

**DEPARTMENT OF INSURANCE, FINANCIAL
INSTITUTIONS AND PROFESSIONAL REGISTRATION**

P.O. Box 690, Jefferson City, Mo. 65102-0690

ORDER

After full consideration and review of the report of the financial examination of Reinsurance Company of Missouri, Incorporated for the period ended December 31, 2016, together with any written submissions or rebuttals and any relevant portions of the examiner's workpapers, I, Chlora Lindley-Myers, Director of the Missouri Department of Insurance, Financial Institutions and Professional Registration pursuant to section 374.205.3(3)(a), RSMo, adopt such examination report. After my consideration and review of such report, workpapers, and written submissions or rebuttals, I hereby incorporate by reference and deem the following parts of such report to be my findings and conclusions to accompany this order pursuant to section 374.205.3(4), RSMo: summary of significant findings, subsequent events, company history, corporate records, management and control, territory and plan of operation, growth of company, loss experience, reinsurance, accounts and records, financial statements, analysis of examination changes, comments on the financial statements, and summary of recommendations.

Based on such findings and conclusions, I hereby ORDER that the report of the financial examination of Reinsurance Company of Missouri, Incorporated as of December 31, 2016 be and is hereby ADOPTED as filed and for Reinsurance Company of Missouri, Incorporated to take the following action or actions, which I consider necessary to cure any violation of law, regulation or prior order of the Director revealed by such report: (1) account for its financial condition and affairs in a manner consistent with the Director's findings and conclusions.

So ordered, signed and official seal affixed this 29th day of May, 2018.



A handwritten signature in blue ink that reads "Chlora Lindley-Myers".

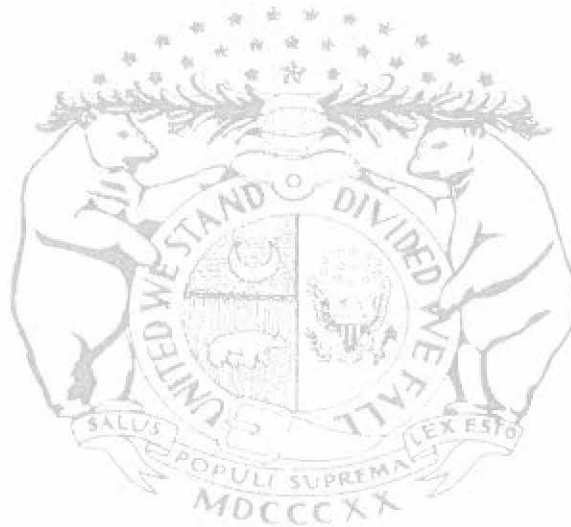
Chlora Lindley-Myers, Director
Department of Insurance, Financial Institutions
and Professional Registration

REPORT OF
FINANCIAL EXAMINATION

FILED
JUN 08 2018
DIRECTOR OF INSURANCE,
FINANCIAL INSTITUTIONS &
PROFESSIONAL REGISTRATION

Reinsurance Company of Missouri, Incorporated

As of:
DECEMBER 31, 2016



STATE OF MISSOURI
DEPARTMENT OF INSURANCE, FINANCIAL INSTITUTIONS
AND PROFESSIONAL REGISTRATION
JEFFERSON CITY, MISSOURI

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March 15, 2018
Chesterfield, Missouri

Honorable Chlora Lindley-Myers, Director
Missouri Department of Insurance, Financial
Institutions and Professional Registration
301 West High Street, Room 530
Jefferson City, Missouri 65101

Director Lindley-Myers:

In accordance with your financial examination warrant, a comprehensive financial examination has been made of the records, affairs and financial condition of

Reinsurance Company of Missouri, Incorporated

hereinafter referred to as such or as "RCM" or as the "Company." The Company's main administrative office is located at 16600 Swingley Ridge Road, Chesterfield, MO 63017-1706, telephone number (636) 736-7000. This examination began on March 6, 2017, and concluded on the above date.

SCOPE OF EXAMINATION

Period Covered

We have performed a single-state examination of RCM. The last examination was completed as of December 31, 2012. This examination covers the period of January 1, 2013 through December 31, 2016. This examination also included material transactions or events occurring subsequent to December 31, 2016.

Procedures

This full-scope examination was conducted using guidelines set forth in the Financial Condition Examiners Handbook (Handbook) of the NAIC, except where practices, procedures and applicable regulations of the Department of Insurance, Financial Institutions and Professional Registration (Department or DIFP) or statutes of the state of Missouri prevailed. The Handbook requires that we plan and perform the examination to evaluate the financial condition, assess corporate governance, identify current and prospective risks of the Company and evaluate system controls and procedures used to mitigate those risks. An examination also includes identifying and evaluating significant risks that could cause an insurer's surplus to be materially misstated both currently and prospectively.

This examination was coordinated with the examinations of the other insurance company subsidiaries within the Reinsurance Group of America, Inc. group. The Department served as the lead state for the coordinated group examination, with the California Department of Insurance and South Carolina Department of Insurance also participating.

All accounts and activities of the Company were considered in accordance with the risk-focused

examination process. This includes assessing significant estimates made by management and evaluating management's compliance with Statutory Accounting Principles. The examination does not attest to the fair presentation of the financial statements included herein. If, during the course of the examination an adjustment is identified, the impact of such adjustment is documented separately following the Company's financial statements. The following key activities were identified during the examination: Affiliated Companies, Capital and Surplus, Claims, Investments, Premiums, Reinsurance Assumed, Reinsurance Ceded, Reserves and Treasury.

This examination report includes significant findings of fact and general information about the Company and its financial condition. There may be other items identified during the examination that, due to their nature (e.g., subjective conclusions, proprietary information, etc.), are not included within the examination report but separately communicated to other regulators and/or the Company.

SUMMARY OF SIGNIFICANT FINDINGS

There were no material adverse findings, significant non-compliance issues or material changes to the balance sheet or income statement identified during the examination.

SUBSEQUENT EVENTS

There were no material subsequent events.

COMPANY HISTORY

General

The Company was incorporated on October 30, 1998, as Reinsurance Company of Missouri, Incorporated. On December 28, 1998, the organization of the Company and its acquisition of RGA Reinsurance Company (RGA Re) were approved by the Department. The Company was issued a Certificate of Authority on April 20, 2000, to operate as a stock life insurance company under the provisions of Chapter 376 RSMo, (Life, Health and Accident Insurance), and is currently licensed to write life, annuities and endowments, accident and health insurance and variable contracts.

The Company was formed for federal income tax reasons and primarily functions as an intermediate holding company for RGA Re allowing RGA Re to receive more favorable tax treatment. As such the Company holds a license only in Missouri and has no need to obtain certificates of authority in other jurisdictions. The Company writes no direct premium, but assumes some ordinary life business, primarily from RGA Re.

Capital Stock and Paid In Surplus

The articles of incorporation authorize the Company to issue one hundred thousand shares of capital stock having a par value of \$60 per share. There were ten thousand shares of common

stock issued and outstanding at December 31, 2016, for a balance of \$600,000 in the Company's capital stock account. All outstanding shares are owned by Reinsurance Group of America, Incorporated (RGA, Inc.).

Gross paid in and contributed surplus totaled \$1,395,750,000 at December 31, 2016. The following table shows the changes to the gross paid in and contributed capital account during the examination period.

| | | |
|---------------|-----------|-----------------------------|
| Prior to 2013 | \$ | 1,133,750,000 |
| 2013 | | 102,000,000 |
| 2014 | | 106,000,000 |
| 2015 | | 27,000,000 |
| 2016 | | 27,000,000 |
| Total | \$ | <u>1,395,750,000</u> |

Dividends

Below is a summary of the dividends declared and subsequently paid by RCM during the examination period.

| | | |
|--------------|-----------|---------------------------|
| 2013 | \$ | 100,000,000 |
| 2014 | | 140,000,000 |
| 2015 | | 80,000,000 |
| 2016 | | 264,458,977 |
| Total | \$ | <u>584,458,977</u> |

All of the payments were made to the Company's parent, RGA, Inc.

Acquisitions, Mergers and Major Corporate Events

Chesterfield Financial Holdings LLC (Chesterfield Financial) was formed in 2014 as a wholly owned subsidiary of RCM. Chesterfield Financial owns 100% of the stock of Chesterfield Reinsurance Company, a Missouri domiciled company also incorporated in 2014. RCM has contributed surplus of \$78.9 million to Chesterfield Financial, which reported negative equity as of December 31, 2016. Since RCM has not guaranteed any obligations of Chesterfield Financial and is not committed to providing further financial support, the carrying value of Chesterfield Financial was reported at \$0 as of December 31, 2016, and RCM reported an unrealized capital loss of \$78.9 million. This treatment is in compliance with SSAP No. 97, (Investments in Subsidiary, Controlled and Affiliated Entities), and is disclosed in the Notes to the Financial Statements.

Surplus Debentures

The Company had two surplus debentures issued and outstanding at December 31, 2016, payable to RGA, Inc. The principal amounts outstanding were as follows:

| <u>Issue Date</u> | <u>Amount</u> | <u>Rate</u> | <u>Maturity</u> |
|-------------------|----------------------|-------------|-------------------|
| December 15, 2000 | \$100,000,000 | 8.31% | December 15, 2030 |
| October 12, 2012 | 250,000,000 | 7.25% | December 15, 2042 |
| Total | <u>\$350,000,000</u> | | |

Additionally, \$1,101,458 of interest was accrued and reported with the surplus notes for a total of \$351,101,458 as special surplus funds per Missouri 20 CSR 200-1.070(5)(C) (Subordinated Indebtedness). This regulation states "All outstanding subordinated indebtedness and interest accruing shall be reported at face value in the annual statement on page 3 and in other financial statements of the company as a special surplus account."

CORPORATE RECORDS

The Company's articles of incorporation and bylaws were reviewed. There were no amendments to either document during the examination period.

The minutes of the shareholder, board of directors, and relevant committee meetings were reviewed and appear to properly support and approve the corporate transactions and events for the period under examination.

MANAGEMENT AND CONTROL

Board of Directors

The management of the Company is vested in a board of directors, which per the articles of incorporation and bylaws, will consist of not less than nine or more than twenty-one members. The Company had nine Directors serving at December 31, 2016. None of the Directors are independent.

| <u>Name</u> | <u>Principal Occupation</u> |
|-----------------------|---|
| Michael L. Emerson | President and Chief Executive Officer |
| Tony K. Cheng | Executive Vice President, Head of Asia |
| John W. Hayden | Senior Vice President and Chief Financial Officer |
| James M. Kellett | Senior Vice President, Valuation and Financial Analysis |
| John P. Laughlin, Jr. | Executive Vice President, Global Financial Solutions |
| Timothy T. Matson | Executive Vice President and Chief Investment Officer |
| Robert M. Musen | Executive Vice President |
| Jonathan W. Porter | Executive Vice President and Global Chief Risk Officer |
| David P. Wheeler | Executive Vice President, U.S. Mortality Markets |

Officers

The officers of the Company serving and reported on the Jurat page of the Annual Statement at December 31, 2016, were as follows:

| <u>Name</u> | <u>Position</u> |
|--------------------|---|
| Michael L. Emerson | President and Chief Executive Officer |
| John W. Hayden | Senior Vice President and Chief Financial Officer |
| James P. Ash | Vice President and Appointed Actuary |
| William L. Hutton | Executive Vice President, General Counsel and Secretary |
| Jonathan W. Porter | Executive Vice President and Global Chief Risk Officer |
| Timothy T. Matson | Executive Vice President and Chief Investment Officer |
| Brian W. Haynes | Senior Vice President and Corporate Treasurer |

Committees

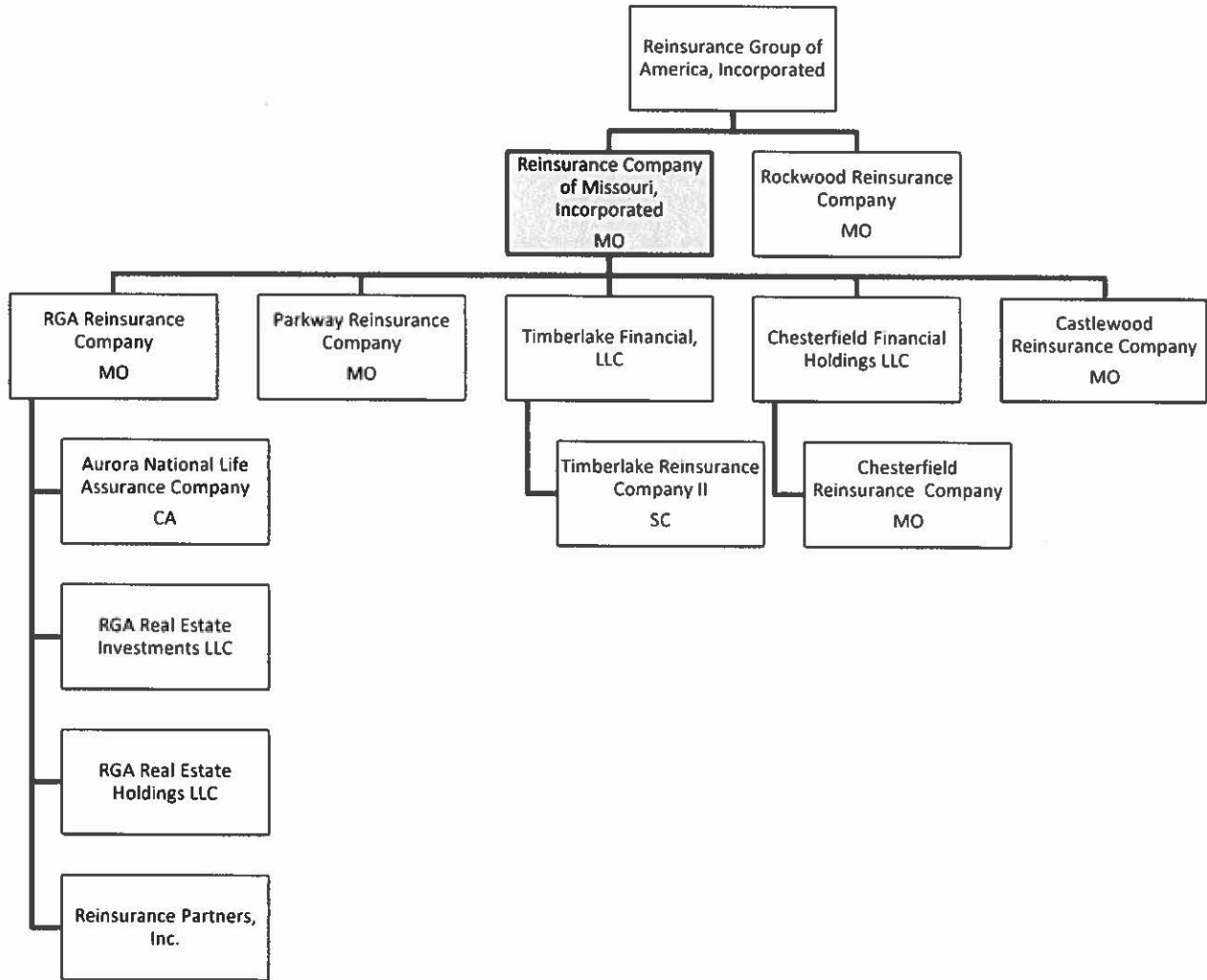
RCM had one board committee in place as of December 31, 2016, an Investment Committee. In addition, RGA, Inc. has an Audit Committee, Compensation Committee, Nominating & Corporate Governance Committee, and Finance, Investment & Risk Management Committee, all of which provide management oversight to RCM.

Holding Company, Subsidiaries and Affiliates

RCM is part of an Insurance Holding Company System as defined by Section 382.010 RSMo (Definitions). The Company is a wholly owned subsidiary of RGA, Inc., a Missouri holding company formed in December 1992. RGA, Inc. is the ultimate parent of the holding company system. An Insurance Holding Company Registration Statement was filed by RGA, Inc. for each year under examination.

Organization Chart

The following organizational chart depicts a portion of the holding company system at December 31, 2016, of which the Company is directly a part, and includes other Missouri domestic insurance company affiliates and their subsidiaries. All subsidiaries are wholly owned.



Affiliated Transactions

RCM was party to the following intercompany agreements as of December 31, 2016:

Services Agreement

Parties: RCM and RGA Enterprise Services Company (ESC). This agreement was originally between RCM and RGA Re. Effective January 1, 2016, all obligations of RGA Re were assigned to ESC.

Effective: July 6, 1999. Assignment Agreement effective January 1, 2016.

Terms: ESC provides administrative services to RCM including data processing and record keeping.

Rate(s): RCM pays ESC fees equal to the amount incurred by ESC in providing the services. RCM did not incur any fees under this agreement in 2016.

Investment Management Agreement

Parties: RCM and ESC. This agreement was originally between RCM and RGA Re. Effective January 1, 2016, all obligations of RGA Re were assigned to ESC.

Effective: January 1, 2015. Assignment Agreement effective January 1, 2016.

Terms: ESC provides certain investment management services to RCM including investment management, legal, information technology, investment accounting and ancillary services.

Rate(s): RCM pays ESC a monthly fee based on the book value of the assets managed. RCM incurred fees of \$225,573 under this agreement in 2016.

Software License and Maintenance Agreement

Parties: RCM and ESC. This agreement was originally between RCM and RGA Re. Effective January 1, 2016, all obligations of RGA Re were assigned to ESC.

Effective: January 1, 2012. Assignment Agreement effective January 1, 2016.

Terms: ESC provides software maintenance services to RCM. These services include all information, advice, and services to correct errors or defects or performance failures arising in the Core Financial Reporting Initiative software. ESC will create and make available new software releases and provide user training.

Rate(s): RCM pays a monthly amount equal to all expenses determined by ESC to be attributable to RCM for maintenance services. RCM did not incur any fees under this agreement in 2016.

Tax Allocation Agreement

Parties: RGA, Inc., RCM and other affiliates.

Effective: January 1, 1998. Agreement has been amended multiple times with the most recent being Amendment #15, effective December 4, 2015.

Terms: RGA, Inc. files on behalf of participants. The tax liability is computed on a separate return basis and provides that the members shall receive reimbursement to the extent their losses and other credits result in a reduction of the consolidated tax income. Participants will be paid for losses or credits used on consolidated tax return to the extent of the amounts previously paid to RGA, Inc.

Rate(s): RCM was reimbursed \$12,714,934 by affiliates under this agreement in 2016.

In addition, RCM is party to several reinsurance agreements with affiliates. These agreements are summarized in the Reinsurance section as applicable.

TERRITORY AND PLAN OF OPERATION

RCM is licensed only in Missouri. The Company is licensed under Chapter 376 RSMo (Life, Health and Accident Insurance) to write life insurance, annuities and endowments, accident and health insurance and variable contracts.

RCM initially reinsured a block of business from its subsidiary RGA Reinsurance Company, to qualify itself as a life insurance company for income tax purposes. The Company has since entered into a small number of ordinary life reinsurance agreements with RGA Reinsurance Company and with non-affiliated insurance companies.

GROWTH OF COMPANY

Written premium is an unreliable indicator of financial performance for reinsurance companies, as it is dependent on the mix of reinsurance agreements in place at a specific time. As a result the Company's financial performance is tracked by monitoring its capital and surplus and unassigned funds.

| | 2013 | 2014 | 2015 | 2016 |
|---------------------|------------------|------------------|------------------|------------------|
| Capital and Surplus | \$ 1,633,356,222 | \$ 1,625,276,006 | \$ 1,598,328,495 | \$ 1,651,273,751 |
| Unassigned Funds | \$ 45,904,764 | \$ (68,175,472) | \$ (122,122,963) | \$ (96,177,707) |

RCM primarily functions as an intermediate holding company for RGA Re and its growth is dependent on the growth of RGA Re. Total capital and surplus remained steady throughout the examination period. Unassigned funds decreased due to the formation of Chesterfield Financial and a decrease in the valuation of subsidiaries.

LOSS EXPERIENCE

The following exhibit illustrates the Company's underwriting results during the examination period.

| | 2013 | 2014 | 2015 | 2016 |
|-----------------------|----------------|----------------|---------------|-----------------|
| Net Premium Earned | \$ 30,905,792 | \$ 5,719,346 | \$ 65,181,722 | \$ (17,078,630) |
| Net Investment Income | \$ 78,905,061 | \$ 118,672,161 | \$ 58,682,989 | \$ 244,526,020 |
| Benefit and Expenses | \$ (3,943,969) | \$ 3,960,714 | \$ 60,773,659 | \$ 219,678,931 |
| Net Income | \$ 109,084,460 | \$ 126,325,898 | \$ 51,040,579 | \$ 272,038,427 |

Net premium earned and total benefits and expenses experienced a sizable amount of volatility during the examination period. This is common in the reinsurance industry as operating results for a particular period reflect the agreements in place at that time. The fluctuations in net

investment income and overall net income were primarily the result of dividends received from subsidiaries. These dividends were subsequently passed through to RGA, Inc.

REINSURANCE

General

RCM was essentially formed as a holding company for the purpose of owning U.S. based regulated entities, and to facilitate tax planning strategies for RGA, Inc.

The Company's premium activity on a direct, assumed, and ceded basis for the period under examination is detailed below:

| | <u>2013</u> | <u>2014</u> | <u>2015</u> | <u>2016</u> |
|---------------------|----------------------|---------------------|----------------------|------------------------|
| Direct Business | \$ - | \$ - | \$ - | \$ - |
| Reinsurance Assumed | 32,586,388 | 6,740,605 | 68,990,840 | 269,379,803 |
| Reinsurance Ceded | 1,680,596 | 1,021,259 | 3,809,119 | 286,458,433 |
| Net Premium Earned | <u>\$ 30,905,792</u> | <u>\$ 5,719,346</u> | <u>\$ 65,181,721</u> | <u>\$ (17,078,630)</u> |

Assumed

Nearly all of RCM's assumed business results from coinsurance agreements with RGA Re. Assumed premiums have significantly increased since 2015 due to the acquisition of Aurora National Life Assurance Company (Aurora) by RGA Re. RGA Re cedes its net liability assumed from Aurora to RCM on a 100% quota share modified coinsurance basis. Assumed premiums further increased during 2016 as a result of another retrocession agreement with RGA Re, wherein certain annuity business assumed by RGA Re is subsequently retroceded to RCM via a 100% quota share coinsurance agreement.

Ceded

The majority of business assumed under the coinsurance agreements with RGA Re is subsequently retroceded by RCM to its non-U.S. affiliates, RGA Reinsurance Company (Barbados) Ltd. and RGA Americas Reinsurance Company, Ltd. In addition, RCM is protected by a catastrophe policy which covers the RGA group of companies' worldwide portfolio for events involving eight or more insured deaths from a single occurrence, and provides coverage of \$100.0 million of claims in excess of a \$25.0 million deductible.

The Company is contingently liable for all reinsurance losses ceded to others. This contingent liability would become an actual liability in the event that any assuming reinsurer should fail to perform its obligations under its reinsurance agreement with the Company.

ACCOUNTS AND RECORDS

Independent Auditor

The Company's financial statements are audited annually by the accounting firm Deloitte & Touche LLP. The workpapers and reports of the most recent independent audit were reviewed for this examination. These workpapers and reports were used in the course of this examination as deemed appropriate.

Actuarial Opinion

Reserves and related actuarial accounts reported in the financial statements were reviewed and certified by James P. Ash, FSA, MAAA, Vice President, Global Valuation.

Consulting actuary, Patricia Matson, FSA, MAAA, of Risk and Regulatory Consulting, Inc. was retained by the DIFP to review the adequacy of the Company's reserves. She concluded that the Company's reserves were reasonable as of the examination date.

Information Systems

In conjunction with this examination, Andrew Balas, Information Systems Financial Examiner with the DIFP conducted a review of the Company's information systems.

FINANCIAL STATEMENTS

The following financial statements are based on the statutory financial statements as filed by RCM with the DIFP, and present the financial condition of the Company as of December 31, 2016, and the results of operations for the year then ended. Any examination adjustments to the amounts reported in the financial statements and/or comments regarding such are made in the "Comments on the Financial Statements," which follow the financial statements.

There may have been additional differences found in the course of this examination, which are not shown in the "Comments on the Financial Statements." These differences, if any, were determined to be immaterial in relation to the financial statements, and therefore were only communicated to the Company and noted in the workpapers for each individual annual statement item.

Assets

| | <u>Assets</u> | <u>Nonadmitted Assets</u> | <u>Net Admitted Assets</u> |
|---|--------------------------------|-------------------------------|--------------------------------|
| Bonds | \$ 145,694,250 | | \$ 145,694,250 |
| Preferred stocks | 1,800,000 | | 1,800,000 |
| Common stocks | 1,521,643,767 | | 1,521,643,767 |
| Cash, cash equivalents, and short-term | 1,403,833 | | 1,403,833 |
| Subtotals, cash and invested assets | <u>\$ 1,670,541,850</u> | <u>\$ -</u> | <u>\$ 1,670,541,850</u> |
| Investment income due and accrued | \$ 1,656,261 | | \$ 1,656,261 |
| Uncollected premiums and agents' balances | 1,211,670 | | 1,211,670 |
| Amounts recoverable from reinsurers | 713,464 | | 713,464 |
| Current federal and foreign income tax | 12,714,931 | | 12,714,931 |
| Net deferred tax asset | 10,834,684 | \$10,834,684 | - |
| Electronic data processing equipment and | 26,601 | 26,601 | - |
| Disallowed interest maintenance reserve | 1,444,668 | 1,444,668 | - |
| Other amounts due on reinsurance assumed | 120,104 | | 120,104 |
| Totals | <u><u>\$ 1,699,264,233</u></u> | <u><u>\$ 12,305,953</u></u> | <u><u>\$ 1,686,958,280</u></u> |

Liabilities, Surplus and Other Funds

| | |
|--|---------------------------------------|
| Aggregate reserve for life contracts | \$ 30,038,963 |
| Contract claims: Life | 737,543 |
| Other amounts payable on reinsurance | 3,829,854 |
| General expenses due or accrued | 6,250 |
| Remittances and items not allocated | 387,602 |
| Asset valuation reserve | 642,891 |
| Payable to parent, subsidiaries and affiliates | 41,426 |
| TOTAL LIABILITIES | <u>\$ 35,684,529</u> |
| | |
| Common capital stock | \$ 600,000 |
| Surplus notes | 351,101,458 |
| Gross paid in and contributed surplus | 1,395,750,000 |
| Unassigned funds (surplus) | (96,177,707) |
| TOTAL CAPITAL AND SURPLUS | <u>\$ 1,651,273,751</u> |
| | |
| TOTAL LIABILITIES AND SURPLUS | <u><u>\$ 1,686,958,280</u></u> |

Summary of Operations

| | |
|--|------------------------------|
| Premium and annuity considerations | \$ (17,078,630) |
| Considerations for supplementary contracts with life contingencies | 880,868 |
| Net investment income | 244,526,020 |
| Amortization of interest maintenance reserve | 383 |
| Commissions and expense allowances on reinsurance ceded | 250,000,000 |
| Totals | <u>\$ 478,328,641</u> |
| Death benefits | \$ 60,847,087 |
| Annuity benefits | 107,644,979 |
| Disability benefits and benefits under A&H contracts | 388,474 |
| Surrender benefits and withdrawals for life contracts | 28,777,896 |
| Interest and adjustments on contract or deposit-type contract fund | 681,574 |
| Payments on supplementary contracts with life contingencies | 6,695,629 |
| Increase in aggregate reserves for life and A&H contracts | (30,119,493) |
| Totals | <u>\$ 174,916,146</u> |
| Commissions and expense allowances on reinsurance assumed | \$ 256,368,029 |
| General insurance expenses | 255,036 |
| Insurance taxes, licenses and fees | 386,595 |
| Reserve adjustments on reinsurance assumed | (212,246,875) |
| Totals | <u>\$ 219,678,931</u> |
| Net gains from operations before dividends and federal income tax | \$ 258,649,710 |
| Dividends to policyholders | - |
| Net gain from operations before federal income tax | <u>\$ 258,649,710</u> |
| Federal and foreign income taxes incurred | (13,390,887) |
| Net gain from operations before realized capital gains or (losses) | <u>\$ 272,040,597</u> |
| Net realized capital gains or (losses) | (2,170) |
| NET INCOME | <u><u>\$ 272,038,427</u></u> |

Reconciliation of Capital and Surplus
As of December 31, 2016

| | |
|---|--------------------------------|
| Capital and surplus, December 31, 2015 | <u>\$ 1,598,328,495</u> |
| Net income | 272,038,427 |
| Change in unrealized capital gains (losses) | 18,242,043 |
| Change in net deferred income tax | (11,357,508) |
| Change in non-admitted assets | 11,565,826 |
| Change in asset valuation reserve | (84,555) |
| Surplus adjustment: Paid in | 27,000,000 |
| Change in surplus as a result of reinsurance | - |
| Dividends to stockholders | <u>(264,458,977)</u> |
| Change in capital and surplus for the year | <u>\$ 52,945,255</u> |
| Capital and surplus, December 31, 2016 | <u>\$ 1,651,273,750</u> |

ANALYSIS OF EXAMINATION CHANGES

No adjustments or reclassifications were made as a result of the examination.

COMMENTS ON THE FINANCIAL STATEMENTS

There are no comments on the financial statements.

SUMMARY OF RECOMMENDATIONS

There are no recommendations.

SUPERVISION

The examination process has been monitored and supervised by the undersigned. The examination report and supporting workpapers have been reviewed and approved. Compliance with NAIC procedures and guidelines as contained in the Financial Condition Examiners Handbook has been confirmed.

A handwritten signature in blue ink, appearing to read "Michael Shadowens", is written over a horizontal line.

Michael Shadowens, CFE
Audit Manager, St. Louis
Missouri Department of Insurance, Financial
Institutions and Professional Registration