial Statements

20. Fair Value Measurements

A. Fair Value Measurement

As of June 30, 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 June 30, 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	\$ 120,175,068	\$ 1,955,611	\$	\$ 122,130,679	\$ 1,955,611
Separate Accounts	120,175,068				120,175,068
Total assets at fair value/NAV	\$ 120,175,068	\$ 1,955,611	\$	\$ 122,130,679	\$ 122,130,679
b. Liabilities at fair value					
Derivative Liabilities	\$	\$ 192,725	\$	\$	\$ 192,725
Total liabilities at fair value	\$	\$ 192,725	\$	\$	\$ 192,725

(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 June 30, 2024 and December 31, 2023, the Company had no 6 rated bonds.

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	\$ 9,537,368,225	\$ 9,764,223,001	\$ 717,666,744	\$ 8,009,281,543	\$ 810,419,938	\$	\$
Mortgage Loans	3,036,484,051	3,054,504,766			3,036,484,051		
Other Invested Assets	152,827,058	137,036,818			152,827,058		814,156
Common Stock	5,000,000	5,000,000			5,000,000		
Short-Term Investments	43,713,915	44,149,616		35,968,860	7,745,055		
Cash and Equivalents	914,334,391	912,004,059	913,197,646	1,136,745			
Derivatives	1,955,611	1,955,611		1,955,611			
Total Assets	13,691,683,251	13,918,873,871	1,630,864,390	8,048,342,759	4,012,476,102		814,156
Derivative Liabilities	192,725	192,725		192,725			
Total Liabilities	192,725	192,725		192,725			

D. Not Practicable to Estimate Fair Value

As of June 30, 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	\$ 107,556	%		1
BA Common Stock	706,600			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

Notes to the Financial Statements

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 \$12,177,697 and \$12,220,509 as of June 30, 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.

- D. Business Interruption Insurance Recoveries

The Company did not have any business interruption insurance recoveries as of June 30, 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 June 30, 2024.

	Actual Cost	Book/Adjusted Carrying Value (Excluding Interest)	Fair Value	Other-Than-Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities	\$ 7,394,663	\$ 6,149,153	\$ 8,191,432	\$
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)	\$ 7,394,663	\$ 6,149,153	\$ 8,191,432	\$

(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 August 12, 2024.

23. Reinsurance - No Significant Changes

Notes to the Financial Statements

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

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 Company that KKR did not already own. The identity and operations of the Company have not materially changed as a result of the acquisition. The Company's 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
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	\$ 602,897,800
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$ 946,161
14.25 Mortgage Loans on Real Estate	\$ 144,954,723	\$ 649,344,870
14.26 All Other	\$ 16,871,862	\$ 20,589,420
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ 403,657,477	\$ 1,273,778,251
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 | \$ | 1,318,875,207 |
| 1.13 Commercial Mortgages | \$ | 1,731,853,415 |
| 1.14 Total Mortgages in Good Standing | \$ | 3,050,728,622 |
- 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 | \$ | 2,691,806 |
| 1.33 Commercial Mortgages | \$ | |
| 1.34 Total Mortgages with Interest Overdue more than Three Months | \$ | 2,691,806 |
- 1.4 Long-Term Mortgage Loans in Process of Foreclosure
- | | | |
|--|----------|-----------|
| 1.41 Farm Mortgages | \$ | |
| 1.42 Residential Mortgages | \$ | 1,084,338 |
| 1.43 Commercial Mortgages | \$ | |
| 1.44 Total Mortgages in Process of Foreclosure | \$ | 1,084,338 |
- 1.5 Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)
- | | | |
|--|----------|---------------|
| | \$ | 3,054,504,766 |
|--|----------|---------------|
- 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?
- 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?
- 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?
- 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?

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?
- 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?
- 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 JUNE 30, 2024 OF THE First Allmerica Financial Life Insurance Company

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

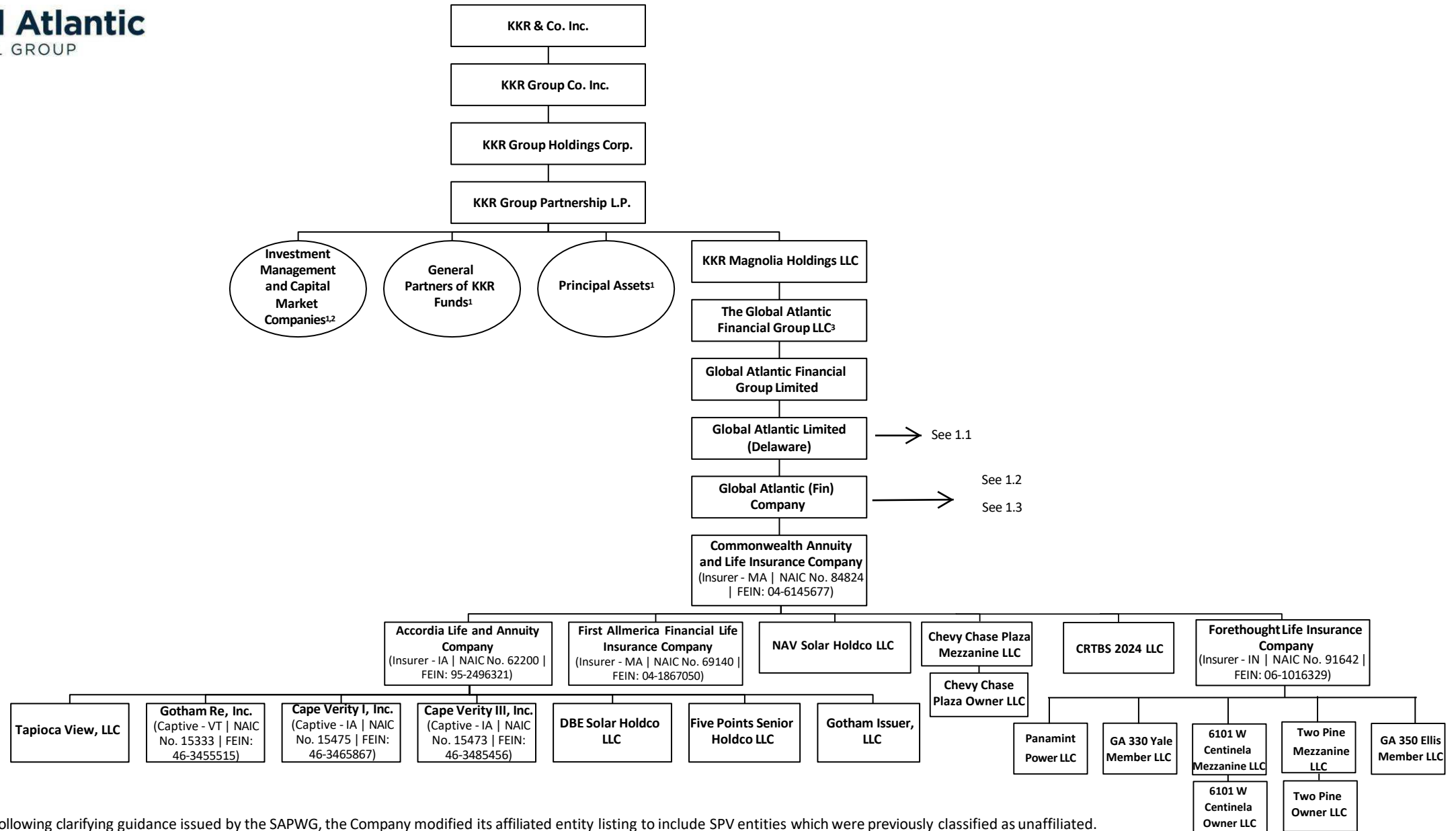
Current Year To Date - Allocated by States and Territories

States, Etc.	1	Life Contracts		Direct Business Only			7
		2	3	4	5	6	
	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	27,062			27,062	
2. Alaska	AK	L	3,295			3,295	
3. Arizona	AZ	L	89,422		96	89,518	
4. Arkansas	AR	L	6,014			6,014	
5. California	CA	L	256,153		62	256,215	
6. Colorado	CO	L	208,505			208,505	
7. Connecticut	CT	L	181,258			181,258	
8. Delaware	DE	L	73,857			73,857	
9. District of Columbia	DC	L	5,987			5,987	
10. Florida	FL	L	1,255,843			1,255,843	
11. Georgia	GA	L	16,941		276	17,217	
12. Hawaii	HI	L	6,813			6,813	
13. Idaho	ID	L	5,606			5,606	
14. Illinois	IL	L	180,440			180,440	
15. Indiana	IN	L	43,413		772	44,185	
16. Iowa	IA	L	15,450			15,450	
17. Kansas	KS	L	8,269			8,269	
18. Kentucky	KY	L	27,234			27,234	
19. Louisiana	LA	L	55,154		187	55,341	
20. Maine	ME	L	55,871			55,871	
21. Maryland	MD	L	102,675			102,675	
22. Massachusetts	MA	L	278,953			278,953	
23. Michigan	MI	L	737,501			737,501	
24. Minnesota	MN	L	824,393		418	824,811	
25. Mississippi	MS	L	7,442			7,442	
26. Missouri	MO	L	20,617		111	20,728	
27. Montana	MT	L	3,416			3,416	
28. Nebraska	NE	L	39,641			39,641	
29. Nevada	NV	L	121,728			121,728	
30. New Hampshire	NH	L	56,921			56,921	
31. New Jersey	NJ	L	832,045			832,045	
32. New Mexico	NM	L	14,438			14,438	
33. New York	NY	L	11,768,688	180,919	21,340	11,970,947	
34. North Carolina	NC	L	242,745			242,745	
35. North Dakota	ND	L	494			494	
36. Ohio	OH	L	86,906		47	86,953	
37. Oklahoma	OK	L	4,988			4,988	
38. Oregon	OR	L	30,941			30,941	
39. Pennsylvania	PA	L	343,746			343,746	
40. Rhode Island	RI	L	25,654			25,654	
41. South Carolina	SC	L	147,926			147,926	
42. South Dakota	SD	L	3,759			3,759	
43. Tennessee	TN	L	85,226			85,226	
44. Texas	TX	L	173,114			173,114	
45. Utah	UT	L	24,723			24,723	
46. Vermont	VT	L	21,852			21,852	
47. Virginia	VA	L	184,402		33	184,435	
48. Washington	WA	L	29,080			29,080	
49. West Virginia	WV	L	4,575			4,575	
50. Wisconsin	WI	L	45,164		24	45,188	
51. Wyoming	WY	L	11,904			11,904	
52. American Samoa	AS	L					
53. Guam	GU	L					
54. Puerto Rico	PR	N	28,496	44,214	147	72,857	
55. U.S. Virgin Islands	VI	L	220			220	
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N	1,526			1,526	
58. Aggregate Other Aliens	OT	XXX	128,990			128,990	
59. Subtotal	XXX		18,957,476	225,133	23,513	19,206,122	
90. Reporting entity contributions for employee benefits plans	XXX						
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX		3,765,208			3,765,208	
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		290,270			290,270	
94. Aggregate or other amounts not allocable by State	XXX		112,300			112,300	
95. Totals (Direct Business)	XXX		23,125,254	225,133	23,513	23,373,900	
96. Plus Reinsurance Assumed	XXX		29,865,110	160,335,255	158	190,200,523	
97. Totals (All Business)	XXX		52,990,364	160,560,388	23,671	213,574,423	
98. Less Reinsurance Ceded	XXX		76,872,013	43,563,943	23,671	120,459,627	
99. Totals (All Business) less Reinsurance Ceded	XXX		(23,881,649)	116,996,445		93,114,796	
DETAILS OF WRITE-INS							
58001. ZZZ Other Alien	XXX		128,990			128,990	
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		128,990			128,990	
9401. Non-Pay Settlement Adjustments	XXX		112,300			112,300	
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		112,300			112,300	

(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 JUNE 30, 2024 OF THE First Allmerica Financial Life Insurance Company □ □
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM



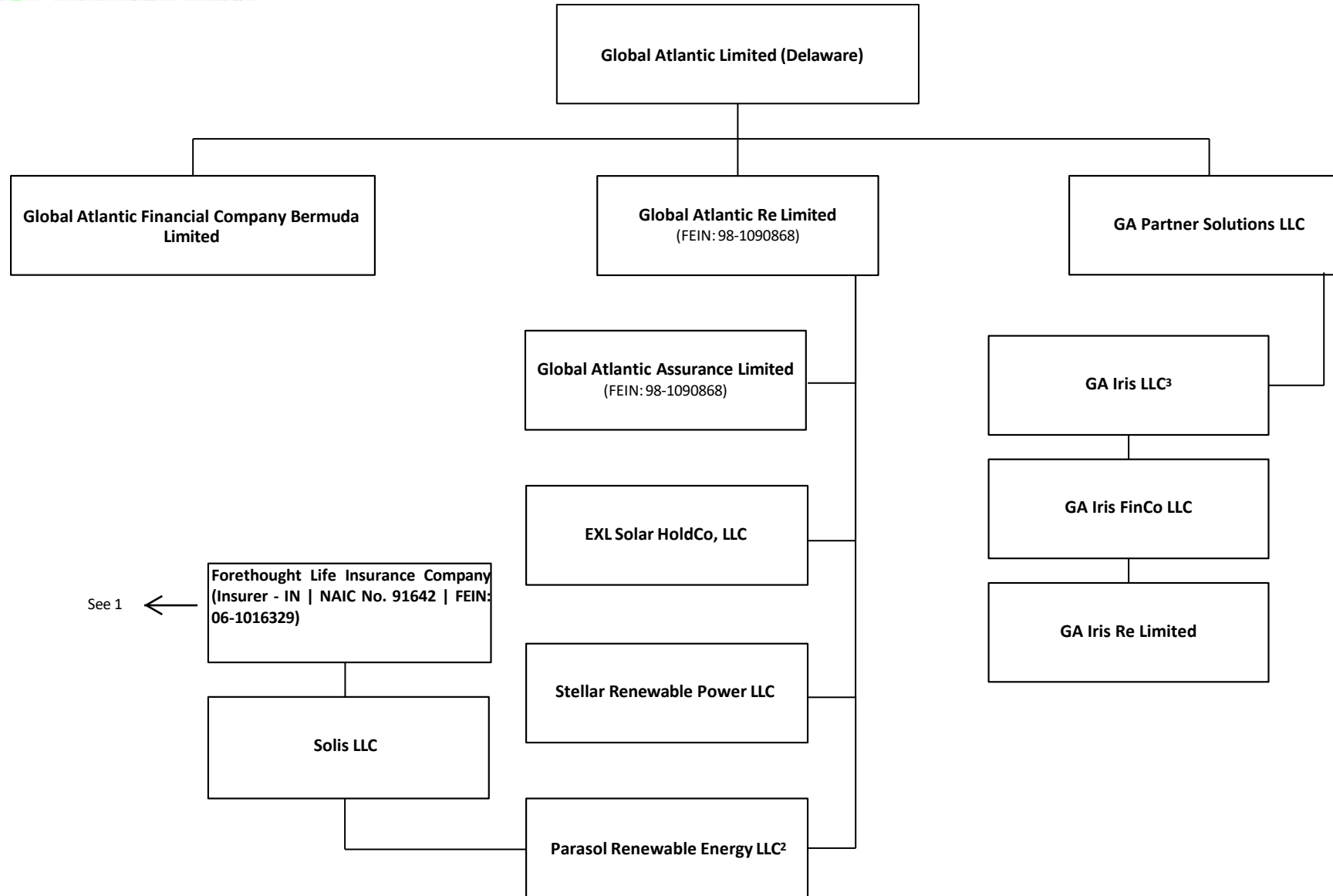
Commencing in 2022, following clarifying guidance issued by the SAPWG, the Company modified its affiliated entity listing to include SPV entities which were previously classified as unaffiliated. Investments in these entities are also reflected as affiliated investments, commencing in 2022.

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.

STATEMENT AS OF JUNE 30, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



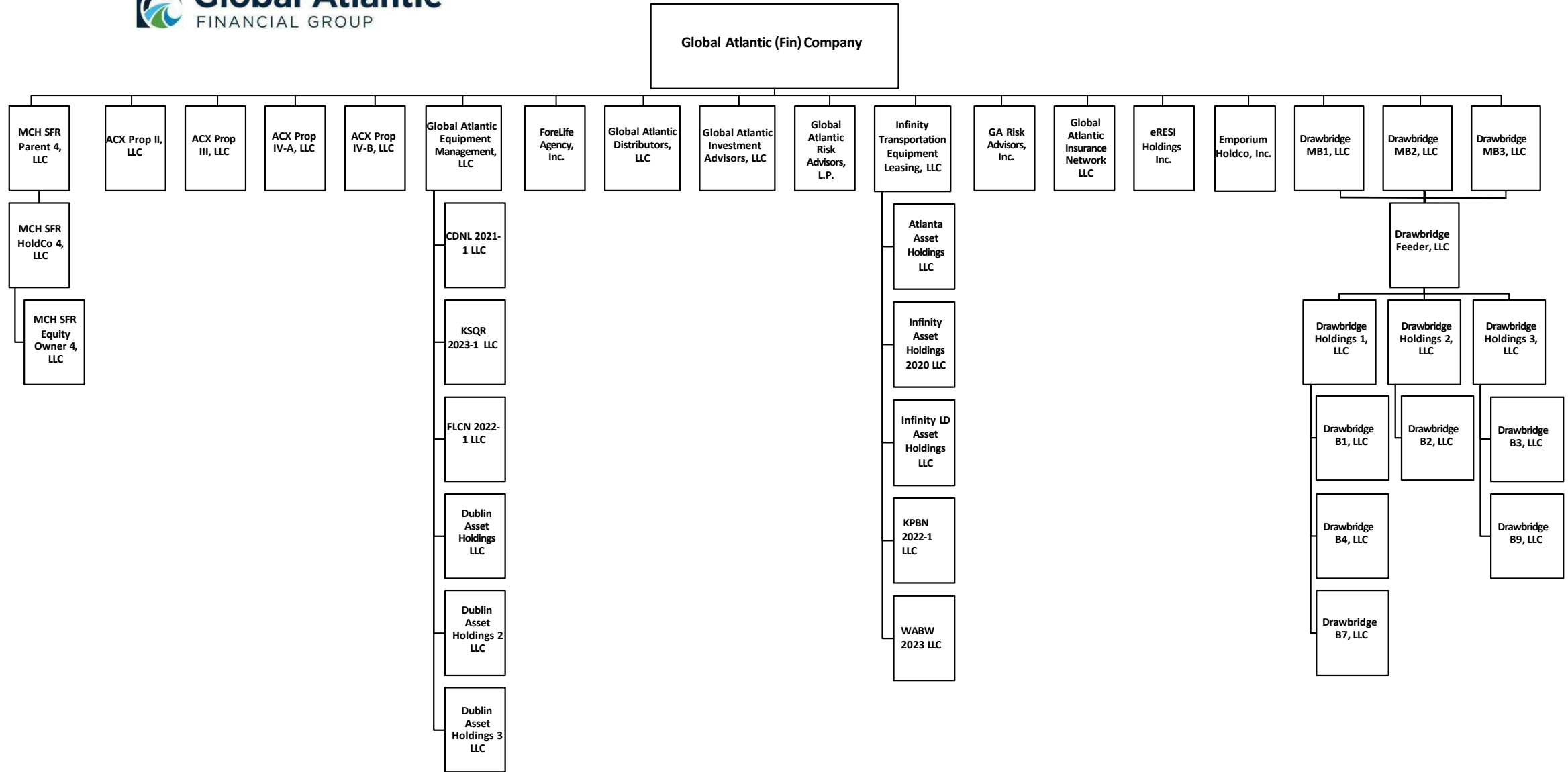
See 1 ←

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.

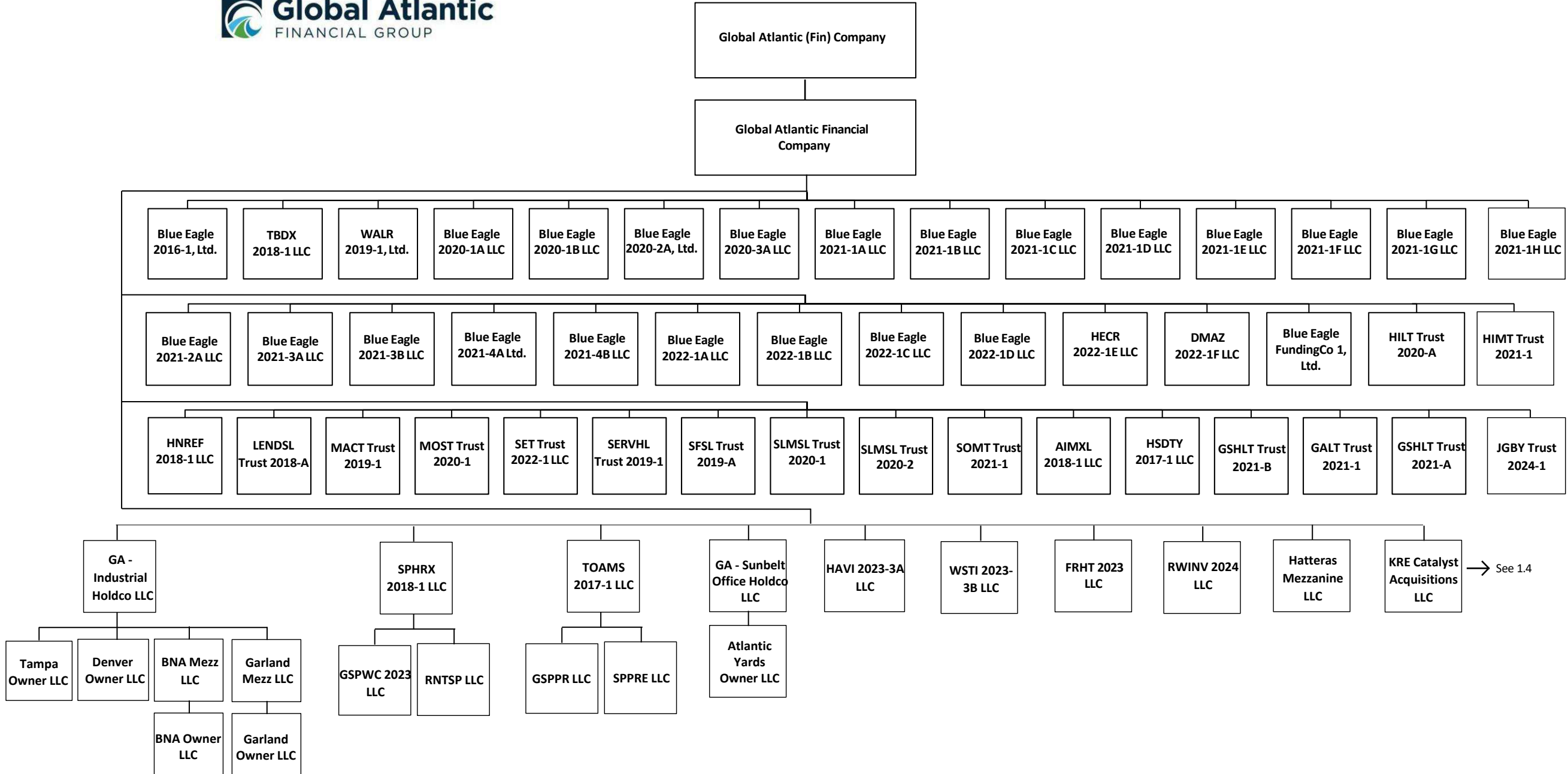
³GA Iris LLC is 30% owned by GA Partner Solutions LLC, and 70% owned by third-party investors.

STATEMENT AS OF JUNE 30, 2024 OF THE First Allmerica Financial Life Insurance Company ☐ ☐
 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



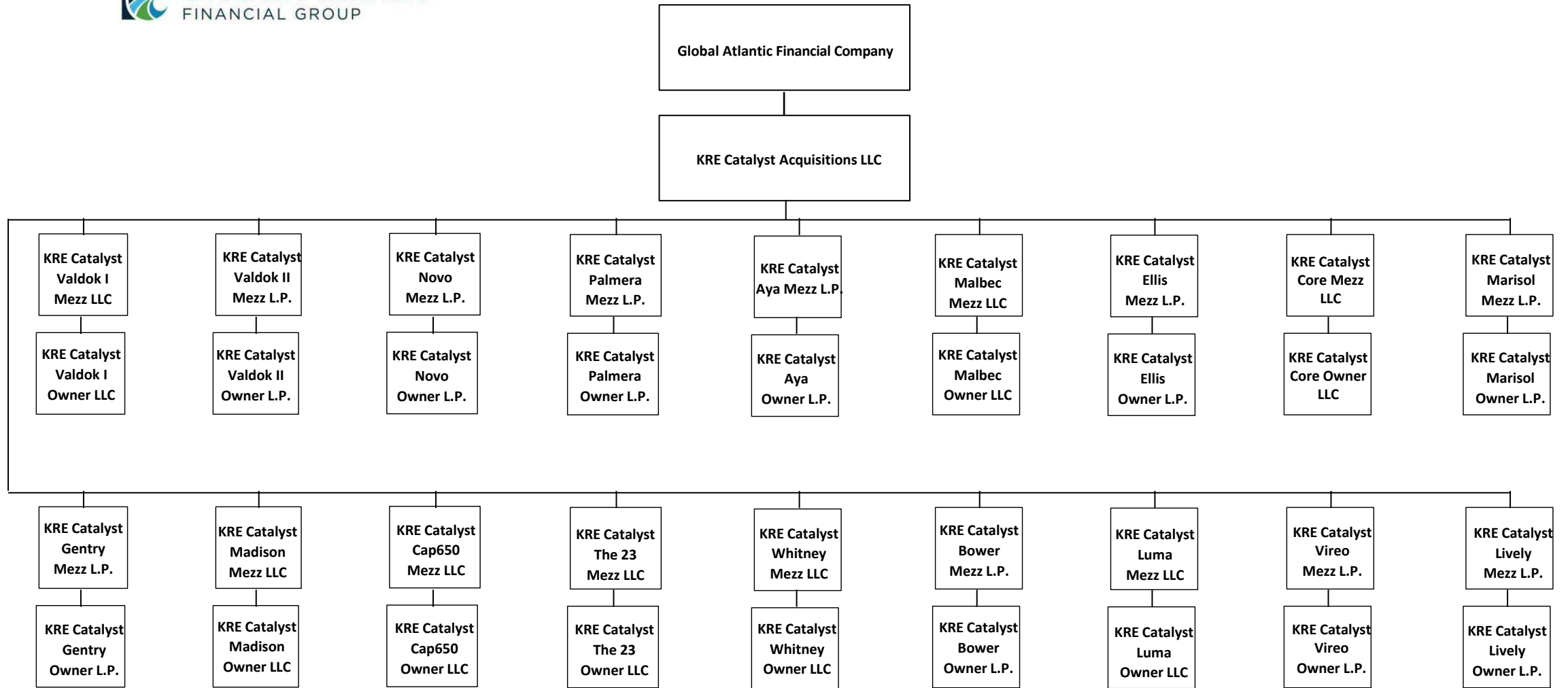
¹Certain subsidiaries included in the organizational chart own additional legal entities which have been omitted for clarity of presentation.

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 ORGANIZATIONAL CHART OF THE INSURANCE HOLDING COMPANY SYSTEM¹



STATEMENT AS OF JUNE 30, 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 95-2496321	3958278	1391312		Commonwealth Annuity and Life Insurance Company	MA	IA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	69140	04-1867050 38-3871599	2578101	793699		DBE Solar Holdco LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	91642	06-1016329 38-3898658 98-1089764 98-1090868 46-3694412 46-3694412	4520225 4520225 4520225	1554348		First Allmerica Financial Life Insurance Company	MA	RE	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
.3891	Global Atlantic Grp	15333	46-3455515 88-1203639	2578101 3958278	1404912 1932162 1743754 1472698 1842456	New York Stock Exchange	Five Points Senior Holdco LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
			04-6145677				Forethought Life Insurance Company	IN	IA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			88-2112299				Global Atlantic (Fin) Company	DE	UIP	Global Atlantic Financial Limited	Ownership	100.000	KKR & Co. Inc.		
			95-2496321				Global Atlantic Financial Group Limited	BMJ	UIP	The Global Atlantic Financial Group LLC	Ownership	100.000	KKR & Co. Inc.		
			98-1089764	4520225			Global Atlantic Limited (Delaware)	DE	UIP	Global Atlantic Financial Group Limited	Ownership	100.000	KKR & Co. Inc.		
			98-1090854				Gotham Issuer, LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	90.000	KKR & Co. Inc.		
			98-1452583				Gotham Issuer, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	10.000	KKR & Co. Inc.		
			98-1529928				Gotham Re, Inc.	VT	IA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
			98-1090854				KKR & Co. Inc.	DE	UIP	Board of Directors	Board of Directors		KKR & Co. Inc.		
			88-1979352				KKR Group Co. Inc.	CYM	UIP	KKR & Co. Inc.	Ownership	100.000	KKR & Co. Inc.		
			84-3588586				KKR Group Holdings Corp.	DE	UIP	KKR Group Co. Inc.	Ownership	100.000	KKR & Co. Inc.		
			84-3588586				KKR Group Partnership L.P.	CYM	UIP	KKR Group Holdings Corp.	Ownership	100.000	KKR & Co. Inc.		
			86-1607307				KKR Magnolia Holdings LLC	CYM	UIP	KKR Group Partnership L.P.	Ownership	100.000	KKR & Co. Inc.		
			87-2335032				NAV Solar Holdco LLC	DE	NIA	Commonwealth Annuity and Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			87-3631476				Panamint Power LLC	DE	NIA	Forethought Life Insurance Company	Ownership	100.000	KKR & Co. Inc.		
			88-0561068				Tapioca View, LLC	DE	NIA	Accordia Life and Annuity Company	Ownership	100.000	KKR & Co. Inc.		
			82-3508436				The Global Atlantic Financial Group LLC	BMJ	UIP	KKR Magnolia Holdings LLC	Ownership	100.000	KKR & Co. Inc.		
			88-1026854				EXL Solar HoldCo, LLC	DE	NIA	Global Atlantic Re Limited	Ownership	100.000	KKR & Co. Inc.		
			86-2857451				Global Atlantic Assurance Limited	BMJ	IA	Global Atlantic Re Limited	Ownership	100.000	KKR & Co. Inc.		
							Global Atlantic Financial Company Bermuda Limited	BMJ	NIA	Global Atlantic Limited (Delaware)	Ownership	100.000	KKR & Co. Inc.		
							Global Atlantic Re Limited	BMJ	IA	Global Atlantic Limited (Delaware)	Ownership	100.000	KKR & Co. Inc.		
							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			
							Parasol Renewable Energy LLC	DE	NIA	Global Atlantic Re Limited	Ownership	20.000	KKR & Co. Inc.		
							Parasol Renewable Energy LLC	DE	NIA	Solis LLC	Ownership	80.000	KKR & Co. Inc.		
							ACX Prop II, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
							ACX Prop III, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
							ACX Prop IV-A, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
							ACX Prop IV-B, LLC	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
							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.		
							KSQR 2023-1 LLC	DE	NIA	Global Atlantic Equipment Management, LLC	Management	0.000	KKR & Co. Inc.		
							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.		

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

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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)	*
							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 Financial Company	Management	0.000	KKR & Co. Inc.		
			38-3898658				GA - Sunbelt Office Holdco LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	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.		
			84-4227992				Infinity Asset Holdings 2020 LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	KKR & Co. Inc.		
			84-3127337				Infinity LD Asset Holdings LLC	DE	NIA	Infinity Transportation Equipment Leasing, LLC	Management	0.000	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.		
			88-3108777				MCH SFR Equity Owner 4, LLC	DE	NIA	MCH SFR HoldCo 4, LLC	Management	0.000	KKR & Co. Inc.		
			87-4783067				MCH SFR HoldCo 4, LLC	DE	NIA	MCH SFR Parent 4, LLC	Management	0.000	KKR & Co. Inc.		
			32-1402466				MCH SFR Parent 4, LLC	DE	NIA	Global Atlantic (Fin) Company	Management	0.000	KKR & Co. Inc.		
			90-0928452				Tampa Owner LLC	DE	NIA	GA - Industrial Holdco LLC	Management	0.000	KKR & Co. Inc.		
			85-0526287				Global Atlantic Financial Company	DE	NIA	Global Atlantic (Fin) Company	Ownership	100.000	KKR & Co. Inc.		
			98-1307202				AIMXL 2018-1 LLC	DE	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
			83-3851887				Blue Eagle 2016-1, Ltd.	CYM	NIA	Global Atlantic Financial Company	Management	0.000	KKR & Co. Inc.		
							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.		

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

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			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.		
			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.		
							RNTSP 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.		

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							KRE Catalyst Cap650 Mezz LLC DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Cap650 Owner LLC DE.....		KRE Catalyst Cap650 Mezz LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst The 23 Mezz LLC DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst The 23 Owner LLC DE.....		KRE Catalyst The 23 Mezz LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Whitney Mezz LLC DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Whitney Owner LLC DE.....		KRE Catalyst Whitney Mezz LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Bower Mezz L.P. DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Bower Owner L.P. DE.....		KRE Catalyst Bower Mezz L.P.	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Luma Mezz LLC DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Luma Owner LLC DE.....		KRE Catalyst Luma Mezz LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Vireo Mezz L.P. DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Vireo Owner L.P. DE.....		KRE Catalyst Vireo Mezz L.P.	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Lively Mezz L.P. DE.....		KRE Catalyst Acquisitions LLC	Ownership.....	100.000 ...	KKR & Co. Inc.		
							KRE Catalyst Lively Owner L.P. DE.....		KRE Catalyst Lively Mezz L.P.	Ownership.....	100.000 ...	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.	NO

AUGUST FILING

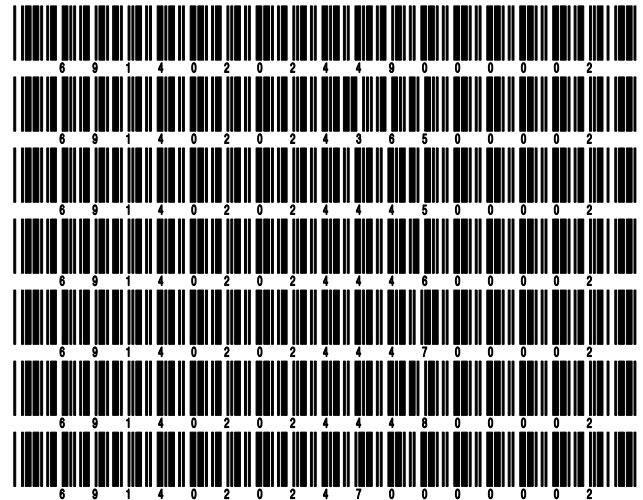
9. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting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

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 8.

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]
8. Life PBR Statement of Exemption (2nd Quarter Only) [Document Identifier 700]



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	768,461	5,263,878	6,807,929
08.305. FWH assumed realized loss	(645,845)	(7,119,221)	(11,006,063)
08.397. Summary of remaining write-ins for Line 8.3 from overflow page	122,616	(1,855,343)	(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	1,877,723,184	1,237,862,748
2.2 Additional investment made after acquisition	343,935	80,612
3. Capitalized deferred interest and other		
4. Accrual of discount	3,925,008	1,626,202
5. Unrealized valuation increase/(decrease)		
6. Total gain (loss) on disposals	(567,440)	(401,573)
7. Deduct amounts received on disposals	108,459,128	113,040,453
8. Deduct amortization of premium and mortgage interest points and commitment fees	375,297	1,258,755
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	1,834	
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)	3,054,504,766	1,281,912,670
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	3,054,504,766	1,281,912,670
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	3,054,504,766	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	120,327,052	44,471,387
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount	1,803,922	99,637
5. Unrealized valuation increase/(decrease)	(1,721,601)	(1,698,713)
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals	5,373,573	21,331,441
8. Deduct amortization of premium and depreciation	2,197,617	99,639
9. Total foreign exchange change in book/adjusted carrying value	(3,191)	
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)	137,036,818	24,201,826
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	137,036,818	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	4,185,442,511	10,295,498,936
3. Accrual of discount	51,217,576	33,315,782
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	72,950,216	(6,759,491)
6. Deduct consideration for bonds and stocks disposed of	5,381,953,142	4,216,392,264
7. Deduct amortization of premium	4,832,104	9,720,838
8. Total foreign exchange change in book/adjusted carrying value	(90,089)	
9. Deduct current year's other than temporary impairment recognized	56,724	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)	9,769,223,001	10,846,544,757
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	9,769,223,001	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	44,149,616	XXX	44,045,595	8,262	233,147

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	70,819,534	218,900,211
3. Accrual of discount	854,027	406,118
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	364,538	(44,743)
6. Deduct consideration received on disposals	177,252,265	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)	44,149,616	149,363,782
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	44,149,616	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 .....	..... (200,422)
3. Unrealized Valuation increase/(decrease) .....	..... 1,585,678
4. SSAP No. 108 adjustments .....	.....
5. Total gain (loss) on termination recognized .....	..... (32,798)
6. Considerations received/(paid) on terminations .....	..... (685,375)
7. Amortization .....	.....
8. Adjustment to the Book/Adjusted Carrying Value of hedged item .....	.....
9. Total foreign exchange change in Book/Adjusted Carrying Value .....	..... (274,946)
10. Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4+5-6+7+8+9) .....	..... 1,762,886
11. Deduct nonadmitted assets .....	.....
12. Statement value at end of current period (Line 10 minus Line 11) .....	..... 1,762,886

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 .....	..... 69,772
4.2 Less:	
4.21 Amount used to adjust basis of hedged item .....	.....
4.22 Amount recognized .....	..... 69,772
4.23 SSAP No. 108 adjustments .....	..... 69,772
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) .....	.....
7. Deduct total nonadmitted amounts .....	.....
8. Statement value at end of current period (Line 6 minus Line 7) .....	.....

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.....	463,646
2. Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	.....
3. Total (Line 1 plus Line 2)	463,646
4. Part D, Section 1, Column 6	2,015,125
5. Part D, Section 1, Column 7	(252,238)
6. Total (Line 3 minus Line 4 minus Line 5)	(1,299,241)
Fair Value Check	
7. Part A, Section 1, Column 16	463,646
8. Part B, Section 1, Column 13 .....	.....
9. Total (Line 7 plus Line 8)	463,646
10. Part D, Section 1, Column 9	2,015,125
11. Part D, Section 1, Column 10	(252,238)
12. Total (Line 9 minus Line 10 minus Line 11)	(1,299,241)
Potential Exposure Check	
13. Part A, Section 1, Column 21	6,356,595
14. Part B, Section 1, Column 20	11,043
15. Part D, Section 1, Column 12	7,376,545
16. Total (Line 13 plus Line 14 minus Line 15)	(1,008,907)

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	10,817,657,571	9,143,240,910
3. Accrual of discount	5,898,149	1,457,415
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	11,597,530,417	7,833,130,180
7. Deduct amortization of premium	127	
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)	907,456,996	1,681,431,820
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	907,456,996	1,681,431,820

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
Bank of New York New York, NY					1,419,055	1,534,829	2,248,198	.XXX.
UMB Kansas City, MO					(2,664,257)	(6,339,930)	2,829,775	.XXX.
CITIBANK New York, NY					4,928,892	3,381,098	2,902,641	.XXX.
Wells Fargo Lincoln, NE					(4,788,913)	(6,438,362)	(4,016,965)	.XXX.
US Bank New York, NY					188,210		231,431	.XXX.
JPM New York, NY					310,611	334,748	351,983	.XXX.
0199998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX						XXX
0199999. Totals - Open Depositories	XXX	XXX			(606,402)	(7,527,617)	4,547,063	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX						XXX
0399999. Total Cash on Deposit	XXX	XXX			(606,402)	(7,527,617)	4,547,063	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
.....								
.....								
.....								
.....								
.....								
.....								
0599999. Total - Cash	XXX	XXX			(606,402)	(7,527,617)	4,547,063	XXX

