



40150201920100102

QUARTERLY STATEMENT

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

MGA Insurance Company, Inc.

NAIC Group Code 0000, 0000 NAIC Company Code 40150 Employer's ID Number 75-1767545

Organized under the Laws of State of Domicile or Port of Entry TX

Country of Domicile
Incorporated/Organized May 22, 1981 Commenced Business August 13, 1981

Statutory Home Office 3333 Lee Parkway Suite 1200, Dallas, TX US 75219

Main Administrative Office 3333 Lee Parkway Suite 1200, Dallas, TX US 75219 972-629-4301

Mail Address Post Office Box 199023, Dallas, TX US 75219-9023

Primary Location of Books and Records 3333 Lee Parkway Suite 1200, Dallas, TX US 75219 972-629-4301

Internet Website Address www.gainsco.com
Statutory Statement Contact Donald Alan Baker 972-629-4379

don.baker@gainsco.com 972-677-4152

OFFICERS

Table with 2 columns: Name, Title. Includes Glenn Walden Anderson (President and Chief Executive Officer), Brian Christopher Dosser (Secretary and Senior Vice President), Daniel Jay Coots (Treasurer and Senior Vice President).

VICE-PRESIDENTS

Table with 4 columns: Name, Title, Name, Title. Lists various vice-presidents such as Gregory Alan Castleman, Michael Shepard Johnston, etc.

DIRECTORS OR TRUSTEES

Table with 4 columns: Name, Title, Name, Title. Lists directors/trustees such as Robert William Stallings, Glenn Walden Anderson, etc.

State of Texas

County of Dallas ss

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

(Signature) Glenn Walden Anderson, Brian Christopher Dosser, Daniel Jay Coots
(Printed Name)
1. President and Chief Executive Officer, 2. Secretary and Senior Vice President, 3. Treasurer and Senior Vice President
(Title)

Subscribed and sworn to before me this 12th day of August, 2019

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

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	220,808,767		220,808,767	216,436,169
2. Stocks:				
2.1 Preferred stocks	5,337,780		5,337,780	4,843,500
2.2 Common stocks	6,464,984	525	6,464,459	6,937,884
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances)				
4.2 Properties held for the production of income (less \$ 0 encumbrances)				
4.3 Properties held for sale (less \$ 0 encumbrances)				
5. Cash (\$ (5,290,529)), cash equivalents (\$ 12,255,925), and short-term investments (\$ 4,000,797)	10,966,193		10,966,193	16,053,209
6. Contract loans (including \$ 0 premium notes)				
7. Derivatives				
8. Other invested assets	14,317,870		14,317,870	12,520,918
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	257,895,594	525	257,895,069	256,791,680
13. Title plants less \$ 0 charged off (for Title insurers only)				
14. Investment income due and accrued	2,007,121		2,007,121	2,023,127
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	6,102,187	344,095	5,758,092	5,760,849
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	63,508,350		63,508,350	58,430,064
15.3 Accrued retrospective premiums (\$ 0) and contracts subject to redetermination (\$ 0)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers				
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	165,317		165,317	17,389
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	6,305,872		6,305,872	6,318,030
19. Guaranty funds receivable or on deposit				
20. Electronic data processing equipment and software	4,134,558		4,134,558	2,316,772
21. Furniture and equipment, including health care delivery assets (\$ 0)	3,764,496	3,351,757	412,739	496,809
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	526,048		526,048	441,066
24. Health care (\$ 0) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	2,319,539	2,298,482	21,057	
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	346,729,082	5,994,859	340,734,223	332,595,786
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	346,729,082	5,994,859	340,734,223	332,595,786

DETAILS OF WRITE-IN LINES			
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. Prepaid expenses	2,083,981	2,083,981	
2502. Other assets	235,558	214,501	21,057
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	2,319,539	2,298,482	21,057

LIABILITIES, SURPLUS AND OTHER FUNDS

	1	2
	Current Statement Date	December 31, Prior Year
1. Losses (current accident year \$ 54,396,958)	98,412,084	93,855,474
2. Reinsurance payable on paid losses and loss adjustment expenses	1,936	2,797
3. Loss adjustment expenses	15,904,221	16,152,579
4. Commissions payable, contingent commissions and other similar charges	379,577	303,678
5. Other expenses (excluding taxes, licenses and fees)	12,719,726	14,236,907
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	3,273,396	4,327,574
7.1. Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	1,257,915	1,586,555
7.2. Net deferred tax liability		
8. Borrowed money \$ 0 and interest thereon \$ 0		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 0 and including warranty reserves of \$ 0 and accrued accident and health experience rating refunds including \$ 0 for medical loss ratio rebate per the Public Health Service Act)	91,847,285	86,020,822
10. Advance premium		
11. Dividends declared and unpaid:		
11.1. Stockholders		
11.2. Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)		
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others		
15. Remittances and items not allocated	12,206	10,342
16. Provision for reinsurance (including \$ 0 certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	3,229,445	5,139,401
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ 0 and interest thereon \$ 0		
25. Aggregate write-ins for liabilities	2,190,445	1,798,774
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	229,228,236	223,434,903
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	229,228,236	223,434,903
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	12,000,000	12,000,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	80,325,157	80,325,157
35. Unassigned funds (surplus)	25,180,830	22,835,726
36. Less treasury stock, at cost:		
36.1. 6,000,000 shares common (value included in Line 30 \$ 6,000,000)	6,000,000	6,000,000
36.2. 0 shares preferred (value included in Line 31 \$ 0)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	111,505,987	109,160,883
38. Totals (Page 2, Line 28, Col. 3)	340,734,223	332,595,786

DETAILS OF WRITE-IN LINES		
2501. Unclaimed property	2,190,445	1,798,774
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	2,190,445	1,798,774
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298) (Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 178,856,083)	173,027,827	157,668,395	326,400,768
1.2 Assumed (written \$ 65,895)	67,689	81,222	156,614
1.3 Ceded (written \$ 256,683)	256,683	274,637	545,061
1.4 Net (written \$ 178,665,295)	172,838,833	157,474,980	326,012,321
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 95,640,872):			
2.1 Direct	90,483,015	79,633,741	168,917,156
2.2 Assumed	18,783	65,764	99,741
2.3 Ceded	125	(159,052)	(236,398)
2.4 Net	90,501,673	79,858,557	169,253,295
3. Loss adjustment expenses incurred	20,956,613	20,282,833	40,320,213
4. Other underwriting expenses incurred	51,564,423	47,340,395	94,784,514
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	163,022,709	147,481,785	304,358,022
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	9,816,124	9,993,195	21,654,299
INVESTMENT INCOME			
9. Net investment income earned	4,120,069	3,408,302	7,224,516
10. Net realized capital gains (losses) less capital gains tax of \$ 0	(829,306)	997,699	941,434
11. Net investment gain (loss) (Lines 9 + 10)	3,290,763	4,406,001	8,165,950
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 0 amount charged off \$ 0)			
13. Finance and service charges not included in premiums			
14. Aggregate write-ins for miscellaneous income	53,222	(18,756)	(70,804)
15. Total other income (Lines 12 through 14)	53,222	(18,756)	(70,804)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	13,160,109	14,380,440	29,749,445
17. Dividends to policyholders			
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	13,160,109	14,380,440	29,749,445
19. Federal and foreign income taxes incurred	3,271,360	2,760,539	5,921,039
20. Net income (Line 18 minus Line 19) (to Line 22)	9,888,749	11,619,901	23,828,406
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	109,160,883	107,338,457	107,338,457
22. Net income (from Line 20)	9,888,749	11,619,901	23,828,406
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ 458,429	1,724,567	719,465	(3,670,484)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	446,271	750,537	1,199,259
27. Change in nonadmitted assets	285,517	(501,492)	(1,457,755)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders	(10,000,000)	(12,844,000)	(18,077,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	2,345,104	(255,589)	1,822,426
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	111,505,987	107,082,868	109,160,883

DETAILS OF WRITE-IN LINES			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 05 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 05 above)			
1401. Miscellaneous income	53,222	(18,756)	(70,804)
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	53,222	(18,756)	(70,804)
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above)			

CASH FLOW

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	173,538,210	161,128,120	327,925,422
2. Net investment income	4,848,298	4,114,342	8,425,226
3. Miscellaneous income	53,222	(18,756)	(70,804)
4. Total (Lines 1 to 3)	178,439,730	165,223,706	336,279,844
5. Benefit and loss related payments	85,945,924	73,094,049	154,848,974
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	75,264,854	68,056,126	131,002,322
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)	3,600,000	4,517,625	6,275,626
10. Total (Lines 5 through 9)	164,810,778	145,667,800	292,126,922
11. Net cash from operations (Line 4 minus Line 10)	13,628,952	19,555,906	44,152,922
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	18,114,273	18,280,357	34,144,358
12.2 Stocks			341,763
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets	372,120	1,674,431	4,061,801
12.6 Net gains (or losses) on cash, cash equivalents and short-term investments	(247)	(10,325)	(15,434)
12.7 Miscellaneous proceeds			
12.8 Total investment proceeds (Lines 12.1 to 12.7)	18,486,146	19,944,463	38,532,488
13. Cost of investments acquired (long-term only):			
13.1 Bonds	23,918,490	36,015,008	75,186,613
13.2 Stocks		2,076,445	5,075,056
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	116,594		10,963
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	24,035,084	38,091,453	80,272,632
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(5,548,938)	(18,146,990)	(41,740,144)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders	10,000,000	12,844,000	18,077,000
16.6 Other cash provided (applied)	(3,167,030)	(1,817,745)	(737,769)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(13,167,030)	(14,661,745)	(18,814,769)
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)	(5,087,016)	(13,252,829)	(16,401,991)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	16,053,209	32,455,200	32,455,200
19.2 End of period (Line 18 plus Line 19.1)	10,966,193	19,202,371	16,053,209

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

20.0001			
20.0002			
20.0003			

NOTES TO FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies and Going Concern

(A) Accounting Practices, Impact of NAIC / State Differences

The accompanying statutory financial statements of MGA Insurance Company, Inc. (Company) have been prepared on the basis of accounting practices prescribed or permitted by the Texas Department of Insurance. The state of Texas requires insurance companies domiciled in the state of Texas to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) subject to any deviations prescribed or permitted by the Texas Department of Insurance.

In these statements, the only difference between Texas prescribed practices and NAIC SAP is that Texas regulations allow furniture and equipment to be admitted assets (28 TAC §7.18(c)(2)(C)(3)) whereas NAIC SAP does not. Reconciliations of net income and policyholders' surplus between amounts presented in the financial statements (Texas basis) and NAIC SAP are as follows:

	SSAP #	F/S Page	F/S Line #	2019	2018
<u>Net Income</u>					
(1) Net income, Texas basis	XXX	XXX	XXX	9,888,749	23,828,406
(2) State Prescribed Practices that is an increase/(decrease) from NAIC SAP				-	-
(3) State Permitted Practices that is an increase/(decrease) from NAIC SAP				-	-
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	9,888,749	23,828,406
<u>Surplus</u>					
(5) Policyholders' surplus, Texas basis	XXX	XXX	XXX	111,505,987	109,160,883
(6) State Prescribed Practices that is an increase/(decrease) from NAIC SAP	19	2	21	412,739	496,809
(7) State Permitted Practices that is an increase/(decrease) from NAIC SAP				-	-
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	111,093,248	108,664,074

(B) Use of Estimates in Preparation of the Financial Statements

No significant change

(C) Accounting Policies

(1) No significant change

(2) There are no SVO-identified investments that have been reacquired and reported using a different measurement method from what was previously used for the investment.

(3) through (5) No significant change

(6) Investment grade loan-backed securities, excluding residential mortgage-backed securities, are stated at amortized cost. The prospective adjustment method is used to value all such securities. In order to value loan-backed securities subject to multiple designations, including residential mortgage-backed securities, the Company followed the procedures established by the NAIC Modeling Process. This two-step process determined the carrying value method and NAIC designation.

(7) through (13) No significant change

(D) Going Concern

Management's evaluation determined there are no principal conditions or events that raise substantial doubt about the Company's ability to continue as a going concern.

(2) Accounting Changes and Corrections of Errors

No significant change

(3) Business Combinations and Goodwill

No significant change

(4) Discontinued Operations

Not applicable

(5) Investments

(A) Mortgage Loans, Including Mezzanine Real Estate Loans

Not applicable

(B) Debt Restructuring

Not applicable

(C) Reverse Mortgages

Not applicable

(D) Loan-Backed and Structured Securities

(1) Prepayment assumptions for single class and multi-class mortgage-backed securities were obtained from estimates consistent with the current interest rates and economic environment and provided by a third party service.

NOTES TO FINANCIAL STATEMENTS

- (2) The following table summarizes by quarter other-than-temporary impairments (OTTI) recorded during the year because the Company had either the intent to sell the securities or the inability or lack of intent to retain as cited in the table:

	Amortized Cost Before OTTI	OTTI Recognized	Fair Value (1-2)
Other Than Temporary Impairment recognized 1 st quarter			
a. Intent to sell			
b. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
c. Total 1 st quarter	0	0	0
Other Than Temporary Impairment recognized 2 nd quarter			
d. Intent to sell			
e. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
f. Total 2 nd quarter	0	0	0
Other Than Temporary Impairment recognized 3 rd quarter			
g. Intent to sell			
h. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
i. Total 3 rd quarter	0	0	0
Other Than Temporary Impairment recognized 4 th quarter			
j. Intent to sell			
k. Inability or lack of intent to retain investment in the security for a period of time sufficient to recover the amortized cost basis			
l. Total 4 th quarter	0	0	0
m. Annual aggregate total	XXXXX	0	XXXXX

- (3) The following table reflects securities with an OTTI recognized in current year earnings based on the fact the present value of cash flows expected to be collected was less than the amortized cost basis of the securities:

CUSIP/ Description	Amortized Cost Before OTTI	Present Value of Projected Cash Flows	OTTI Recognized	Amortized Cost After OTTI	Fair Value at Time of OTTI	Financial Statement Date Reported
Total OTTI			0			

- (4) The following table summarizes gross unrealized investment losses on loan-backed securities based on length of time continuously in these unrealized loss positions as of quarter end:

a. Aggregate amount of unrealized losses:	
1. Less than 12 months	0
2. 12 months or longer	5,025
3. Total	5,025
b. Aggregate fair value of securities with unrealized loss:	
1. Less than 12 months	0
2. 12 months or longer	897,785
3. Total	897,785

- (5) All loan-backed securities in an unrealized loss position were reviewed to determine whether an OTTI should be recognized. For those securities in an unrealized loss position as of June 30, 2019, the Company has made a decision not to sell any such securities. The Company has evaluated its cash flow requirements and believes that its liquidity is adequate and it will not be required to sell these securities before recovery of their cost basis. The conclusions are supported by a detailed analysis of the underlying credit and projected cash flows on each security. It is possible that the Company could recognize an OTTI in the future on some of the securities held if future events, information and the passage of time cause it to conclude that declines in value are other-than-temporary.

- (E) Dollar Repurchase Agreements and/or Securities Lending Transactions
(1-2) Not applicable

- (3) There were no agreements or transactions involving collateral.

- (F) Repurchase Agreements Transactions Accounted for as Secured Borrowing
Not applicable

- (G) Reverse Repurchase Agreements Transactions Accounted for as Secured Borrowing
Not applicable

- (H) Repurchase Agreements Transactions Accounted for as a Sale
Not applicable

- (I) Reverse Repurchase Agreements Transactions Accounted for as a Sale
Not applicable

- (J) Real Estate
Not applicable

- (K) Low-Income Housing Tax Credits (LIHTC)
Not applicable

- (L) Restricted Assets
No significant change

NOTES TO FINANCIAL STATEMENTS

- (M) Working Capital Finance Investments
Not applicable
- (N) Offsetting and Netting of Assets and Liabilities
Not applicable
- (O) Structured Notes
Not applicable
- (P) 5⁺ Securities
Not applicable
- (Q) Short Sales
Not applicable
- (R) Prepayment Penalty and Acceleration Fees
No significant change
- (6) Joint Ventures, Partnerships and Limited Liability Companies
No significant change
- (7) Investment Income
No significant change
- (8) Derivative Instruments
The Company does not own derivative instruments.
- (9) Income Taxes
No significant change
- (10) Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties
No significant change
- (11) Debt
- (A) Amount, Interest, Maturities, Collateral, Covenants
The Company has no debt outstanding.
- (B) Funding Agreements with Federal Home Loan Bank (FHLB)
The Company has no Federal Home Loan Bank agreements.
- (12) Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans
- (A) Defined Benefit Plan
The company does not have a defined benefit plan.
- (B through F) No significant change
- (13) Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations
No significant change
- (14) Liabilities, Contingencies and Assessments
No significant change
- (15) Leases
No significant change
- (16) Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk
Not applicable
- (17) Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
- (A) Transfer of Receivables Reported as Sales
Not applicable
- (B) Transfer and Servicing of Financial Assets
Not applicable
- (C) Wash Sales
- (1) In the course of the Company's asset management, securities may be sold and reacquired within thirty days of the sale date to enhance the yield on the investments and to offset realized loss carryforwards for federal income tax purposes.
- (2) There were no wash sale transactions involving securities with an NAIC designation of 3 or below, or that do not have an NAIC designation, excluding money market mutual funds.
- (18) Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
Not applicable

NOTES TO FINANCIAL STATEMENTS

- (19) Direct Premium Written / Produced by Managing General Agents / Third Party Administrators
No significant change

(20) Fair Value Measurements

(A) Inputs Used for Assets and Liabilities Measured and Reported at Fair Value

(1) Items Measured and Reported at Fair Value by Levels 1, 2 and 3

The Company has categorized its assets and liabilities that are measured at fair value into the three-level fair value hierarchy as reflected in the table below. The three-level fair value hierarchy is based on the degree of subjectivity inherent in the valuation method by which fair value was determined. The levels are defined as follows:

Level 1 – Quoted Prices in Active Markets for Identical Assets and Liabilities: This category, for items measured at fair value on a recurring basis, includes exchange-traded preferred and common stocks. The estimated fair value of the equity securities within this category are based on quoted prices in active markets.

Level 2 – Significant Other Observable Inputs: This category for items measured at fair value on a recurring basis includes bonds, loan-back securities, preferred stocks and common stocks which are not exchange-traded. The estimated fair values of some of these items were determined by independent pricing services using observable inputs. Others were based on quotes from markets which were not considered actively traded.

Level 3 – Significant Unobservable Inputs: This category includes valuations based on models where significant inputs are not observable. The unobservable inputs reflect the Company's own estimates as to the assumptions that market participants would use. Investments classified as Level 3 are comprised of securities for which values provided by an independent pricing service or quoted market prices were not used, many of which are not publicly traded or are not actively traded.

Description	Level 1	Level 2	Level 3	Net Asset Value (NAV) Included in Level 2	Total
Assets at Fair Value					
Bonds					
Issuer obligations	0	3,013,750	0	0	3,013,750
Common stock	6,464,459	0	0	0	6,464,459
Preferred stock	3,570,480	990,000	0	0	4,560,480
Total Assets at Fair Value	10,034,939	4,003,750	0	0	14,038,689

All of the Company's Level 1 and Level 2 invested assets held as of June 30, 2019 were priced using either independent pricing services or available market prices to determine fair value. The Company classifies such instruments in active markets as Level 1 and those not in active markets as Level 2. Those for which the independent pricing service value is used are classified as Level 2. At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred between Levels 1 and 2. This policy also applies to transfers into or out of Level 3 as stated in paragraph 3 below. There were no transfers between Levels 1 and 2 during the second quarter of 2019.

(2) Rollforward of Level 3 Items:

Description	Level 3 Balance at 12-31-18	Gains (Losses) Included in Income	Gains (Losses) Included in Surplus	Purchases	Sales	Transfers into Level 3	Transfers out of Level 3	Level 3 Balance at 6-30-19
Assets at Fair Value								
Bonds and asset-backed securities	-	-	-	-	-	-	-	-
Total Assets at Fair Value	0	0	0	0	0	0	0	0

(3) Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3. The above table of Level 3 assets begins with the prior period balance and adjusts the balance for the gains or losses (realized and unrealized) that occurred during the current period. Any new purchases that are identified as Level 3 securities are added, and any sales of securities which were previously identified as Level 3 are subtracted. Next, any securities which were previously identified as Level 1 or Level 2 securities and which are currently identified as Level 3 are added. Finally, securities which were previously identified as Level 3 and which are now designated as Level 1 or as Level 2 are subtracted.

(4) Inputs and Techniques Used for Level 2 and Level 3 Fair Values

Level 2 securities have a fair value derived from a market price estimate provided by an independent pricing service. This generally involves a matrix pricing approach which looks at the characteristics of securities traded in actual market transactions and maps them into categories. If the specific security to be priced has not recently traded, it is also categorized, and the market yield on deemed similar instruments is applied to that issue. For securities backed by mortgage loans, key inputs include the market required loss adjusted yield, and the projected default rate, severity, and voluntary prepayment speed on the underlying collateral.

(5) Derivative Fair Values
Not applicable

(B) Other Fair Value Disclosures
Not applicable

NOTES TO FINANCIAL STATEMENTS

(C) Fair Values for All Financial Instruments by Levels 1, 2 and 3

The table below reflects the fair values and admitted values of all admitted assets and liabilities that are financial instruments excluding those accounted for under the equity method (subsidiaries, partnerships). The fair values are also categorized into the three-level fair value hierarchy as described above in Note 20(A). The Company does not have any liabilities measured at fair value.

Type of Financial Instrument	Aggregate Fair Value	Admitted Value	Level 1	Level 2	Level 3	Net Asset Value (NAV) Included in Level 2	Not Practicable (Carrying Value)
Bonds	221,682,862	220,808,767	6,484,490	215,198,372	-	-	-
Common stock - unaffiliated	6,464,459	6,464,459	6,464,459	0	-	-	-
Preferred stock	5,347,680	5,337,780	4,357,680	990,000	-	-	-
Cash, cash equivalents and short-term investments	10,971,083	10,966,193	6,965,396	4,005,687	-	-	-
Total Assets	244,466,084	243,577,199	24,272,025	220,194,059	0	0	0

(D) Financial Instruments for Which Not Practical to Estimate Fair Values

Not applicable

(21) Other Items
Not applicable

(22) Events Subsequent
There were no events occurring subsequent to the close of the books for this statement that would have a material effect on the financial condition of the Company.

(23) Reinsurance
No significant change

(24) Retrospectively Rated Contracts and Contracts Subject to Redetermination
Not applicable

(25) Changes in Incurred Losses and Loss Adjustment Expenses

(A) Reasons for Changes in Incurred Losses Related to Past Events

The estimated cost of loss and loss adjustment expenses attributable to insured events of prior years decreased by \$3,816,747 during the current year as a result of ongoing analysis of recent loss development. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

(B) Significant Changes in Reserving Methodologies and Assumptions

None

(26) Intercompany Pooling Arrangements
Not applicable

(27) Structured Settlements
The Company has not entered into any structured settlements.

(28) Health Care Receivables
Not applicable

(29) Participating Policies
Not applicable

(30) Premium Deficiency Reserves
No significant change

(31) High Deductibles
The Company does not write high deductible coverages.

(32) Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses
Not applicable

(33) Asbestos / Environmental Reserves
Not applicable

(34) Subscriber Savings Accounts
Not applicable

(35) Multiple Peril Crop Insurance
Not applicable

(36) Financial Guaranty Insurance
Not applicable

GENERAL INTERROGATORIES

PART 1 – COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change: _____

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []

If yes, complete Schedule Y, Parts 1, and 1A.

3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]

3.3 If the response to 3.2 is yes, provide a brief description of those changes.

3.4 Is the reporting entity publicly traded or a member of a publicly traded group? Yes [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 0000786344

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

If yes, complete and file the merger history data file with the NAIC for the annual filing corresponding to this period.

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2018

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. 12/31/2013

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). 10/16/2014

6.4 By what department or departments?
 Texas Department of Insurance

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

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

GENERAL INTERROGATORIES

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

7.2 If yes, give full information

.....

.....

.....

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

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

.....

.....

.....

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

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

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

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?

(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. Yes [X] No []

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 [X]

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 [X]

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

.....

.....

.....

FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 315,870

GENERAL INTERROGATORIES

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$ _____	\$ _____
14.22 Preferred Stock	\$ _____	\$ _____
14.23 Common Stock	\$ _____ 525	\$ _____ 525
14.24 Short-Term Investments	\$ _____	\$ _____
14.25 Mortgage Loans on Real Estate	\$ _____	\$ _____
14.26 All Other	\$ _____	\$ _____
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ _____ 525	\$ _____ 525
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$ _____	\$ _____

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [] No [X]

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

16. For the reporting entity's security lending program, state the amount of the following as 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	\$ _____

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
Wells Fargo Bank, N.A. Attn: Institutional Trust - Risk Management	Northstar East - 5th Floor MAC N9032-054 608 2nd Avenue South, Minneapolis, MN 55479

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)
.....
.....

GENERAL INTERROGATORIES

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 and complete 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 investments 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
Glenn W. Anderson	
Daniel J. Coots	
Terence J. Lynch	

17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e., designated with a "U") manage more than 10% of the reporting entity's assets?

Yes [] No [X]

17.5098 For firms/individuals unaffiliated with the reporting entity (i.e., designated with a "U") listed in the table for Question 17.5, the total assets under management aggregate to more than 50% of the reporting entity's assets?

Yes [] No [X]

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

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

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed?

Yes [X] No []

18.2 If no, list exceptions:

.....

19. By self-designating 5GI securities, the reporting entity is certifying the following elements for each self-designated 5GI security:

- a. Documentation necessary to permit a full credit analysis of the security does not exist. or an NAIC CRP credit rating for an FE or PL security is not available.
- b. Issuer or obligor is current on all contracted interest and principal payments.
- c. The insurer has an actual expectation of ultimate payment of all contracted interest and principal.

Has the reporting entity self-designated 5GI securities?

Yes [] No [X]

20. By self-designating PLGI securities, the reporting entity is certifying the following elements of each self-designated PLGI security:

- a. The security was purchased prior to January 1, 2018.
- b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
- c. The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.
- d. The reporting entity is not permitted to share this credit rating of the PL security with the SVO.

Has the reporting entity self-designated PLGI securities?

Yes [] No [X]

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

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

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

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:
 5.1. A&H loss percent _____ %
 5.2. A&H cost containment percent _____ %
 5.3. A&H expense percent excluding cost containment expenses _____ %

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

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

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

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

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

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

NONE **Schedule F**

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year To Date - Allocated by States and Territories

States, Etc.	1 Active Status (a)	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid		
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date	
1. Alabama	AL	L						
2. Alaska	AK	N						
3. Arizona	AZ	L	11,147,559	12,058,374	5,768,319	5,355,792	5,430,837	5,831,894
4. Arkansas	AR	L						
5. California	CA	L	2,895	7,404				
6. Colorado	CO	L						
7. Connecticut	CT	N						
8. Delaware	DE	L						
9. District of Columbia	DC	L						
10. Florida	FL	L	22,219,040	29,181,051	13,539,177	15,079,890	14,239,178	14,688,911
11. Georgia	GA	L	21,801,514	21,597,694	11,026,299	8,974,316	13,982,418	12,257,741
12. Hawaii	HI	N						
13. Idaho	ID	L						
14. Illinois	IL	L						
15. Indiana	IN	L						
16. Iowa	IA	L						
17. Kansas	KS	L						
18. Kentucky	KY	N						
19. Louisiana	LA	L						
20. Maine	ME	N						
21. Maryland	MD	L						
22. Massachusetts	MA	N						
23. Michigan	MI	N						
24. Minnesota	MN	N						
25. Mississippi	MS	L						
26. Missouri	MO	L						
27. Montana	MT	L						
28. Nebraska	NE	L						
29. Nevada	NV	N						
30. New Hampshire	NH	N						
31. New Jersey	NJ	N						
32. New Mexico	NM	L	6,087,115	6,353,411	2,603,050	2,490,091	3,666,933	3,797,110
33. New York	NY	N						
34. North Carolina	NC	L						
35. North Dakota	ND	N						
36. Ohio	OH	L						
37. Oklahoma	OK	L	3,388,693	1,756,086	1,137,153	716,829	1,364,830	1,200,432
38. Oregon	OR	L						
39. Pennsylvania	PA	L						
40. Rhode Island	RI	N						
41. South Carolina	SC	L	43,503,223	40,781,272	21,755,730	15,351,229	26,728,174	20,626,252
42. South Dakota	SD	N						
43. Tennessee	TN	L	3,095,350	2,000,940	1,153,706	1,217,949	1,397,230	1,281,053
44. Texas	TX	L	56,651,618	50,505,944	24,462,230	21,557,493	25,759,335	22,933,915
45. Utah	UT	L	5,753,766	2,775,811	2,338,708	454,429	2,945,046	1,067,375
46. Vermont	VT	N						
47. Virginia	VA	L	5,205,310	3,686,332	2,152,533	1,878,625	2,752,103	2,367,128
48. Washington	WA	L						
49. West Virginia	WV	L						
50. Wisconsin	WI	N						
51. Wyoming	WY	L						
52. American Samoa	AS	N						
53. Guam	GU	N						
54. Puerto Rico	PR	N						
55. U.S. Virgin Islands	VI	N						
56. Northern Mariana Islands	MP	N						
57. Canada	CAN	N						
58. Aggregate Other Alien	OT	X X X						
59. Totals		X X X	178,856,083	170,704,319	85,936,905	73,076,643	98,266,084	86,051,811

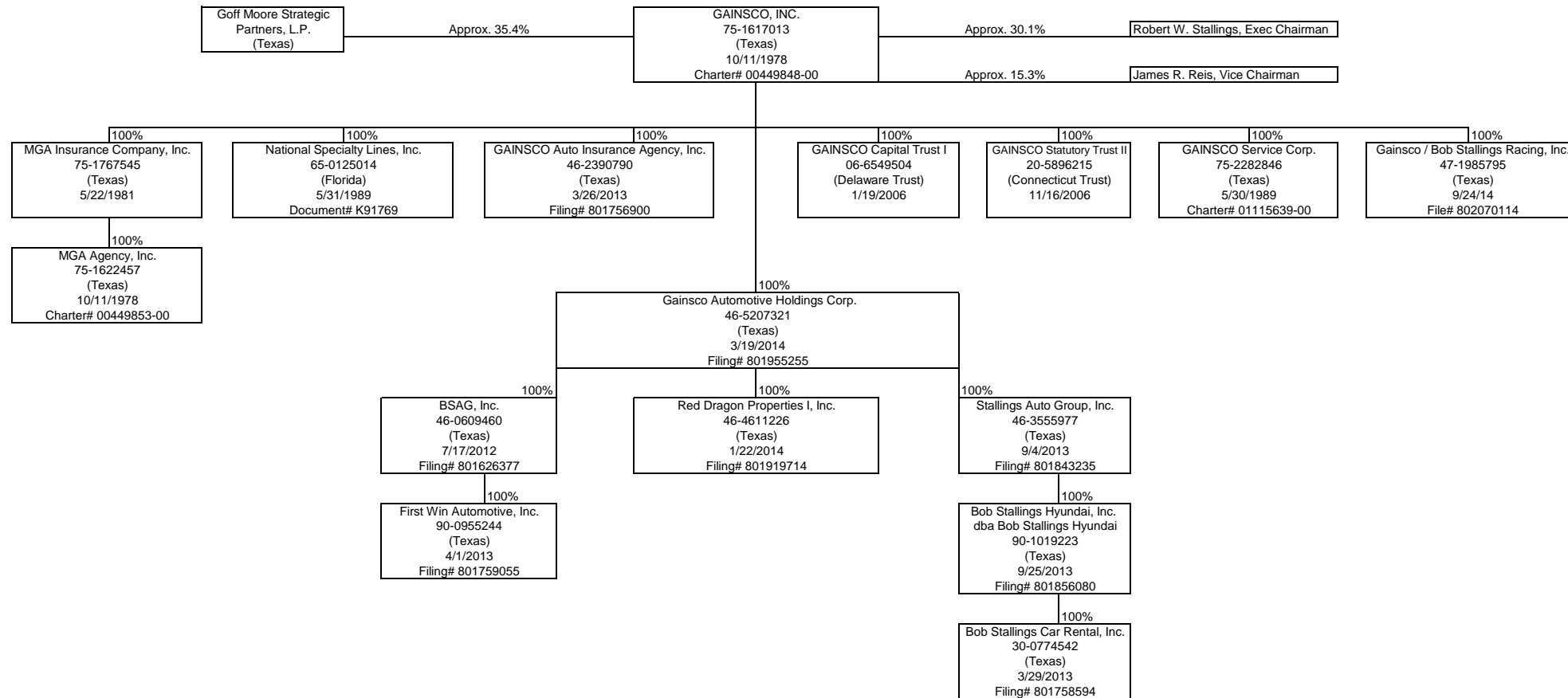
DETAILS OF WRITE-INS							
58001.		X X X					
58002.		X X X					
58003.		X X X					
58998.	Summary of remaining write-ins for Line 58 from overflow page	X X X					
58999.	Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	X X X					

(a) Active Status Counts

L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG	34
E - Eligible - Reporting entities eligible or approved to write surplus lines in the state	_____
D - Domestic Surplus Lines Insurer (DSL) - Reporting entities authorized to write surplus lines in the state of domicile	_____
R - Registered - Non-domiciled RRGs	_____
Q - Qualified - Qualified or accredited reinsurer	_____
N - None of the above - Not allowed to write business in the state (other than their state of domicile - See DSLI)	23

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

PART 1 - ORGANIZATIONAL CHART



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity / Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Required? (Y/N)	*
		00000	75-1617013		786344	OTC Pink	GAINSCO, INC.	TX	UDP	See Organizational Chart	Ownership		See Organizational Chart	N	
		00000	75-2282846				GAINSCO Service Corp.	TX	NIA	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		40150	75-1767545				MGA Insurance Company, Inc.	TX		GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	75-1622457				MGA Agency, Inc.	TX	DS	MGA Insurance Company, Inc.	Ownership	100.000	GAINSCO, INC.	Y	
		00000	06-6549504				GAINSCO Capital Trust I	DE	OTH	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	20-5896215				GAINSCO Statutory Trust II	CT	OTH	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	65-0125014				National Specialty Lines, Inc.	FL	NIA	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	46-0609460				BSAG, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.000	GAINSCO, INC.	N	
		00000	46-2390790				GAINSCO Auto Insurance Agency, Inc.	TX	NIA	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	46-355977				Stallings Auto Group, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.000	GAINSCO, INC.	N	
		00000	30-0774542				Bob Stallings Car Rental, Inc.	TX	NIA	Bob Stallings Hyundai, Inc dba Bob Stallings Hyundai	Ownership	100.000	GAINSCO, INC.	N	
		00000	90-0955244				First Win Automotive, Inc.	TX	NIA	BSAG, Inc.	Ownership	100.000	GAINSCO, INC.	N	
		00000	90-1019223				Bob Stallings Hyundai, Inc. dba Bob Stallings Hyundai	TX	NIA	Stallings Auto Group, Inc.	Ownership	100.000	GAINSCO, INC.	N	
		00000	46-4611226				Red Dragon Properties I, Inc.	TX	NIA	Gainsco Automotive Holdings Corp.	Ownership	100.000	GAINSCO, INC.	N	
		00000	46-5207321				Gainsco Automotive Holdings Corp.	TX	NIA	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	
		00000	47-1985795				Gainsco / Bob Stallings Racing, Inc.	TX	NIA	GAINSCO, INC.	Ownership	100.000	GAINSCO, INC.	N	

PART 1 – LOSS EXPERIENCE

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire				
2. Allied lines				
3. Farmowners multiple peril				
4. Homeowners multiple peril				
5. Commercial multiple peril				
6. Mortgage guaranty				
8. Ocean marine				
9. Inland marine				
10. Financial guaranty				
11.1 Medical professional liability-occurrence				
11.2 Medical professional liability-claims made				
12. Earthquake				
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation				
17.1 Other liability-occurrence				
17.2 Other liability-claims made				
17.3 Excess Workers' Compensation				
18.1 Products liability-occurrence				
18.2 Products liability-claims made				
19.1, 19.2 Private passenger auto liability	135,492,364	73,538,789	54.3	53.3
19.3, 19.4 Commercial auto liability				
21. Auto physical damage	37,535,463	16,944,226	45.1	40.8
22. Aircraft (all perils)				
23. Fidelity				
24. Surety				
26. Burglary and theft				
27. Boiler and machinery				
28. Credit				
29. International				
30. Warranty				
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. TOTALS	173,027,827	90,483,015	52.3	50.5

DETAILS OF WRITE-INS				
3401.				
3402.				
3403.				
3498. Summary of remaining write-ins for Line 34 from overflow page				
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)				

PART 2 – DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine			
10. Financial guaranty			
11.1 Medical professional liability-occurrence			
11.2 Medical professional liability-claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence			
17.2 Other liability-claims made			
17.3 Excess Workers' Compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1, 19.2 Private passenger auto liability	62,172,408	139,777,237	133,695,244
19.3, 19.4 Commercial auto liability			
21. Auto physical damage	17,304,721	39,078,846	37,009,075
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. TOTALS	79,477,129	178,856,083	170,704,319

DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34)			

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2019 Loss and LAE Payments on Claims Reported as of Prior Year-End	2019 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2019 Loss and LAE Payments (Cols 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss & LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 - 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 - 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2016 + prior	5,450	4,540	9,990	3,586	12	3,598	3,816	10	3,263	7,089	1,952	(1,255)	697
2. 2017	6,846	12,603	19,449	5,367	66	5,433	3,860	117	8,472	12,449	2,381	(3,948)	(1,567)
3. Subtotals 2017 + prior	12,296	17,143	29,439	8,953	78	9,031	7,676	127	11,735	19,538	4,333	(5,203)	(870)
4. 2018	35,860	44,709	80,569	38,622	2,662	41,284	13,254	1,041	22,043	36,338	16,016	(18,963)	(2,947)
5. Subtotals 2018 + prior	48,156	61,852	110,008	47,575	2,740	50,315	20,930	1,168	33,778	55,876	20,349	(24,166)	(3,817)
6. 2019	X X X	X X X	X X X	X X X	56,835	56,835	X X X	27,603	30,837	58,440	X X X	X X X	X X X
7. Totals	48,156	61,852	110,008	47,575	59,575	107,150	20,930	28,771	64,615	114,316	20,349	(24,166)	(3,817)

8. Prior Year-End Surplus As Regards Policyholders

109,161

Col. 11, Line 7	Col. 12, Line 7	Col. 13, Line 7
As % of Col. 1,	As % of Col. 2,	As % of Col. 3,
Line 7	Line 7	Line 7
1. <u>42.256</u>	2. <u>-39.071</u>	3. <u>-3.470</u>
		Col. 13, Line 7
		Line 8
		4. <u>-3.497</u>

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.

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

Explanation:

Bar Code:



40150201949000020



40150201945500020



40150201936500020



40150201950500020

OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A - VERIFICATION**Real Estate**

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

SCHEDULE B - VERIFICATION**Mortgage Loans**

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

SCHEDULE BA - VERIFICATION**Other Long-Term Invested Assets**

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	12,520,917	16,083,605
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition	116,594	10,963
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	1,978,533	(1,672,466)
6. Total gain (loss) on disposals	73,946	2,160,616
7. Deduct amounts received on disposals	372,120	4,061,801
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 + 6 - 7 - 8 + 9 - 10)	14,317,870	12,520,917
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	14,317,870	12,520,917

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	228,218,077	188,128,004
2. Cost of bonds and stocks acquired	22,868,576	80,261,669
3. Accrual of discount	132,529	246,986
4. Unrealized valuation increase (decrease)	199,355	(2,968,608)
5. Total gain (loss) on disposals	(165,395)	(349,480)
6. Deduct consideration for bonds and stocks disposed of	17,201,454	34,628,425
7. Deduct amortization of premium	844,752	1,754,996
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized	732,500	859,377
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees	137,095	142,304
11. Book/adjusted carrying value at end of current period (Lines 1 + 2 + 3 + 4 + 5 - 6 - 7 + 8 - 9 + 10)	232,611,531	228,218,077
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	232,611,531	228,218,077

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	81,782,319	5,077,150	6,419,760	(103,071)	81,782,319	80,336,638		78,128,417
2. NAIC 2 (a)	137,624,681	10,230,440	7,172,815	(247,624)	137,624,681	140,434,682		144,820,641
3. NAIC 3 (a)	1,910,800			47,950	1,910,800	1,958,750		1,873,345
4. NAIC 4 (a)	1,448,750	511,250		29,494	1,448,750	1,989,494		2,396,250
5. NAIC 5 (a)	1,000,000		1,000,000		1,000,000			
6. NAIC 6 (a)	576,250			(486,250)	576,250	90,000		822,500
7. Total Bonds	224,342,800	15,818,840	14,592,575	(759,501)	224,342,800	224,809,564		228,041,153
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2	3,502,680			67,800	3,502,680	3,570,480		3,204,600
10. NAIC 3	978,800			11,200	978,800	990,000		877,500
11. NAIC 4	777,300				777,300	777,300		761,400
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock	5,258,780			79,000	5,258,780	5,337,780		4,843,500
15. Total Bonds & Preferred Stock	229,601,580	15,818,840	14,592,575	(680,501)	229,601,580	230,147,344		232,884,653

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

NAIC 1 \$ 0; NAIC 2 \$ 4,000,797; NAIC 3 \$ 0; NAIC 4 \$ 0; NAIC 5 \$ 0; NAIC 6 \$ 0

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
9199999	4,000,797	X X X	3,999,610	13,750	24,932

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	11,604,985	15,535,043
2. Cost of short-term investments acquired	3,999,610	23,242,421
3. Accrual of discount	22,799	63,163
4. Unrealized valuation increase (decrease)	5,109	(5,109)
5. Total gain (loss) on disposals	(5,356)	(10,325)
6. Deduct consideration received on disposals	11,604,000	27,064,000
7. Deduct amortization of premium	22,350	156,208
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)	4,000,797	11,604,985
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	4,000,797	11,604,985

NONE Schedule DB - Part A and B Verification

NONE Schedule DB - Part C - Section 1

NONE Schedule DB - Part C - Section 2

NONE Schedule DB - Verification

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	8,126,845	19,853,794
2. Cost of cash equivalents acquired	33,209,994	87,340,673
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	29,080,914	99,067,622
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)	12,255,925	8,126,845
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	12,255,925	8,126,845

NONE **Schedule A - Part 2 and 3**

NONE **Schedule B - Part 2 and 3**

SCHEDULE BA - PART 2

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

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation and Administrative Symbol/Market Indicator	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
000000-00-0	CapitalSpring Direct Lending Partners	New York	NY	CSDLP General Partner, LLC		05/16/2013	2		116,594			1.440
1599999 Common Stocks - Joint Venture, Partnership or Limited Liability Interests - Unaffiliated									116,594			X X X
4499999 Subtotal Unaffiliated									116,594			X X X
4699999 Totals									116,594			X X X

EO3

SCHEDULE BA - PART 3

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

1 CUSIP Ident- ification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
000000-00-0	CapitalSpring Direct Lending Part	New York	NY	CSDLP General Partner, LLC	05/16/2013	05/31/2019	1,384,147							26,007	99,952		73,945	73,945	
1599999 Common Stocks - Joint Venture/Partnership Interests - Unaffiliated								1,384,147						26,007	99,952		73,945	73,945	
4499999 Total Unaffiliated								1,384,147						26,007	99,952		73,945	73,945	
4699999 Totals								1,384,147						26,007	99,952		73,945	73,945	

SCHEDULE D - PART 3

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

1 CUSIP Ident- ification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation and Administrative Symbol/ Market Indicator (a)
3133EK-PQ-3	FEDERAL FARM CREDIT BANKS FUNDING CORP		05/29/2019	HILLTOP SECURITIES		1,000,000	1,000,000.00		1
3199999	Subtotal - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations				X X X	1,000,000	1,000,000.00		X X X
001055-AM-4	AFLAC INC		04/04/2019	RW Baird		1,034,160	1,000,000.00	14,399	1FE
038222-AH-8	APPLIED MATERIALS INC		04/15/2019	WELLS FARGO SECURITIES LLC		999,270	1,000,000.00	1,167	1FE
124857-AM-5	CBS CORP		04/23/2019	HILLTOP SECURITIES		1,019,000	1,000,000.00	7,194	2FE
126117-AQ-3	CNA FINANCIAL CORP		04/24/2019	RW Baird		1,038,440	1,000,000.00	11,587	2FE
291011-BC-7	EMERSON ELECTRIC CO		06/04/2019	WELLS FARGO SECURITIES LLC		1,028,620	1,000,000.00	2,479	1FE
337930-AC-5	FLAGSTAR BANCORP INC		04/30/2019	HILLTOP SECURITIES		1,052,770	1,000,000.00	18,205	2FE
34960P-AB-7	FORTRESS TRANSPORTATION AND INFRASTRUCTU		05/22/2019	HILLTOP SECURITIES		511,250	500,000.00	4,785	4FE
608190-AJ-3	MOHAWK INDUSTRIES INC		04/01/2019	HILLTOP SECURITIES		1,031,030	1,000,000.00	6,630	2FE
655844-BL-1	NORFOLK SOUTHERN CORP		06/12/2019	HILLTOP SECURITIES		1,015,490	1,000,000.00	9,596	2FE
74267C-AC-0	PROASSURANCE CORP		05/14/2019	HILLTOP SECURITIES		1,074,100	1,000,000.00	147	2FE
91324P-BM-3	UNITEDHEALTH GROUP INC		04/26/2019	WELLS FARGO SECURITIES LLC		1,015,100	1,000,000.00	1,615	1FE
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	10,819,230	10,500,000.00	77,804	X X X
8399997	Subtotal - Bonds - Part 3				X X X	11,819,230	11,500,000	77,804	X X X
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X
8399999	Total - Bonds				X X X	11,819,230	11,500,000.00	77,804	X X X
9999999	Totals				X X X	11,819,230	X X X	77,804	X X X

E04

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consi-deration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractua Maturity Date	22 NAIC Designation and Administrative Symbol/Mark Indicator (a)	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort-ization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.								
3130AE-EJ-5	FEDERAL HOME LOAN BANKS		06/18/2019	Call @ 100.00		1,000,000	1,000,000.00	1,000,000	1,000,000						1,000,000				15,674	06/13/2023	1	
3137AE-LS-2	FHR 3910E JC - CMO/RMBS		06/01/2019	Paydown		44,877	44,876.56	45,409	45,182		(305)		(305)		44,877				351	12/15/2037	1	
31396Y-SC-7	FNR 0817D UF - CMO/RMBS		06/25/2019	Paydown		3,331	3,331.06	3,329	3,327		4		4		3,331				43	03/25/2038	1	
3199999	Subtotal - Bonds - U.S. Special Revenue and Special Assessment Non-Guaranteed Obligati				X X X	1,048,208	1,048,207.62	1,048,738	1,048,509		(301)		(301)		1,048,208				16,068	X X X	X X X	
03076C-AD-8	AMERIPRISE FINANCIAL INC		06/28/2019	Maturity @ 100.00		1,000,000	1,000,000.00	1,056,310	1,022,321		(22,322)		(22,322)		1,000,000				36,500	06/28/2019	1FE	
031162-BU-3	AMGEN INC		05/22/2019	Maturity @ 100.00		1,030,000	1,030,000.00	1,030,979	1,030,226		(226)		(226)		1,030,000				11,330	05/22/2019	2FE	
130789-AE-0	CALIFORNIA WATER SERVICE CO		05/01/2019	Maturity @ 100.00		1,000,000	1,000,000.00	1,133,630	1,012,675		(12,675)		(12,675)		1,000,000				29,375	05/01/2019	1FE	
126117-AQ-3	CNA FINANCIAL CORP		06/06/2019	Call @ 103.955		1,039,546	1,000,000.00	1,038,440			(3,239)		(3,239)		1,035,201		(35,201)	(35,201)	57,661	08/15/2020	2FE	
23355L-AB-2	DXC TECHNOLOGY COMPANY		06/28/2019	Call @ 100.438		1,004,380	1,000,000.00	1,017,480	1,007,850		(3,076)		(3,076)		1,004,775		(4,775)	(4,775)	26,022	03/27/2020	2FE	
631103-AD-0	NASDAQ OMX GROUP INC		06/01/2019	Call @ 101.953		1,019,527	1,000,000.00	1,113,650	1,036,126		(11,450)		(11,450)		1,024,676		(24,676)	(24,676)	63,618	01/15/2020	2FE	
655844-BC-1	NORFOLK SOUTHERN CORP		06/15/2019	Maturity @ 100.00		1,000,000	1,000,000.00	1,127,270	1,016,529		(16,529)		(16,529)		1,000,000				29,500	06/15/2019	2FE	
74834L-AU-4	QUEST DIAGNOSTICS INC		04/01/2019	Maturity @ 100.00		1,000,000	1,000,000.00	1,007,350	1,000,589		(589)		(589)		1,000,000				13,500	04/01/2019	2FE	
76116A-AB-4	RESOLUTE ENERGY CORP		04/01/2019	Call @ 100.00		1,000,000	1,000,000.00	1,023,125	985,000	15,000			15,000		1,000,000				35,417	05/01/2020	5FE	
80284R-AE-9	SDART 163 B - ABS		06/17/2019	Paydown		371,552	371,551.92	371,087	371,458		94		94		371,552				2,131	06/15/2021	1FE	
210795-QA-1	UNITED AIRLINES INC - ABS		05/01/2019	Paydown		68,362	68,362.41	70,735	70,557		(2,194)		(2,194)		68,362				2,136	10/11/2021	2FE	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)				X X X	9,533,367	9,469,914.33	9,990,056	8,553,331	15,000	(72,206)		(57,206)		9,534,566		(64,652)	(64,652)	307,190	X X X	X X X	
8199999	Subtotal - Bonds - SVO Identified Funds				X X X															X X X	X X X	
8299999	Subtotal - Bonds - Bank Loans				X X X															X X X	X X X	
8399997	Subtotal - Bonds - Part 4				X X X	10,581,575	10,518,122	11,038,794	9,601,840	15,000	(72,507)		(57,507)		10,582,774		(64,652)	(64,652)	323,258	X X X	X X X	
8399998	Summary Item from Part 5 for Bonds				X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X	X X X
8399999	Total - Bonds				X X X	10,581,575	10,518,121.95	11,038,794	9,601,840	15,000	(72,507)		(57,507)		10,582,774		(64,652)	(64,652)	323,258	X X X	X X X	
9999999	Totals					10,581,575	X X X	11,038,794	9,601,840	15,000	(72,507)		(57,507)		10,582,774		(64,652)	(64,652)	323,258	X X X	X X X	

(a) For all common stock bearing the NAIC market indicator 'U' provide: the number of such issues 0.

NONE **Schedule DB - Part A - Section 1**

NONE **Schedule DB - Part B - Section 1**

NONE **Schedule DB - Part D - Section 1**

NONE **Schedule DB - Part D - Section 2**

NONE **Schedule DL - Part 1**

NONE **Schedule DL - Part 2**

