



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

QUARTERLY STATEMENT

AS OF JUNE 30, 2024

OF THE CONDITION AND AFFAIRS OF THE

Colonial Penn Life Insurance Company

NAIC Group Code	0233	0233	NAIC Company Code	62065	Employer's ID Number	23-1628836
	(Current)	(Prior)				
Organized under the Laws of	Pennsylvania			State of Domicile or Port of Entry		PA
Country of Domicile	United States of America					
Licensed as business type:	Life, Accident and Health ☒ Fraternal Benefit Societies ☐					
Incorporated/Organized	12/03/1957			Commenced Business 09/02/1959		
Statutory Home Office	399 Market Street (Street and Number)			Philadelphia, PA, US 19181 (City or Town, State, Country and Zip Code)		
Main Administrative Office	399 Market Street (Street and Number)			Philadelphia, PA, US 19181 (City or Town, State, Country and Zip Code)		
				215-928-8000 (Area Code) (Telephone Number)		
Mail Address	399 Market Street (Street and Number or P.O. Box)			Philadelphia, PA, US 19181 (City or Town, State, Country and Zip Code)		
Primary Location of Books and Records	399 Market Street (Street and Number)			Philadelphia, PA, US 19181 (City or Town, State, Country and Zip Code)		
				215-928-8000 (Area Code) (Telephone Number)		
Internet Website Address	www.colonialpenn.com					
Statutory Statement Contact	Shelly Ann Hitch (Name)			317-817-6485 (Area Code) (Telephone Number)		
	Shelly.Hitch@CNOinc.com (E-mail Address)			317-817-2115 (FAX Number)		

OFFICERS

President	Scott Louis Goldberg	Treasurer	Thomas Bernard Kleyle
Secretary	Rachel Johanna Spehler	Actuary	Marvin Roy Imperial Puymon

OTHER

Eric Ronald Johnson, Executive Vice President	Paul Harrington McDonough, Executive Vice President	Jeremy David Williams, Executive Vice President
Matthew Joseph Zimpfer, Executive Vice President	Kent Aron Dinius, Senior Vice President	Gregory Dean Turner, Senior Vice President
Michellen Annette Wildin, Senior Vice President		

DIRECTORS OR TRUSTEES

Karen Jeannine DeToro	Scott Louis Goldberg	Thomas Bernard Kleyle
Paul Harrington McDonough	Gregory Dean Turner	Michellen Annette Wildin
Jeremy David Williams		

State of Indiana SS:
County of Hamilton

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.

Scott Louis Goldberg President	Rachel Johanna Spehler Secretary	Michellen Annette Wildin SVP & Chief Accounting Officer

Subscribed and sworn to before me this

5th day of August, 2024

Cindy L. Sheeks
Notary Public, State of Indiana, Hamilton County
My Commission Expires April 18, 2026

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



STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	779,501,988		779,501,988	734,191,502
2. Stocks:				
2.1 Preferred stocks	1,000,000		1,000,000	1,000,000
2.2 Common stocks	2,083,800		2,083,800	2,077,800
3. Mortgage loans on real estate:				
3.1 First liens	410,219		410,219	433,529
3.2 Other than first liens				
4. Real estate:				
4.1 Properties occupied by the company (less \$				
encumbrances)				
4.2 Properties held for the production of income (less				
\$				
encumbrances)				
4.3 Properties held for sale (less \$				
encumbrances)				4,590,287
5. Cash (\$ 30,548,356), cash equivalents				
(\$ 18,195,242) and short-term				
investments (\$)	48,743,597		48,743,597	67,475,226
6. Contract loans (including \$ premium notes)	21,815,634	156,898	21,658,735	21,258,397
7. Derivatives				
8. Other invested assets	18,660,063	258	18,659,805	18,517,240
9. Receivables for securities	1,788		1,788	
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	872,217,088	157,156	872,059,931	849,543,981
13. Title plants less \$ charged off (for Title insurers				
only)				
14. Investment income due and accrued	10,388,968		10,388,968	9,883,852
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	1,643,082	6,513	1,636,569	1,714,561
15.2 Deferred premiums, agents' balances and installments booked but				
deferred and not yet due (including \$				
earned but unbilled premiums)	70,492,551		70,492,551	61,135,889
15.3 Accrued retrospective premiums (\$) and				
contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	88,364		88,364	64,892
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	1,108,763		1,108,763	1,865,678
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	82,143,849	66,916,393	15,227,456	12,927,966
19. Guaranty funds receivable or on deposit	1,219,731		1,219,731	1,293,231
20. Electronic data processing equipment and software	2,482,446	2,482,446		
21. Furniture and equipment, including health care delivery assets				
(\$)	1,482	1,482		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,779,719		1,779,719	1,057,857
24. Health care (\$) and other amounts receivable	29,566,014	29,555,510	10,505	49,808
25. Aggregate write-ins for other than invested assets	1,066,022		1,066,022	1,851,972
26. Total assets excluding Separate Accounts, Segregated Accounts and				
Protected Cell Accounts (Lines 12 to 25)	1,074,198,079	99,119,500	975,078,578	941,389,688
27. From Separate Accounts, Segregated Accounts and Protected Cell				
Accounts				
28. Total (Lines 26 and 27)	1,074,198,079	99,119,500	975,078,578	941,389,688
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Transferable state tax credits	1,066,022		1,066,022	1,851,972
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)	1,066,022		1,066,022	1,851,972

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$693,234,731 less \$ included in Line 6.3 (including \$ Modco Reserve)	693,234,731	670,918,616
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)	17,672,022	17,428,096
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	50,201,896	50,211,695
4. Contract claims:		
4.1 Life	13,358,175	15,570,755
4.2 Accident and health	7,814,946	8,299,256
5. Policyholders' dividends/refunds to members \$ and coupons \$ due and unpaid		
6. Provision for policyholders' dividends, refunds to members and coupons payable in following calendar year - estimated amounts:		
6.1 Policyholders' dividends and refunds to members apportioned for payment (including \$ Modco)		
6.2 Policyholders' dividends and refunds to members not yet apportioned (including \$ Modco)		
6.3 Coupons and similar benefits (including \$ Modco)		
7. Amount provisionally held for deferred dividend policies not included in Line 6		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ discount; including \$ 944,650 accident and health premiums	4,271,503	4,690,059
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts		
9.2 Provision for experience rating refunds, including the liability of \$ accident and health experience rating refunds of which \$ is for medical loss ratio rebate per the Public Health Service Act		
9.3 Other amounts payable on reinsurance, including \$ 135,326 assumed and \$ 8,323,910 ceded	8,459,236	10,486,108
9.4 Interest Maintenance Reserve	13,542,016	14,297,257
10. Commissions to agents due or accrued-life and annuity contracts \$ 275,000 , accident and health \$ 648 and deposit-type contract funds \$	275,648	500,801
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued	8,593,456	6,690,681
13. Transfers to Separate Accounts due or accrued (net) (including \$ accrued for expense allowances recognized in reserves, net of reinsured allowances)		
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	887,763	2,880,343
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses)	544,991	1,026,616
15.2 Net deferred tax liability		
16. Unearned investment income		
17. Amounts withheld or retained by reporting entity as agent or trustee	102,074	99,978
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	7,815,164	6,944,042
20. Net adjustment in assets and liabilities due to foreign exchange rates		
21. Liability for benefits for employees and agents if not included above		
22. Borrowed money \$ and interest thereon \$		
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve	5,977,186	6,007,385
24.02 Reinsurance in unauthorized and certified (\$) companies		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$) reinsurers		
24.04 Payable to parent, subsidiaries and affiliates	69	1,877,315
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans		
24.07 Funds held under coinsurance		
24.08 Derivatives		
24.09 Payable for securities	997,500	
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	24,586,390	24,346,289
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	858,334,765	842,275,293
27. From Separate Accounts Statement		
28. Total liabilities (Lines 26 and 27)	858,334,765	842,275,293
29. Common capital stock	2,500,000	2,500,000
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds		
32. Surplus notes	160,000,000	160,000,000
33. Gross paid in and contributed surplus	462,827,065	436,077,065
34. Aggregate write-ins for special surplus funds		
35. Unassigned funds (surplus)	(508,583,252)	(499,462,670)
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$)		
36.2 shares preferred (value included in Line 30 \$)		
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ in Separate Accounts Statement)	114,243,813	96,614,395
38. Totals of Lines 29, 30 and 37	116,743,813	99,114,395
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	975,078,578	941,389,688
DETAILS OF WRITE-INS		
2501. Unclaimed funds	24,586,390	24,346,289
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)	24,586,390	24,346,289
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above)		
3401.		
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page		
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)		

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SUMMARY OF OPERATIONS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts	254,068,957	252,304,744	456,541,970
2. Considerations for supplementary contracts with life contingencies			
3. Net investment income	21,577,557	20,317,765	27,541,487
4. Amortization of Interest Maintenance Reserve (IMR)	465,115	479,039	966,260
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	18,191,922	21,847,389	41,549,918
7. Reserve adjustments on reinsurance ceded			
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts			
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	43,053	2,747	65,052
9. Totals (Lines 1 to 8.3)	294,346,603	294,951,683	526,664,688
10. Death benefits	91,202,491	86,142,247	167,948,343
11. Matured endowments (excluding guaranteed annual pure endowments)	430,318	481,864	833,975
12. Annuity benefits			
13. Disability benefits and benefits under accident and health contracts	30,262,479	33,801,086	65,187,681
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	6,661,408	5,843,644	12,091,236
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	1,707,666	1,520,878	3,138,810
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	22,560,041	22,132,951	33,878,687
20. Totals (Lines 10 to 19)	152,824,403	149,922,668	283,078,732
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	27,428,041	24,540,301	50,934,047
22. Commissions and expense allowances on reinsurance assumed	510,951	499,996	979,616
23. General insurance expenses and fraternal expenses	103,778,922	118,403,516	212,729,308
24. Insurance taxes, licenses and fees, excluding federal income taxes	11,029,458	11,670,643	22,060,033
25. Increase in loading on deferred and uncollected premiums	15,272,163	17,832,806	5,234,594
26. Net transfers to or (from) Separate Accounts net of reinsurance			
27. Aggregate write-ins for deductions			
28. Totals (Lines 20 to 27)	310,843,936	322,869,930	575,016,330
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(16,497,333)	(27,918,247)	(48,351,642)
30. Dividends to policyholders and refunds to members			
31. Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes (Line 29 minus Line 30)	(16,497,333)	(27,918,247)	(48,351,642)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(2,495,737)	(6,447,079)	(5,439,965)
33. Net gain from operations after dividends to policyholders, refunds to members and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	(14,001,596)	(21,471,168)	(42,911,677)
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$(488) (excluding taxes of \$ 17,797			
transferred to the IMR)	8,065,229	(1,325,227)	(1,269,960)
35. Net income (Line 33 plus Line 34)	(5,936,367)	(22,796,395)	(44,181,637)
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	99,114,395	90,714,978	90,714,978
37. Net income (Line 35)	(5,936,367)	(22,796,395)	(44,181,637)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$(66,003)	(248,296)	(73,326)	(78,174)
39. Change in net unrealized foreign exchange capital gain (loss)			
40. Change in net deferred income tax	579,103	2,053,786	5,593,604
41. Change in nonadmitted assets	(3,545,221)	(14,018,842)	(6,846,274)
42. Change in liability for reinsurance in unauthorized and certified companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease			
44. Change in asset valuation reserve	30,199	1,001,130	661,897
45. Change in treasury stock			
46. Surplus (contributed to) withdrawn from Separate Accounts during period			
47. Other changes in surplus in Separate Accounts Statement			
48. Change in surplus notes			
49. Cumulative effect of changes in accounting principles			
50. Capital changes:			
50.1 Paid in			
50.2 Transferred from surplus (Stock Dividend)			
50.3 Transferred to surplus			
51. Surplus adjustment:			
51.1 Paid in	26,750,000	28,750,000	53,250,000
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance			
52. Dividends to stockholders			
53. Aggregate write-ins for gains and losses in surplus			
54. Net change in capital and surplus for the year (Lines 37 through 53)	17,629,418	(5,083,648)	8,399,417
55. Capital and surplus, as of statement date (Lines 36 + 54)	116,743,813	85,631,331	99,114,395
DETAILS OF WRITE-INS			
08.301. Gain from utilization of transferable state tax credits	42,835	2,375	64,375
08.302. Miscellaneous income	218	372	677
08.303.			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page			
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	43,053	2,747	65,052
2701.			
2702.			
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)			
5301.			
5302.			
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)			

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	229,385,505	224,396,088	448,022,804
2. Net investment income	21,062,280	20,004,336	26,898,307
3. Miscellaneous income	18,991,890	21,686,132	40,866,715
4. Total (Lines 1 to 3)	269,439,674	266,086,557	515,787,827
5. Benefit and loss related payments	135,011,597	135,837,721	251,583,986
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	148,028,710	169,884,191	291,831,440
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 17,308 tax on capital gains (losses)	(1,996,804)	(4,541,102)	(7,939,352)
10. Total (Lines 5 through 9)	281,043,503	301,180,811	535,476,074
11. Net cash from operations (Line 4 minus Line 10)	(11,603,829)	(35,094,254)	(19,688,247)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	30,504,031	29,301,530	45,651,169
12.2 Stocks			
12.3 Mortgage loans	23,310	21,950	44,570
12.4 Real estate	12,668,432		
12.5 Other invested assets	1,030,640		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	1,314	(4,527)	(11,134)
12.7 Miscellaneous proceeds	995,712	1,100,049	1,100,049
12.8 Total investment proceeds (Lines 12.1 to 12.7)	45,223,439	30,419,002	46,784,654
13. Cost of investments acquired (long-term only):			
13.1 Bonds	76,073,337	47,254,163	65,022,689
13.2 Stocks	6,000	7,200	7,200
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	1,505,535		
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	77,584,872	47,261,363	65,029,889
14. Net increase (or decrease) in contract loans and premium notes	411,805	159,945	640,713
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(32,773,237)	(17,002,306)	(18,885,948)
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	26,750,000	28,750,000	53,250,000
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities	(9,800)	25,659	38,244
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(1,094,764)	895,603	(1,534,001)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	25,645,436	29,671,262	51,754,243
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) ..	(18,731,630)	(22,425,298)	13,180,048
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	67,475,226	54,295,178	54,295,178
19.2 End of period (Line 18 plus Line 19.1)	48,743,597	31,869,880	67,475,226

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

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EXHIBIT 1**DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Individual life	162,897,263	156,003,246	276,752,566
2. Group life	48,971,895	50,935,231	92,619,275
3. Individual annuities			
4. Group annuities			
5. Accident & health	203,182,405	216,162,654	417,208,530
6. Fraternal			
7. Other lines of business			
8. Subtotal (Lines 1 through 7)	415,051,563	423,101,131	786,580,371
9. Deposit-type contracts	15,000,000	40,000,000	40,000,000
10. Total (Lines 8 and 9)	430,051,563	463,101,131	826,580,371

NOTES TO FINANCIAL STATEMENTS

Note #	Description	Page #
1	Summary of Significant Accounting Policies and Going Concern	7.1
2	Accounting Changes and Corrections of Errors	7.1
3	Business Combinations and Goodwill	7.1
4	Discontinued Operations	7.1
5	Investments	7.2
6	Joint Ventures, Partnerships and Limited Liability Companies	7.3
7	Investment Income	7.3
8	Derivative Instruments	7.3
9	Income Taxes	7.3
10	Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties	7.3
11	Debt	7.3
12	Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences And Other Postretirement Benefit Plans	7.5
13	Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations	7.5
14	Liabilities, Contingencies and Assessments	7.5
15	Leases	7.5
16	Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk	7.5
17	Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities	7.5
18	Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans	7.5
19	Direct Premium Written/Produced by Managing General Agents/Third Party Administrators	7.5
20	Fair Value Measurements	7.6
21	Other Items	7.7
22	Events Subsequent	7.7
23	Reinsurance	7.7
24	Retrospectively Rated Contracts & Contracts Subject to Redetermination	7.7
25	Change in Incurred Losses and Loss Adjustment Expenses	7.7
26	Intercompany Pooling Arrangements	7.8
27	Structured Settlements	7.8
28	Health Care Receivables	7.8
29	Participating Policies	7.8
30	Premium Deficiency Reserves	7.8
31	Reserves for Life Contracts and Annuity Contracts	7.8
32	Analysis of Annuity Actuarial Reserves and Deposit-Type Liabilities by Withdrawal Characteristics	7.8
33	Analysis of Life Actuarial Reserves by Withdrawal Characteristics	7.8
34	Premium and Annuity Considerations Deferred and Uncollected	7.8
35	Separate Accounts	7.8
36	Loss/Claim Adjustment Expenses	7.8

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The financial statements of Colonial Penn Life Insurance Company ("Company") are presented on the basis of accounting practices prescribed or permitted by the Pennsylvania Insurance Department ("Department").

The Department recognizes only statutory accounting practices prescribed or permitted by the Commonwealth of Pennsylvania for reporting the financial condition and results of operations of an insurance company and determining its solvency under Pennsylvania Insurance Law. The *Accounting Practices and Procedures* manual ("NAIC SAP") has been adopted as a component of prescribed or permitted practices by the Commonwealth of Pennsylvania. However, the Commonwealth of Pennsylvania may adopt certain prescribed accounting practices that differ from those found in NAIC SAP. In addition, the Department has the right to permit other specific practices that deviate from prescribed practices. However, the Company has no such permitted practices.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Pennsylvania is shown below:

	SSAP #	F/S Page	F/S Line #	2024	2023
NET INCOME					
(1) Colonial Penn Life Insurance Company, State of Pennsylvania basis (Page 4, Line 35, Columns 1 & 3)	XXX	XXX	XXX	\$ (5,936,367)	\$ (44,181,637)
(2) State Prescribed Practices that increase/(decrease) NAIC SAP:					
None	N/A	N/A	N/A	—	—
(3) State Permitted Practices that increase/(decrease) NAIC SAP:					
None	N/A	N/A	N/A	—	—
(4) NAIC SAP (1 - 2 - 3 = 4)	XXX	XXX	XXX	<u>\$ (5,936,367)</u>	<u>\$ (44,181,637)</u>
SURPLUS					
(5) Colonial Penn Life Insurance Company, State of Pennsylvania basis (Page 3, Line 38, Columns 1 & 2)	XXX	XXX	XXX	\$ 116,743,813	\$ 99,114,395
(6) State Prescribed Practices that increase/(decrease) NAIC SAP:					
None	N/A	N/A	N/A	—	—
(7) State Permitted Practices that increase/(decrease) NAIC SAP:					
None	N/A	N/A	N/A	—	—
(8) NAIC SAP (5 - 6 - 7 = 8)	XXX	XXX	XXX	<u>\$ 116,743,813</u>	<u>\$ 99,114,395</u>

B. No significant changes

- C. (2) Bonds not backed by other loans are stated at amortized cost using the interest method, with the following exceptions: (i) those containing call provisions, except "make-whole" call provisions, are amortized using the yield-to-worst method; (ii) those rated NAIC class 6, which are stated at the lower of amortized cost or fair value; and (iii) perpetual bonds that do not possess or no longer possess an effective call option, which are reported at fair value regardless of NAIC designation. The Company does not utilize the systematic value measurement method for SVO-identified investments.
- (6) Loan-backed bonds, structured securities and beneficial interests are stated at amortized cost using the interest method, except for those rated NAIC class 6, which are stated at the lower of amortized cost or fair value. For securities where collection of all contractual cash flows is probable, changes in currently estimated cash flows, including the effect of prepayment assumptions, are accounted for using the retrospective method. For securities that are not of high credit quality for which collection of all contractual cash flows is not probable, significant increases in cash flow estimates are accounted for using the prospective method.

No other significant changes

D. Going Concern

The Company's management does not have substantial doubt about its ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

None

3. Business Combinations and Goodwill

None

4. Discontinued Operations

None

NOTES TO FINANCIAL STATEMENTS

5. Investments

A.

No significant changes

B. - C.

None

D. Loan-backed Securities

- (1) Prepayment assumptions for loan-backed bonds and structured securities are obtained from third party vendors and internal estimates. These assumptions are reviewed for consistency with the current interest rate and economic environment.
- (2) The Company did not record any other-than-temporary impairments ("OTTI") during the six months ended June 30, 2024 under SSAP No. 43R – Revised, Loan-backed and Structured Securities ("SSAP 43R"), resulting from either an intent to sell or the inability or lack of intent to retain the investment for a period of time sufficient to recover the amortized cost basis.
- (3) The Company did not recognize any OTTI as of June 30, 2024 as a result of an expected shortage of discounted future cash flows to recover the amortized cost of the security on currently held loan-backed bonds, structured securities and beneficial interests.
- (4) Loan-backed bonds, structured securities and beneficial interests owned at June 30, 2024 that have not been impaired with a fair value lower than amortized cost are summarized below by length of time that individual securities have been in a continuous loss position.
 - a. The aggregate amount of unrealized losses:

1. Less than 12 Months	\$	99,668
2. 12 Months or Longer	\$	4,725,111
 - b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months	\$	14,628,543
2. 12 Months or Longer	\$	64,653,997
- (5) The Company regularly evaluates its investments with unrealized losses for possible impairment. The Company's assessment of whether unrealized losses are "other-than-temporary" requires significant judgment. Factors considered include: (i) the extent to which fair value is less than the cost basis; (ii) the length of time that the fair value has been less than cost; (iii) whether the unrealized loss is event driven, credit-driven or a result of changes in market interest rates or risk premium; (iv) the near-term prospects for specific events, developments or circumstances likely to affect the value of the investment; (v) the investment's rating and whether the investment is investment-grade and/or has been downgraded since its purchase; (vi) whether the issuer is current on all payments in accordance with the contractual terms of the investment and is expected to meet all of its obligations under the terms of the investment; (vii) whether or not the Company intends to retain the investment until its anticipated recovery occurs; (viii) whether it is more likely than not that circumstances will require the Company to sell the investment before recovery occurs; (ix) the underlying current and prospective asset and enterprise values of the issuer and the extent to which the recoverability of the carrying value of the Company's investment may be affected by changes in such values; (x) projections of, and unfavorable changes in, cash flows on structured securities including mortgage-backed and asset-backed securities; (xi) the Company's best estimate of the value of any collateral; and (xii) other objective and subjective factors.

E. - I.

None

- J. As a result of the Company's success with hybrid work arrangements and evolving business needs, it sold its home office building in Philadelphia, Pennsylvania (which had been held for sale), during the second quarter of 2024 and recognized a pre-tax realized capital gain of \$8,078,145 pursuant to the sale.

K. - L.

No significant changes

M. - P.

None

Q.

No significant changes

R. Reporting Entity's Share of Cash Pool by Asset Type

The Company did not have a share in any cash pools as of June 30, 2024.

NOTES TO FINANCIAL STATEMENTS

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant changes

7. Investment Income

No significant changes

8. Derivative Instruments

None

9. Income Taxes

No significant changes

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

A., B., & C.

On March 28, 2024, the Company received a surplus contribution of \$26,750,000 in cash from its sole shareholder, Conseco Life Insurance Company of Texas.

D. - O.

No significant changes

11. Debt

A. None

B. Federal Home Loan Bank ("FHLB") Agreements**(1) Federal Home Loan Bank of Pittsburgh ("FHLBP")**

The Company is a member of the FHLBP. As a member of the FHLBP, the Company has the ability to borrow on a collateralized basis from FHLBP. The Company uses these advances, which take the form of insurance contracts structured as funding agreements, to earn incremental income in an investment spread strategy. As of June 30, 2024, the borrowing capacity under this agreement was \$50,000,000, as determined by authorization of the Company's board of directors. The Company is required to hold certain minimum amounts of FHLBP common stock as a condition of membership in the FHLBP, and additional amounts based on the amount of borrowings.

All FHLB activity is included in the Company's General Account.

(2) FHLB Capital Stock**a. Aggregate Totals**

	1 Total 2+3	2 General Account	3 Separate Accounts
1. Current Year			
(a) Membership Stock - Class A	\$ —	\$ —	\$ —
(b) Membership Stock - Class B	83,800	83,800	—
(c) Additional Activity Stock	2,000,000	2,000,000	—
(d) Excess Stock	—	—	—
(e) Aggregate Total (a+b+c+d)	<u>\$ 2,083,800</u>	<u>\$ 2,083,800</u>	<u>\$ —</u>
(f) Actual or Estimated Borrowing Capacity as Determined by the Insurer	\$ 50,000,000	XXXXXXX	XXXXXXX
2. Prior Year-end			
(a) Membership Stock - Class A	\$ —	\$ —	\$ —
(b) Membership Stock - Class B	77,800	77,800	—
(c) Additional Activity Stock	2,000,000	2,000,000	—
(d) Excess Stock	—	—	—
(e) Aggregate Total (a+b+c+d)	<u>\$ 2,077,800</u>	<u>\$ 2,077,800</u>	<u>\$ —</u>
(f) Actual or Estimated Borrowing Capacity as Determined by the Insurer	\$ 50,000,000	XXXXXXX	XXXXXXX

NOTES TO FINANCIAL STATEMENTS

11. Debt, continued

b. Membership Stock eligibility for redemption as of June 30, 2024 is as follows:

	Membership Stock	1 Current Year Total (2+3+4+5+6)	2 Not Eligible for Redemption	Eligible for Redemption			
				3 Less Than 6 Months	4 6 Months to Less Than 1 Year	5 1 to Less than 3 Years	6 3 to 5 Years
1.	Class A	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
2.	Class B	83,800	83,800	—	—	—	—

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1 Fair Value	2 Carrying Value	3 Aggregate Total Borrowings
1. Current Year Total General and Separate Accounts Total Collateral Pledged (Lines 2+3)	\$ 67,562,164	\$ 71,488,815	\$ 50,000,000
2. Current Year General Account Total Collateral Pledged	67,562,164	71,488,815	50,000,000
3. Current Year Separate Accounts Total Collateral Pledged	—	—	—
4. Prior Year-end Total General and Separate Accounts Total Collateral Pledged	61,748,308	64,819,791	50,000,000

b. Maximum Amount Pledged During Reporting Period

	1 Fair Value	2 Carrying Value	3 Amount Borrowed at Time of Maximum Collateral
1. Current Year Total General and Separate Accounts Maximum Collateral Pledged (Lines 2+3)	\$ 67,113,766	\$ 71,609,373	\$ 50,000,000
2. Current Year General Account Maximum Collateral Pledged	67,113,766	71,609,373	50,000,000
3. Current Year Separate Accounts Maximum Collateral Pledged	—	—	—
4. Prior Year-end Total General and Separate Accounts Maximum Collateral Pledged	71,199,050	72,942,821	50,000,000

(4) Borrowing from FHLB

a. Amount as of the Reporting Date

	1 Total 2+3	2 General Account	3 Separate Account	4 Funding Agreements Reserves Established
1. Current Year				
(a) Debt	\$ —	\$ —	\$ —	XXX
(b) Funding Agreements	50,000,000	50,000,000	—	50,201,896
(c) Other	—	—	—	XXX
(d) Aggregate Total (a+b+c)	<u>\$ 50,000,000</u>	<u>\$ 50,000,000</u>	<u>\$ —</u>	<u>\$ 50,201,896</u>
2. Prior Year-end				
(a) Debt	\$ —	\$ —	\$ —	XXX
(b) Funding Agreements	50,000,000	50,000,000	—	50,211,695
(c) Other	—	—	—	XXX
(d) Aggregate Total (a+b+c)	<u>\$ 50,000,000</u>	<u>\$ 50,000,000</u>	<u>\$ —</u>	<u>\$ 50,211,695</u>

b. Maximum Amount during Reporting Period (Current Year)

	1 Total 2+3	2 General Account	3 Separate Accounts
1. Debt	\$ —	\$ —	\$ —
2. Funding Agreements	50,000,000	50,000,000	—
3. Other	—	—	—
4. Aggregate Total (Lines 1+2+3)	<u>\$ 50,000,000</u>	<u>\$ 50,000,000</u>	<u>\$ —</u>

c. FHLB - Prepayment Obligations

Does the Company have prepayment obligations under the following arrangements (YES/NO)?

1. Debt	N/A
2. Funding Agreements	YES
3. Other	N/A

At the option of the Company, prepayment of the FHLB borrowings may be made, subject to any prepayment fees.

NOTES TO FINANCIAL STATEMENTS

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

No significant changes

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

A. - J.

No significant changes

K. Information on the outstanding surplus debenture is as follows:

1	2	3	4	5	6	7	8
Item Number	Date Issued	Interest Rate	Original Issue Amount of Note	Is Surplus Note Holder a Related Party (Y/N)	Carrying Value of Note Prior Year	Carrying Value of Note Current Year	Unapproved Interest and/or Principal
0601	10/31/2006	Variable (a)	\$160,000,000	Y	\$160,000,000	\$160,000,000	\$11,320,809
Total	XXX	XXX	\$160,000,000	XXX	\$160,000,000	\$160,000,000	\$11,320,809

(a) Generally the three-month Secured Overnight Financing Rate + .10% in effect two business days prior to the first day of the interest period + 4.0%. (9.40191% as of June 30, 2024)

1	9	10	11	12	13	14
Item Number	Current Year Interest Expense Recognized	Life-To-Date Interest Expense Recognized	Current Year Interest Offset Percentage (not including amounts paid to a 3rd party liquidity provider)	Current Year Principal Paid	Life-To-Date Principal Paid	Date of Maturity
0601	\$—	\$149,501,447	—%	\$—	\$—	12/31/2036
Total	\$—	\$149,501,447	XXX	\$—	\$—	XXX

No other significant changes

L., M. None

14. Liabilities, Contingencies and Assessments

No significant changes

15. Leases

No significant changes

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

None

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

A. None

B. None

C. There were no securities with NAIC designation 3 or below, or unrated securities, sold during the six months ended June 30, 2024 and reacquired within 30 days of the sale date.

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

None

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

None

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A. Assets and Liabilities Measured and Reported at Fair Value

(1) Fair Value Measurements at June 30, 2024.

Description	Level 1	Level 2	Level 3	Net Asset Value (NAV)	Total
Common stock					
Industrial and miscellaneous (unaffiliated)	\$ —	\$ 2,083,800	\$ —	\$ —	\$ 2,083,800
Cash equivalents					
Exempt money market mutual funds	67	—	—	—	67
All other money market mutual funds	18,195,175	—	—	—	18,195,175
Total Assets at fair value/NAV	<u>\$18,195,242</u>	<u>\$ 2,083,800</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$20,279,042</u>
Total Liabilities at fair value	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>

(2) Current Quarter 2024 Progression of Fair Value Measurements in Level 3

	Balance at 3/31/2024	Transfers into (out of) Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Sales	Balance at 6/30/2024
Common stock (Industrial and miscellaneous - unaffiliated)	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
Total	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —

(3) There were no transfers between levels during the second quarter of 2024.

(4) The Company's financial assets measured and reported at fair value have been classified, for disclosure purposes, based on a hierarchy defined by authoritative guidance. The degree of judgment utilized in measuring the fair value of financial instruments is largely dependent on the level to which pricing is based on observable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our view of market assumptions in the absence of observable market information. Financial instruments with readily available active quoted prices would be considered to have fair values based on the highest level of observable inputs, and little judgment would be utilized in measuring fair value. Financial instruments that rarely trade would often have fair value based on a lower level of observable inputs, and more judgment would be utilized in measuring fair value.

Valuation Hierarchy

There is a three-level hierarchy for valuing assets or liabilities at fair value based on whether inputs are observable or unobservable.

Level 1 – includes assets and liabilities valued using inputs that are unadjusted quoted prices in active markets for identical assets or liabilities. Our Level 1 assets primarily include cash and cash equivalents and exchange traded securities.

Level 2 - includes assets and liabilities valued using inputs that are quoted prices for similar assets in an active market, quoted prices for identical or similar assets in a market that is not active, observable inputs, or observable inputs that can be corroborated by market data. Level 2 assets and liabilities include those financial instruments that are valued by independent pricing services using models or other valuation methodologies. These models consider various inputs such as credit rating, maturity, corporate credit spreads, reported trades and other inputs that are observable or derived from observable information in the marketplace or are supported by transactions executed in the marketplace. Financial assets in this category primarily include: certain publicly registered and privately placed corporate fixed maturity securities; certain government or agency securities; certain mortgage and asset-backed securities; certain equity securities; and derivatives such as call options.

Level 3 - includes assets and liabilities valued using unobservable inputs that are used in model-based valuations that contain management assumptions. Level 3 assets and liabilities include those financial instruments whose fair value is estimated based on broker/dealer quotes, pricing services or internally developed models or methodologies utilizing significant inputs not based on, or corroborated by, readily available market information. Financial assets in this category include certain corporate securities, certain structured securities, mortgage loans, and other less liquid securities.

At each reporting date, we classify assets and liabilities into the three input levels based on the lowest level of input that is significant to the measurement of fair value for each asset and liability reported at fair value. This classification is impacted by a number of factors, including the type of financial instrument, whether the financial instrument is new to the market and not yet established, the characteristics specific to the transaction and overall market conditions. Our assessment of the significance of a particular input to the fair value measurement and the ultimate classification of each asset and liability requires judgment and is subject to change from period to period based on the observability of the valuation inputs.

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements, continued

As of June 30, 2024, the reported fair value of the Company's investment in Level 2 common stock was comprised of \$2,083,800 of FHLBP common stock. The stock may only be issued, redeemed and repurchased by the FHLBP at a price equal to its par value.

As of June 30, 2024, the reported fair value of the Company's investment in Level 3 common stock consisted of a holding with zero value. The Company measured the fair value of this investment based on expected recovery.

(5) None

B. - C.

As of June 30, 2024, the aggregate fair value of all financial instruments and the level within the fair value hierarchy in which the fair value measurements in their entirety fall were as follows:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Net Asset Value (NAV)
Bonds	\$ 711,567,351	\$ 779,501,988	\$ —	\$ 707,621,428	\$ 3,945,923	\$ —
Preferred stock	959,600	1,000,000	—	959,600	—	—
Common stock	2,083,800	2,083,800	—	2,083,800	—	—
Mortgage loans	373,023	410,219	—	—	373,023	—
Cash	30,548,356	30,548,356	30,548,356	—	—	—
Cash equivalents	18,195,242	18,195,242	18,195,242	—	—	—
Surplus debentures	13,772,937	17,858,636	—	13,772,937	—	—
Contract loans	21,815,634	21,658,735	—	—	21,815,634	—
Total Assets	<u>\$ 799,315,943</u>	<u>\$ 871,256,976</u>	<u>\$ 48,743,598</u>	<u>\$ 724,437,765</u>	<u>\$ 26,134,580</u>	<u>\$ —</u>
FHLBP advances	\$ 50,344,335	\$ 50,201,896	\$ —	\$ 50,344,335	—	—
Total Liabilities	<u>\$ 50,344,335</u>	<u>\$ 50,201,896</u>	<u>\$ —</u>	<u>\$ 50,344,335</u>	<u>\$ —</u>	<u>\$ —</u>

D - E.

None

21. Other Items

No significant changes

22. Events Subsequent

Subsequent events have been evaluated up to the issue date of these financial statements, August 9, 2024. No material subsequent events have occurred which would require an adjustment or disclosure.

23. Reinsurance

No significant changes

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

A. - D.

None

E. During the first six months of 2024, the Company had no written premium subject to the risk sharing provisions of the Affordable Care Act.

25. Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2023 were \$8,696,188. As of June 30, 2024, \$7,711,422 has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$993,196 as a result of revised estimates of unpaid losses and loss adjustment expenses. Therefore, there has been a \$8,430 unfavorable prior year development from December 31, 2023 to June 30, 2024. This development was generally the result of ongoing analysis of recent loss development trends. As additional information becomes known on individual claims experience, the original estimates are adjusted accordingly. None of the Company's accident and health contracts are subject to retrospective rating or experience refunds.

The Company had no significant changes in methodologies and assumptions used in calculating the liability for unpaid losses and loss adjustment expenses.

NOTES TO FINANCIAL STATEMENTS

26. Intercompany Pooling Arrangements

None

27. Structured Settlements

None

28. Health Care Receivables

None

29. Participating Policies

None

30. Premium Deficiency Reserves

None

31. Reserves for Life Contracts and Annuity Contracts

No significant changes

32. Analysis of Annuity Actuarial Reserves and Deposit-Type Liabilities by Withdrawal Characteristics

No significant changes

33. Analysis of Life Actuarial Reserves by Withdrawal Characteristics

No significant changes

34. Premium and Annuity Considerations Deferred and Uncollected

No significant changes

35. Separate Accounts

None

36. Loss/Claim Adjustment Expenses

No significant changes

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 [X] No []
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
Bankers Life and Casualty Company, a wholly-owned subsidiary of Consecro Life Insurance Company of Texas, formed two subsidiaries in June 2024 and owns 100% of Green Bay Trail Investment Corp. (DE), which owns 100% of Green Bay Trail Investment Trust (DE).
- 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. 0001224608
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] 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. 12/31/2023
- 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. 12/31/2018
- 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). 07/22/2020
- 6.4 By what department or departments?
Pennsylvania
- 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 [] No [] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
.....
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
.....
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No []
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Bankers Life Advisory Services, Inc.	Chicago, IL				...YES...
Bankers Life Securities, Inc.	Chicago, IL				...YES...

GENERAL INTERROGATORIES

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

- 9.2 Has the code of ethics for senior managers been amended? Yes ☐ No ☒
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes ☐ No ☒
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

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

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes ☐ No ☒
- 11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA:\$..... 778,315
13. Amount of real estate and mortgages held in short-term investments:\$.....
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes ☒ No ☐
- 14.2 If yes, please complete the following:
- | | 1
Prior Year-End
Book/Adjusted
Carrying Value | 2
Current Quarter
Book/Adjusted
Carrying Value |
|---|--|---|
| 14.21 Bonds | \$ | \$ |
| 14.22 Preferred Stock | \$ | \$ |
| 14.23 Common Stock | \$ | \$ |
| 14.24 Short-Term Investments | \$ | \$ |
| 14.25 Mortgage Loans on Real Estate | \$ | \$ |
| 14.26 All Other | \$ | \$ |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ | \$ |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ | \$ |
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes ☐ No ☒
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes ☐ No ☐ N/A ☒
 If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
- 16.2 Total book/adjusted carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
- 16.3 Total payable for securities lending reported on the liability page.\$

GENERAL INTERROGATORIES

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

1 Name of Custodian(s)	2 Custodian Address
The Bank of New York Mellon	240 Greenwich Street, New York, NY 10286
Federal Home Loan Bank of Pittsburgh	601 Grant Street, Pittsburgh, PA 15219
The Northern Trust Company	50 South LaSalle Street, Chicago, IL 60603

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

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

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [] No [X]

- 17.4 If yes, give full information relating thereto:

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

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

1 Name of Firm or Individual	2 Affiliation
40|86 Advisors, Inc.	A.....

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

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

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

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
107740	40|86 Advisors, Inc.	5493001H2231Q0W00D59	SEC	DS.....

- 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:

- 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.
- Issuer or obligor is current on all contracted interest and principal payments.
- 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:

- The security was purchased prior to January 1, 2018.
- The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
- 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.
- The reporting entity is not permitted to share this credit rating of the PL security with the SVO.

- Has the reporting entity self-designated PLGI securities? Yes [] No [X]

21. By assigning FE to a Schedule BA non-registered private fund, the reporting entity is certifying the following elements of each self-designated FE fund:

- The shares were purchased prior to January 1, 2019.
- The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.
- The security had a public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO prior to January 1, 2019.
- The fund only or predominantly holds bonds in its portfolio.
- The current reported NAIC Designation was derived from the public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO.
- The public credit rating(s) with annual surveillance assigned by an NAIC CRP has not lapsed.

- Has the reporting entity assigned FE to Schedule BA non-registered private funds that complied with the above criteria? Yes [] No [X]

GENERAL INTERROGATORIES**PART 2 - LIFE AND ACCIDENT AND HEALTH COMPANIES/FRATERNAL BENEFIT SOCIETIES****Life and Accident Health Companies/Fraternal Benefit Societies:**

1. Report the statement value of mortgage loans at the end of this reporting period for the following categories:
- 1
Amount
- 1.1 Long-Term Mortgages In Good Standing
- 1.11 Farm Mortgages \$
- 1.12 Residential Mortgages \$
- 1.13 Commercial Mortgages \$ 410,219
- 1.14 Total Mortgages in Good Standing \$ 410,219
- 1.2 Long-Term Mortgages In Good Standing with Restructured Terms
- 1.21 Total Mortgages in Good Standing with Restructured Terms..... \$
- 1.3 Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months
- 1.31 Farm Mortgages \$
- 1.32 Residential Mortgages \$
- 1.33 Commercial Mortgages \$
- 1.34 Total Mortgages with Interest Overdue more than Three Months \$
- 1.4 Long-Term Mortgage Loans in Process of Foreclosure
- 1.41 Farm Mortgages \$
- 1.42 Residential Mortgages \$
- 1.43 Commercial Mortgages \$
- 1.44 Total Mortgages in Process of Foreclosure \$
- 1.5 Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2) \$ 410,219
- 1.6 Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter
- 1.61 Farm Mortgages \$
- 1.62 Residential Mortgages \$
- 1.63 Commercial Mortgages \$
- 1.64 Total Mortgages Foreclosed and Transferred to Real Estate \$
2. Operating Percentages:
- 2.1 A&H loss percent 72.647 %
- 2.2 A&H cost containment percent %
- 2.3 A&H expense percent excluding cost containment expenses 11.130 %
- 3.1 Do you act as a custodian for health savings accounts? Yes [] No [X]
- 3.2 If yes, please provide the amount of custodial funds held as of the reporting date \$
- 3.3 Do you act as an administrator for health savings accounts? Yes [] No [X]
- 3.4 If yes, please provide the balance of the funds administered as of the reporting date \$
4. Is the reporting entity licensed or chartered, registered, qualified, eligible or writing business in at least two states? Yes [X] No []
- 4.1 If no, does the reporting entity assume reinsurance business that covers risks residing in at least one state other than the state of domicile of the reporting entity? Yes [] No []
- Fraternal Benefit Societies Only:**
- 5.1 In all cases where the reporting entity has assumed accident and health risks from another company, provisions should be made in this statement on account of such reinsurances for reserve equal to that which the original company would have been required to establish had it retained the risks. Has this been done? Yes [] No [] N/A []
- 5.2 If no, explain:
- 6.1 Does the reporting entity have outstanding assessments in the form of liens against policy benefits that have increased surplus? Yes [] No []
- 6.2 If yes, what is the date(s) of the original lien and the total outstanding balance of liens that remain in surplus?

Date	Outstanding Lien Amount
.....	

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

NON

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

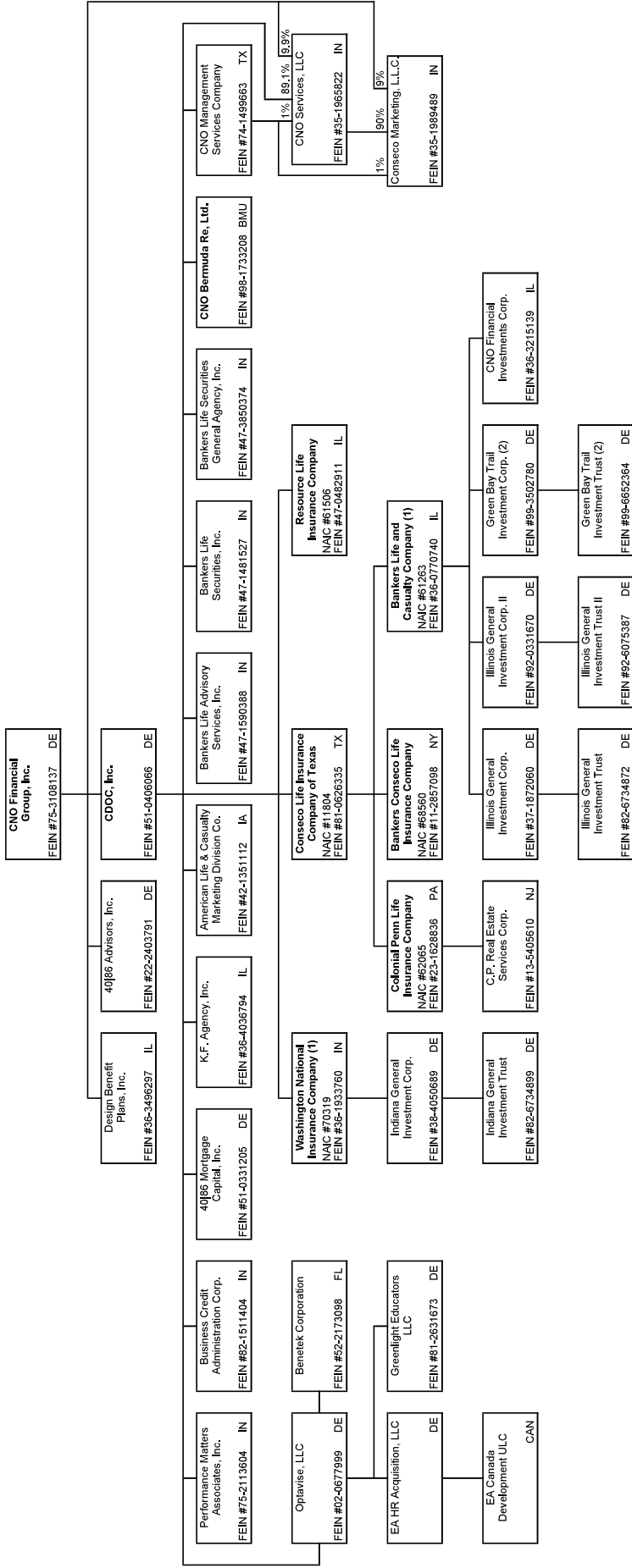
1	2	3	Direct Business Only			
			4	5	6	7
States, Etc.	Active Status (a)	Life Insurance Premiums	Accident and Health Insurance Premiums, Including Policy Membership and Other Fees	Other Considerations	Total Columns 2 Through 5	Deposit-Type Contracts
1. Alabama	AL	4,704,482	1,386,376		6,090,858	
2. Alaska	AK	181,090	25,144		206,234	
3. Arizona	AZ	3,028,869	2,374,980		5,403,849	
4. Arkansas	AR	2,201,849	896,081		3,097,930	
5. California	CA	14,776,312	7,273,977		22,050,288	
6. Colorado	CO	1,932,107	4,023,767		5,955,874	
7. Connecticut	CT	2,188,973	438,180		2,627,153	
8. Delaware	DE	1,233,054	959,016		2,192,070	
9. District of Columbia	DC	1,041,965	222,094		1,264,059	
10. Florida	FL	11,274,458	49,897,422		61,171,880	
11. Georgia	GA	9,502,370	4,297,157		13,799,527	
12. Hawaii	HI	467,474	62,723		530,196	
13. Idaho	ID	506,600	1,044,205		1,550,805	
14. Illinois	IL	9,284,658	2,507,321		11,791,979	
15. Indiana	IN	4,436,573	7,820,045		12,256,618	
16. Iowa	IA	1,200,896	2,056,463		3,257,359	
17. Kansas	KS	1,456,200	2,802,650		4,258,850	
18. Kentucky	KY	3,109,226	2,122,231		5,231,457	
19. Louisiana	LA	4,187,923	954,054		5,141,977	
20. Maine	ME	552,820	407,459		960,278	
21. Maryland	MD	6,696,101	6,567,137		13,263,238	
22. Massachusetts	MA	3,409,037	329,337		3,738,374	
23. Michigan	MI	6,635,620	6,779,805		13,415,426	
24. Minnesota	MN	1,619,289	1,729,024		3,348,313	
25. Mississippi	MS	2,787,431	949,210		3,736,641	
26. Missouri	MO	3,300,388	3,843,458		7,143,846	
27. Montana	MT	719,486	1,390,326		2,109,811	
28. Nebraska	NE	772,154	696,643		1,468,797	
29. Nevada	NV	1,603,055	589,725		2,192,780	
30. New Hampshire	NH	608,556	5,063,483		5,672,039	
31. New Jersey	NJ	8,155,500	15,074,498		23,229,998	
32. New Mexico	NM	1,349,849	376,027		1,725,876	
33. New York	NY	311,576	482,176		793,752	
34. North Carolina	NC	8,375,346	7,475,289		15,850,635	
35. North Dakota	ND	273,421	93,938		367,358	
36. Ohio	OH	8,328,613	5,095,455		13,424,068	
37. Oklahoma	OK	2,004,560	2,149,964		4,154,524	
38. Oregon	OR	1,321,336	1,327,504		2,648,840	
39. Pennsylvania	PA	12,713,833	16,088,545		28,802,378	15,000,000
40. Rhode Island	RI	677,690	1,395,525		2,073,215	
41. South Carolina	SC	4,633,446	3,230,370		7,863,817	
42. South Dakota	SD	312,493	335,466		647,959	
43. Tennessee	TN	5,119,164	3,570,401		8,689,565	
44. Texas	TX	13,780,878	11,360,347		25,141,225	
45. Utah	UT	578,162	359,315		937,477	
46. Vermont	VT	358,870	1,786,971		2,145,841	
47. Virginia	VA	6,725,486	4,481,848		11,207,334	
48. Washington	WA	1,913,218	3,050,182		4,963,400	
49. West Virginia	WV	1,793,548	1,851,484		3,645,031	
50. Wisconsin	WI	2,577,539	1,784,231		4,361,770	
51. Wyoming	WY	277,199	235,804		513,003	
52. American Samoa	AS	2,682			2,682	
53. Guam	GU	2,265	1,613		3,878	
54. Puerto Rico	PR	102,946	6,406		109,352	
55. U.S. Virgin Islands	VI	251,218			251,218	
56. Northern Mariana Islands	MP	191			191	
57. Canada	CAN					
58. Aggregate Other Aliens	OT	14,561	1,773		16,334	
59. Subtotal	XXX	187,374,602	201,124,626		388,499,228	15,000,000
90. Reporting entity contributions for employee benefits plans	XXX					
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX					
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX					
93. Premium or annuity considerations waived under disability or other contract provisions	XXX	5,171	661		5,832	
94. Aggregate or other amounts not allocable by State	XXX					
95. Totals (Direct Business)	XXX	187,379,773	201,125,287		388,505,060	15,000,000
96. Plus Reinsurance Assumed	XXX	428,744	28,799		457,543	
97. Totals (All Business)	XXX	187,808,517	201,154,086		388,962,603	15,000,000
98. Less Reinsurance Ceded	XXX	34,932	159,542,167		159,577,098	
99. Totals (All Business) less Reinsurance Ceded	XXX	187,773,585	41,611,920		229,385,505	15,000,000
DETAILS OF WRITE-INS						
58001. ZZZ Other Alien	XXX	14,561	1,773		16,334	
58002.	XXX					
58003.	XXX					
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX					
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	14,561	1,773		16,334	
9401.	XXX					
9402.	XXX					
9403.	XXX					
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX					
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX					

(a) Active Status Counts:

1. L - Licensed or Chartered - Licensed insurance carrier or domiciled RRG 52
2. R - Registered - Non-domiciled RRGs
3. E - Eligible - Reporting entities eligible or approved to write surplus lines in the state
4. Q - Qualified - Qualified or accredited reinsurer
5. N - None of the above - Not allowed to write business in the state 5

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

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



NOTES:
All subsidiaries are 100% owned unless otherwise indicated.
Names of insurance companies and their parent companies are in bold letters.
(1) The following non-insurance investment entities are reported as affiliated in accordance with SSAP No. 25:
CreekSource LLC, Class A, Ownership interests: Bankers Life and Casualty Company 75%; Washington National Insurance Company 25%
(2) These entities were formed in June 2024.

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	CK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Parent, Subsidiaries Or Affiliates	Domiliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	Control Is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Yes/No)	*
.023 ..	000 Financial Group, Inc.	6560	11-267098	.....	.....	.....	Bankers Conesco Life Insurance Company	IL	IA	Conesco Life Insurance Company of Texas	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.023 ..	000 Financial Group, Inc.	6163	35-070740	.....	.....	.....	Bankers Life and Casualty Company	IL	IA	Conesco Life Insurance Company of Texas	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.023 ..	000 Financial Group, Inc.	6265	23-628836	.....	.....	.....	Colonial Penn Life Insurance Company	PA	DE	Conesco Life Insurance Company of Texas	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.023 ..	000 Financial Group, Inc.	61804	81-462835	.....	.....	.....	Conesco Life Insurance Company of Texas	TX	DE	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.023 ..	000 Financial Group, Inc.	61506	47-449211	.....	.....	.....	Resource Life Insurance Company	IL	IA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.023 ..	000 Financial Group, Inc.	70319	35-193370	.....	.....	.....	Washington National Insurance Company	IL	IA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			44-319155	.....	.....	.....	000 Bermuda Re, Ltd.	BM	IA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-405689	.....	.....	.....	Indiana General Investment Corp.	DE	MA	Washington National Insurance Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			42-674889	.....	.....	.....	C.P. Real Estate Services Trust	DE	MA	Colonial Penn Life Insurance Corp.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			13-545610	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-215159	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			37-872060	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			82-674872	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			92-0331670	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			92-6075387	.....	.....	.....	000 Financial Investments Corp.	IL	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			99-5602790	.....	.....	.....	Green Bay Trail Investment Corp.	DE	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			99-4652384	.....	.....	.....	Green Bay Trail Investment Corp.	DE	MA	Bankers Life and Casualty Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			75-1108157	.....	000124608	New York Stock Exchange	000 Financial Group, Inc.	DE	UP	Publicly held	Ownership	100.000	000 Financial Group, Inc.	.....	0100
.....			51-9406066	.....	.....	.....	CDCC, Inc.	DE	UP	000 Financial Group, Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			22-2403791	.....	.....	.....	40186 Advisors, Inc.	DE	MA	000 Financial Group, Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-3496297	.....	.....	.....	Design Benefit Plans, Inc.	IL	MA	000 Financial Group, Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			75-2113604	.....	.....	.....	Performance Matters Associates, Inc.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			82-511404	.....	.....	.....	Business Credit Administration Corp.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			51-0331205	.....	.....	.....	40186 Mortgage Capital, Inc.	DE	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-4036794	.....	.....	.....	K.F. Agency, Inc.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....							American Life & Casualty Marketing Division Co.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			42-1351112	.....	.....	.....	Bankers Life Advisory Services, Inc.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			47-1500388	.....	.....	.....	Bankers Life Securities, Inc.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			47-1481527	.....	.....	.....	Bankers Life Securities General Agency, Inc.	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			47-883374	.....	.....	.....	Optavise, LLC	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			02-4677999	.....	.....	.....	EA HR Acquisition, LLC	DE	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....							EA HR Acquisition, LLC	DE	MA	EA HR Acquisition, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			81-3531673	.....	.....	.....	GreenLight Educators LLC	CA	MA	EA HR Acquisition, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			52-212008	.....	.....	.....	Banket Corporation	DE	MA	Optavise, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			74-1499653	.....	.....	.....	000 Management Services Company	IL	MA	Optavise, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	000 Services, LLC	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	000 Services, LLC	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	000 Services, LLC	IL	MA	CDCC Inc.	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Management Services Company	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-1935622	.....	.....	.....	Conesco Marketing, L.L.C.	IL	MA	000 Services, LLC	Ownership	100.000	000 Financial Group, Inc.	.....	.....
.....			35-19												

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC?	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC?	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC?	NO
8. Will the Life PBR Statement of Exemption be filed with the state of domicile by July 1st and electronically with the NAIC with the second quarterly filing per the Valuation Manual (by August 15)? (2nd Quarter Only) The response for 1st and 3rd quarters should be N/A. A NO response resulting with a bar code is only appropriate in the 2nd quarter. In the case of an ongoing statement of exemption, enter "SEE EXPLANATION" and provide as an explanation that the company is utilizing an ongoing statement of exemption.	NO

AUGUST FILING

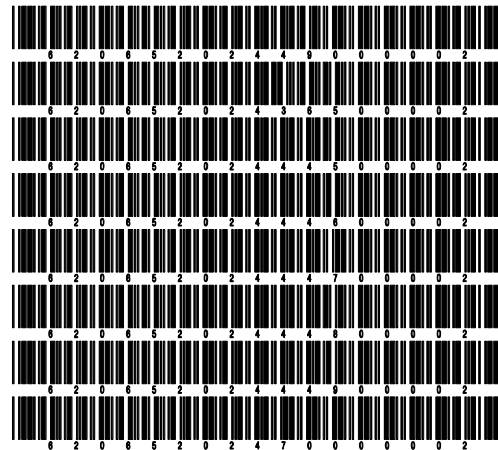
9. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting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

Explanation:

1. None
2. None
3. None
4. None
5. None
6. None
7. None
8. None

Bar Code:

1. Trusteed Surplus Statement [Document Identifier 490]
2. Medicare Part D Coverage Supplement [Document Identifier 365]
3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]
4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]
5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]
6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]
7. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]
8. Life PBR Statement of Exemption (2nd Quarter Only) [Document Identifier 700]



OVERFLOW PAGE FOR WRITE-INS

NONE

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

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	4,590,287	4,958,670
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	8,078,145	
5. Deduct amounts received on disposals	12,668,432	
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		368,383
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)		4,590,287
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)		4,590,287

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	433,530	478,100
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		44,570
7. Deduct amounts received on disposals	23,310	
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)	410,220	433,530
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	410,220	433,530
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	410,220	433,530

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	18,517,534	18,625,706
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	1,505,535	
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount	122	280
5. Unrealized valuation increase/(decrease)	(314,299)	(98,955)
6. Total gain (loss) on disposals	(13,405)	
7. Deduct amounts received on disposals	1,030,640	
8. Deduct amortization of premium and depreciation	4,785	9,497
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)	18,660,063	18,517,534
12. Deduct total nonadmitted amounts	258	294
13. Statement value at end of current period (Line 11 minus Line 12)	18,659,805	18,517,240

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	737,269,292	718,718,617
2. Cost of bonds and stocks acquired	76,079,337	65,029,891
3. Accrual of discount	544,902	1,104,657
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	(273,645)	(960,561)
6. Deduct consideration for bonds and stocks disposed of	30,504,031	45,659,596
7. Deduct amortization of premium	530,078	455,526
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		516,612
10. Total investment income recognized as a result of prepayment penalties and/or acceleration fees		8,421
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9+10)	782,585,777	737,269,292
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	782,585,777	737,269,292

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 1B

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

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	510,685,192	40,571,859	17,311,781	(1,362,180)	510,685,192	532,583,090		498,167,978
2. NAIC 2 (a)	231,502,023	9,357,445	5,017,422	1,241,466	231,502,023	237,083,512		225,490,716
3. NAIC 3 (a)	8,479,833		35,464	22,853	8,479,833	8,467,222		8,677,445
4. NAIC 4 (a)	1,369,934		592	(1,180)	1,369,934	1,368,162		1,371,712
5. NAIC 5 (a)								483,651
6. NAIC 6 (a)								
7. Total Bonds	752,036,982	49,929,304	22,365,259	(99,041)	752,036,982	779,501,966		734,191,502
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2	1,000,000				1,000,000	1,000,000		1,000,000
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock	1,000,000				1,000,000	1,000,000		1,000,000
15. Total Bonds and Preferred Stock	753,036,982	49,929,304	22,365,259	(99,041)	753,036,982	780,501,966		735,191,502

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

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

Schedule DA - Part 1 - Short-Term Investments

NONE

Schedule DA - Verification - Short-Term Investments

NONE

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

NONE

Schedule DB - Part B - Verification - Futures Contracts

NONE

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

NONE

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

NONE

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of
Derivatives

NONE

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	37,983,521	26,421,706
2. Cost of cash equivalents acquired	179,527,445	390,548,825
3. Accrual of discount		
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	1,314	(11,134)
6. Deduct consideration received on disposals	199,317,037	378,975,876
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)	18,195,243	37,983,521
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	18,195,243	37,983,521

SCHEDULE A - PART 2

[illegible]

Showing All Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract"

[illegible]

SCHEDULE B - PART 2

[illegible]

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

[illegible]

SCHEDULE BA - PART 2

ENON

SCHEDULE BA - PART 3

E03

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation, NAIC Designation Modifier and Administrative Symbol
010869-1S-2	ALABAMA CO CORRIDOR TRANSPN		06/06/2024	P MORGAN SECURITIES		205.540	1,000.000		1.E FE
196466-0A-0	COLORADO ST HSG & FIN AUTH SF		04/01/2024	HILLTOP SECURITIES		1,494.540	1,500.000	11.740	1.A FE
319855-0A-0	PRR 2024-32 DA		05/22/2024	GOLDMAN SACHS & CO		2,004.375	2,000.000	10.000	1.A
594654-0A-2	MICHIGAN ST HSG DET AUTH SF MT		04/04/2024	SAMUEL A RAMIREZ & CO INC		1,407.672	1,400.000	2.467	1.C FE
604160-0A-2	MINNESOTA ST HSG FIN AGY		04/10/2024	RBC CAPITAL MARKETS		500.000	500.000		1.B FE
644160-0A-2	MINNESOTA ST HSG FIN AGY		06/12/2024	RBC CAPITAL MARKETS		987.500	1,000.000		1.B FE
644600-0A-0	NEI HAMPshire ST HSG FIN AUTHS		04/05/2024	HILLTOP SECURITIES		1,002.240	1,000.000		1.A FE
644134-0A-0	NEI JERSEY ST HSG & VIDE FIN A		05/29/2024	TRUIST SECURITIES INC		999.800	1,000.000	3.715	1.C FE
646660-0A-0	NEI YORK Q17 NY HSG DEV CORP		06/20/2024	WELLS FARGO SECURITY		2,000.000	2,000.000		1.C FE
646724-0A-0	NEI YORK Q17 NY HSG DEV CORP		06/12/2024	RAVINDO JAMES		1,000.000	1,000.000		1.C FE
646800-0A-0	NEI YORK ST VIDE AGY INVEINMER		04/04/2024	SAMUEL A RAMIREZ & CO INC		1,479.056	1,475.000	9.265	1.B FE
659200-0A-5	NOTH CAROLINA ST HSG FIN AGY		06/10/2024	VARIOUS		2,492.830	2,500.000		1.B FE
677560-0A-0	OHIO ST HSG FIN AGY RSL VIDE		04/04/2024	WELLS FARGO SECURITY		259.797	255.000	1.577	1.A FE
880406-0A-1	TENNESSEE HSG DET AGY RSL FIN		04/04/2024	SAMUEL A RAMIREZ & CO INC		1,006.770	1,000.000	2.737	1.B FE
880406-0A-0	TENNESSEE HSG DET AGY RSL FIN		06/10/2024	TRUIST SECURITIES INC		1,446.665	1,500.000		1.B FE
959300-0A-0	WEST VIRGINIA ST HSG DEV FINO		05/31/2024	RAYMOND JAMES		1,000.000	1,000.000		1.A FE
0909999999, Subtotal - Bonds - U.S. Special Revenues						19,347.785	20,130.000	41.501	XXX
002171-0A-3	PREIT 2022-09K7 A		06/14/2024	GOLDMAN SACHS & CO		601.968	599.976		1.A FE
049660-0A-2	ATLUS ENERGY CORP		04/04/2024	LEFFERIES LLC		2,216.420	2,000.000	61.311	1.G FE
125444-0A-4	CHL 2006-20 1A17		06/25/2024	CAPITALIZED INTEREST				354	1.A FIN
159750-0A-3	CEB 2023-3A A1		04/26/2024	SBC NIKKO SECURITY AMERICA		506.350	500.000	1.516	1.A FE
200304-0A-2	COMCAST CORP		04/05/2024	SUSQUEHANNA FINANCIAL		915.335	1,500.000	19.335	1.G FE
238859-0A-8	DALLAS TRUCK FINAN VA		06/17/2024	P MORGAN SECURITIES		500.000	500.000		1.G FE
254687-0A-0	WALT DISNEY COMPANY/TE		04/10/2024	BFA SECURITIES INC		2,797.680	3,000.000	73.013	1.G FE
257460-0A-0	DOMINION ENERGY INC		05/06/2024	MDPH SECURITIES USA		1,500.000	1,500.000		2.C FE
274320-0A-4	EASTMAN CHEMICAL CO		04/15/2024	BARCLAYS CAPITAL		1,262.665	1,500.000	9.200	2.B FE
370450-0A-1	GENERAL MOTORS FIN CO		04/30/2024	RBC CAPITAL MARKETS		504.140	500.000	7.811	1.B FE
458660-0A-2	INTERCONTINENTAL/LEACHME		04/05/2024	SUSQUEHANNA FINANCIAL		1,846.420	2,000.000	31.350	1.G FE
468078-0A-3	PHOSPHORUS INC		04/30/2024	RBC PARIBAS		501.810	500.000	867	1.E FE
526220-0A-3	US 2024-2 2A44		06/12/2024	CAPITALIZED INTEREST				25	1.A FIN
638610-0A-5	INTUNITES FINANCIAL SERVICES INC		04/04/2024	BARCLAYS CAPITAL		1,152.000	1,500.000	20.800	1.G FE
744560-0A-5	PUBLIC SERVICE ELECTRIC		04/10/2024	SFPA SECURITIES INC		966.720	1,000.000	6.207	1.F FE
744600-0A-0	PUBLIC STORAGE LP CO		04/09/2024	MORGAN STANLEY & CO		1,473.735	1,500.000	16.719	1.F FE
820060-0A-3	SBC 2024-2 A1B		05/07/2024	BFA SECURITIES INC		500.000	500.000		1.A FE
820700-0A-5	SBC 2024-2 A1B		06/25/2024	BFA SECURITIES INC		960.391	1,000.000		1.A FE
832696-0A-1	JI SMOCKER CO		04/15/2024	VARIOUS		2,594.010	2,500.000	77.639	2.B FE
948660-0A-4	WALMT 2007-P42 1A1		06/12/2024	CAPITALIZED INTEREST				4	1.A FIN
950000-0A-3	WELLS FARGO & COMPANY		04/30/2024	RBC PARIBAS		502.760	500.000	888	1.E FE
950380-0A-0	ACELORUNITAL SA		06/10/2024	P MORGAN SECURITIES		1,966.480	2,000.000		2.C FE
960660-0A-0	ATRI 101 B		05/01/2024	RBC PARIBAS		300.240	300.000	612	1.C FE
962040-0A-5	ELDOX 2016-2A AGF		05/16/2024	MDPH SECURITIES USA		1,500.000	1,500.000		1.C FE
965670-0A-1	WPPEN LIFE INSURANCE		04/09/2024	P MORGAN SECURITIES		2,000.000	2,000.000	18.944	1.G FE
820600-0A-7	SCS 2025-11 A		05/16/2024	SOUTH CAPITAL INC		1,012.425	1,000.000	7.449	1.A FE
000000-0A-0	VOHOFME GROUP PLC		06/25/2024	BFA SECURITIES INC		964.340	1,000.000		2.B FE
1109999999, Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						30,560.519	31,900.359	353.563	XXX
2509999997, Total - Bonds - Part 3						49,929.304	52,030.359	386.064	XXX
2509999998, Total - Bonds - Part 5						XXX	XXX	XXX	XXX

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol
2509999999	Total - Bonds					49,993,394	52,030,359	395,064	XXX
4509999997	Total - Preferred Stocks - Part 3						XXX		XXX
4509999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX
4509999999	Total - Preferred Stocks						XXX		XXX
31388-11-4	FED. RES. LOWN BANK OF PITTSBURGH		04/02/2024	FEDERAL RESERVE BANK OF PITTSBURGH	60,000	6,000	XXX		XXX
5029999999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated) Other					6,000	XXX		XXX
5989999997	Total - Common Stocks - Part 3					6,000	XXX		XXX
5989999998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX
5989999999	Total - Common Stocks					6,000	XXX		XXX
5999999999	Total - Preferred and Common Stocks					6,000	XXX		XXX
6009999999	Totals					49,993,394	XXX	395,064	XXX

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stock and Con-Maturity Date	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol	
..38381-3-4	94R 2023-47 JA		06/01/2024	MES PAYDOWN		90.083	90.083	89.980	90.076		17		17		90.083					1,909	06/20/24	1.A
..38383-4C-8	94R 2023-43 JS		06/01/2024	MES PAYDOWN		74.881	74.881	74.881	74.881		28		28		74.881					1,683	04/20/24	1.A
..91282-8B-6	US TREASURY NB		04/30/2024	MATURITY		1,000.000	1,000.000	1,004.609	1,000.322		322		322		1,000.000					1,250	04/30/2024	1.A
01099999999	Subtotal - Bonds - U.S. Governments					1,164.984	1,164.984	1,169.270	1,165.261		277		277		1,164.984					14,842	XXX	XXX
05099999999	Subtotal - Bonds - U.S. States, Territories and Possessions		06/01/2024	SINKING FUND PMT		58.824	58.824	58.789	58.789		35		35		58.824					1,500	06/01/2033	1.6 FE
..20782-4A-2	CAS 2022-60 TMT		06/25/2024	MES PAYDOWN		26.450	26.450	26.905	26.450		(42)		(42)		26.450					999	12/25/24	1.A
..31207-3-7	FG 08/19		06/01/2024	MES PAYDOWN		48	48	47	48						48					1	06/01/2032	1.A
..31204-3-1	FG 01/17		06/01/2024	MES PAYDOWN		225	225	227	225						225					6	06/01/2032	1.A
..31281-0A-1	FG C200S		06/01/2024	MES PAYDOWN		948	948	948	948						948					24	07/01/2029	1.A
..31389-4J-2	FRN 2022-76 D		06/01/2024	MES PAYDOWN		27.083	27.083	26.744	27.082		21		21		27.083					654	08/25/24	1.A
..31389-4J-2	FRN 2022-87 B0		06/01/2024	MES PAYDOWN		42.980	42.980	42.907	42.958		2		2		42.980					900	11/25/24	1.A
..31389-4J-6	FRN 2022-82 A		06/01/2024	MES PAYDOWN		36.424	36.424	36.316	36.421		3		3		36.424					759	03/25/24	1.A
..31389-4J-6	FRN 2024-32 DA		06/01/2024	MES PAYDOWN		38.585	38.585	38.670	38.585						38.585					183	11/25/24	1.A
..31379-F-1	FRN 5274 JA		06/01/2024	MES PAYDOWN		47.686	47.686	47.343	47.687		18		18		47.686					1,106	08/25/24	1.A
..31389-F-4	FRN 3600 BJ		06/01/2024	MES PAYDOWN		3.970	3.970	3.831	3.950		20		20		3.970					77	11/15/2039	1.A
..35564-F-5	STAR 2021-H02 IZ		06/25/2024	MES PAYDOWN		10.797	10.797	10.847	10.797		(4)		(4)		10.797					352	08/25/2033	1.A
..35564-F-5	STAR 2021-H02 IZ		06/25/2024	MES PAYDOWN		11.192	11.192	10.920	11.116		76		76		11.192					354	12/25/2033	1.A
..35564-W-1	STAR 2021-H04 M1		06/25/2024	SECURITY CALLED at 100.000		20.028	20.028	19.646	19.902		126		126		20.028					536	12/25/24	1.B
..592614-2A-8	NET TRANSPORT AUTH NY REVENUE		05/03/2024			925.000	925.000	1,232.211	1,211.637		(286.637)		(286.637)		925.000					22,339	11/15/24	1.6 Z
..604161-4-5-7	MINNESOTA ST HSG FND AOT		04/03/2024	SINKING FUND PMT		10.000	10.000	10.000	10.000						10.000					337	07/01/2053	1.B FE
..607120-EZ-1	MOBILE AL. ART AUTH RPT REVENUE		05/09/2024	SINKING FUND PMT		13.224	13.224	13.224	13.224						13.224					252	11/09/2032	1.F
..61808C-4H-4	OKLAHOMA ST DEPT FIN AUTH		04/01/2024	SINKING FUND PMT		36.993	36.993	36.993	36.993						36.993					975	10/01/24	1.A FE
09099999999	Subtotal - Bonds - U.S. Special Revenues					1,251.613	1,251.613	1,557.770	1,499.444		(286.417)		(286.417)		1,251.613					29,804	XXX	XXX
..00075A-4S-1	BACF 2006-2711 A3C1		06/25/2024	MES PAYDOWN		50.717	50.717	46.929	50.629		87		87		50.717					888	09/25/2038	1.A FI
..0218C-0C-3	CIALT 2006-1038 1A4		06/01/2024	MES PAYDOWN		1.784	2.864	1.861	1.772		12		12		1.784					61	01/25/2037	1.A FI
..02683A-4A-5	AMA 2007-3 A1		06/25/2024	MES PAYDOWN		3.177	2.811	2.298	3.139		38		38		3.177					59	06/25/24	1.A FI
..02683A-4A-2	AMA 2007-5 A1		06/25/2024	MES PAYDOWN		3.177	3.167	2.282	3.104		28		28		3.177					59	06/25/24	1.A FI
..03075-0C-4	AKSI 2004-R11 T1		06/27/2024	MES PAYDOWN		6.893	6.893	6.537	7.007		(13)		(13)		6.893					128	11/25/2034	1.A FI
..03075-0B-2	AKSI 2004-R11 T2		06/25/2024	MES PAYDOWN		17.390	17.390	17.407	17.390						17.390					381	11/25/2034	1.A FI
..03861J-4A-4	ARLU 2022-412 A		06/15/2024	MES PAYDOWN		265	265	263	264		1		1		265					10	05/15/2037	1.A FE
..04542-0C-9	BBSE 2006-4E7 A4		06/10/2024	MES PAYDOWN		7.903	7.903	5.246	7.802		101		101		7.903					58	11/25/2038	1.A FI
..053807-4S-2	AVNET INC		04/18/2024	BACILAS CAPITAL		499.390	500.000	499.390	499.839		20		20		499.839					11,755	04/15/2026	2.C FE
..05460F-4E-5	BACF 2006-3 1A23		06/01/2024	MES PAYDOWN		106	106	103	106		106		106		106					3	06/25/2035	1.A FI
..05800F-4E-5	BACF 2006-4 A5		06/01/2024	MES PAYDOWN		592	1,382	1,239	601		(9)		(9)		592					35	07/25/2038	1.A FI
..08972A-4A-8	BORGWARNER INC		04/23/2024	BACILAS CAPITAL		197.166	200.000	204.050	201.126		(183)		(183)		200.933					5,611	10/01/2025	2.C FE
..125051-4A-9	CCMI PROPERTY HOLDINGS LP		03/31/2024	SINKING FUND PMT		15.640	15.640	15.640	15.640						15.640					496	12/31/2031	2.C PL
..125408-4A-8	CISTERA SECO, LLC (SEMPA ENERGY)		06/15/2024	SINKING FUND PMT		6.131	6.131	6.131	6.131						6.131					120	07/10/2040	2.A
..125441-4A-6	CSMC 2006-20 1A17		06/25/2024	MES PAYDOWN		351	351	279	349		2		2		351					11	02/25/2037	1.A FI
..126775-7S-2	CIALT 2007-41 1A12		06/01/2024	MES PAYDOWN		19.321	19.321	19.368	19.323		(2)		(2)		19.321					263	06/25/24	1.A FI
..14318A-0C-4	CANIK 2006-2629 A6		06/01/2024	MES PAYDOWN		2,060	2,060	1,743	2,040		20		20		2,060					48	07/25/2035	1.A FI
..16183V-4E-4	CHASE 2022-3 C		05/01/2024	RNP PARBAS		979.141	1,000.000	999.722	999.906		15		15		999.922					19,090	02/15/2035	1.F FE
..170255-4H-3	CIALT 2007-1 A4		06/01/2024	MES PAYDOWN		10.684	10.684	9.793	10.684		35		35		10.684					173	04/25/24	1.A FI
..1788A-4A-4	CLARBON CTR LLC (HUMART)		06/01/2024	SINKING FUND PMT		23.953	23.953	23.953	23.953		(11)		(11)		23.953					57	03/25/2037	1.A FI
..1788A-4A-4	CLARBON CTR LLC (HUMART)		06/01/2024	SINKING FUND PMT		23.953	23.953	23.953	23.953						23.953					729	08/01/2037	1.C

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value				15	16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contract Maturity Date	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol
..713103-00-4	CBIL 2007-6 1A		06/01/2024	MES PAYDOWN		872	1,159	941	854	.....	.....8	.....	.....8	.....	.....872	.....	.....	.....	.....28	07/25/2037	..A FI
..93808-A-5	CASL 2023-A 1		06/25/2024	MES PAYDOWN		18,298	18,298	18,298	18,298	.....	.....	.....	.....	.....	.....18,298	.....	.....	.....	.....594	06/25/2035	..A FE
..94211A-A-2	CASL 2016-A 1		06/25/2024	MES PAYDOWN		32,323	32,323	32,167	32,323	.....	.....85	.....	.....85	.....	.....32,323	.....	.....	.....	.....920	12/29/2048	..A FE
..202671-A-3	CBST 2016-A 1		06/25/2024	MES PAYDOWN		16,817	16,817	16,817	16,817	.....	.....	.....	.....	.....	.....16,817	.....	.....	.....	.....513	05/25/2040	..A FE
..232648-A-4	EBR MEDICAL FACILITIES (OWNER CLINIC)		06/26/2024	VARIOUS		7,508	7,640	7,640	7,640	.....	.....	.....	.....	.....	.....7,640	.....	.....(132)	.....	.....174	06/15/2034	..G
..232434-A-0	CHAL 2006-038 2A3		06/25/2024	MES PAYDOWN		6,715	6,682	3,940	6,629	.....	.....86	.....	.....86	.....	.....6,715	.....	.....	.....	.....121	11/25/2036	..A FI
..232434-A-0	CHAL 2006-0412 418		06/25/2024	MES PAYDOWN		7,462	9,366	6,816	7,233	.....	.....229	.....	.....229	.....	.....7,462	.....	.....	.....	.....155	09/20/2046	..A FI
..251500-A-5	CHAL 2006-041 41		06/25/2024	MES PAYDOWN		11,149	11,149	9,031	10,904	.....	.....225	.....	.....225	.....	.....11,149	.....	.....	.....	.....154	02/25/2047	..A FI
..265841-A-9	DOUGER TOWERS LLC		04/04/2024	MES PAYDOWN		49,161	49,161	49,161	49,161	.....	.....	.....	.....	.....	.....49,161	.....	.....	.....	.....2,984	03/17/2032	..G RL
..302681-A-2	HWK 2016-1 12		04/29/2024	VARIOUS		506,674	540,500	542,500	542,500	.....	.....	.....	.....	.....	.....542,500	.....	.....(15,826)	.....	.....23,694	04/20/2049	..G FE
..38831A-A-3	EEF JAMES II (KOLLS)		06/07/2024	SHINING FUND PRT		35,464	35,464	35,466	35,464	.....	.....	.....	.....	.....	.....35,464	.....	.....	.....	.....1,072	10/07/2027	..G
..30260-A-3	PREIF 2016-632 B		04/30/2024	VARIOUS		954,668	1,000,000	951,719	966,943	.....	.....1,709	.....	.....1,709	.....	.....988,332	.....	.....(23,684)	.....	.....16,670	01/25/2049	..A
..30260-A-3	PREIF 2016-632 C		04/29/2024	VARIOUS		1,921,250	2,000,000	1,924,445	1,974,720	.....	.....3,188	.....	.....3,188	.....	.....1,977,908	.....	.....(56,658)	.....	.....33,226	01/25/2049	..A
..30270-A-3	FFAL 2005-4793 18		06/25/2024	VARIOUS		16,564	16,564	17,021	18,321	.....	.....43	.....	.....43	.....	.....16,564	.....	.....	.....	.....517	09/25/2035	..A FI
..33845-A-3	FOAT 2022-C		05/01/2024	BIF PARBAS		976,675	1,000,000	999,854	999,905	.....	.....12	.....	.....12	.....	.....999,917	.....	.....(23,042)	.....	.....19,128	07/17/2028	..LF FE
..35824-A-3	FSMT 2021-81V 83		06/01/2024	VARIOUS		5,014	5,014	5,266	5,021	.....	.....(7)	.....	.....(7)	.....	.....5,014	.....	.....	.....	.....74	09/25/2051	..LF
..35890A-A-7	PREIF 2016-638 B		06/01/2024	VARIOUS		947,422	1,000,000	915,781	971,053	.....	.....5,847	.....	.....5,847	.....	.....976,900	.....	.....(29,478)	.....	.....15,786	09/25/2049	..A
..362334-A-4	GSAA 2006-6 1F6		05/01/2024	MES PAYDOWN		2,163	2,163	1,300	2,156	.....	.....7	.....	.....7	.....	.....2,163	.....	.....	.....	.....29	02/25/2038	..A FI
..362941-A-7	GSAA 2005-2 1F5		06/01/2024	MES PAYDOWN		2,029	2,029	1,817	2,024	.....	.....5	.....	.....5	.....	.....2,029	.....	.....	.....	.....29	09/25/2035	..A FI
..36262-A-3	GSMB 2021-492 B3		06/01/2024	MES PAYDOWN		6,408	6,408	6,666	6,416	.....	.....(7)	.....	.....(7)	.....	.....6,408	.....	.....	.....	.....90	02/25/2052	..LF FE
..382371-A-9	GOO 2022-303 A		06/22/2024	MES PAYDOWN		15,171	15,171	15,165	15,128	.....	.....43	.....	.....43	.....	.....15,171	.....	.....	.....	.....312	07/20/2049	..LF FE
..385381-A-4	GNF 2007-482 2A1		06/25/2024	MES PAYDOWN		3,298	3,248	2,617	3,248	.....	.....51	.....	.....51	.....	.....3,298	.....	.....	.....	.....58	06/25/2037	..A FI
..4000H-A-7	HSC 2006-KC1 1A		06/25/2024	MES PAYDOWN		8,222	8,222	7,852	8,204	.....	.....18	.....	.....18	.....	.....8,222	.....	.....	.....	.....173	11/25/2035	..A FI
..411651-A-8	HML 2007-5 11A		06/19/2024	MES PAYDOWN		4,845	4,845	4,368	4,792	.....	.....53	.....	.....53	.....	.....4,845	.....	.....	.....	.....50	09/19/2037	..A FI
..42524H-A-9	HFE 2022-1 42		06/01/2024	MES PAYDOWN		13,352	13,352	12,949	13,332	.....	.....20	.....	.....20	.....	.....13,352	.....	.....	.....	.....314	07/25/2067	..E FE
..45254H-JI-9	IMV 2004-6 2A		06/01/2024	MES PAYDOWN		5,541	5,541	5,264	5,467	.....	.....74	.....	.....74	.....	.....5,541	.....	.....	.....	.....94	10/25/2034	..A FI
..55886-A-6	TRME TECHNOLOGIES CO LL		06/01/2024	SHINING FUND PRT		52,000	52,000	59,788	52,500	.....	.....(520)	.....	.....(520)	.....	.....52,000	.....	.....	.....	.....1,872	06/01/2025	..G A FE
..6617C-A-8	EVOR 2016-1 4 B		06/15/2024	MES PAYDOWN		13,076	13,076	13,065	13,063	.....	.....23	.....	.....23	.....	.....13,076	.....	.....	.....	.....285	04/15/2026	..G A FE
..6653E-A-6	EMIT 2025-1 B9		06/01/2024	MES PAYDOWN		6,653	6,653	5,946	6,651	.....	.....3	.....	.....3	.....	.....6,653	.....	.....	.....	.....82	11/25/2050	..A
..47803-A-3	JMMI 2007-1 1A 1211		04/30/2024	MES PAYDOWN		2,500	2,500	2,300	2,500	.....	.....	.....	.....	.....	.....2,500	.....	.....	.....	.....61	07/30/2047	..G FE
..3017H-A-3	KOT 2025-1 42		06/15/2024	MES PAYDOWN		199,011	198,011	196,007	197,742	.....	.....269	.....	.....269	.....	.....198,011	.....	.....	.....	.....4,473	02/17/2026	..A FE
..35221-AE-3	LIS 2005-8 2A4		06/25/2024	MES PAYDOWN		547	1,365	243	(791)	.....	.....1,338	.....	.....1,338	.....	.....547	.....	.....	.....	.....34	12/25/2035	..A FI
..37693A-A-8	MSD 2006-2 A		06/25/2024	MES PAYDOWN		39,538	39,538	37,507	39,452	.....	.....86	.....	.....86	.....	.....39,538	.....	.....	.....	.....617	02/25/2036	..A FI
..51748H-A-8	MSY 2005-4 3A1		06/01/2024	MES PAYDOWN		3,186	3,186	2,819	3,189	.....	.....47	.....	.....47	.....	.....3,186	.....	.....	.....	.....62	09/25/2035	..A FI
..519451-A-9	MSIC 2003-1 1A		06/20/2024	MES PAYDOWN		31,203	31,203	31,111	31,113	.....	.....90	.....	.....90	.....	.....31,203	.....	.....	.....	.....677	06/20/2053	..G FE
..53615H-A-3	THE NATL FOOTBALL LEAGUE		04/11/2024	PRIOR YEAR INCOME		18,188	18,188	18,065	18,065	.....	.....123	.....	.....123	.....	.....18,188	.....	.....	.....	.....1,412	03/31/2024	..E FE
..6428H-A-0	MOET 2005-5 1H		06/25/2024	MES PAYDOWN		22,873	22,873	23,996	22,820	.....	.....(46)	.....	.....(46)	.....	.....22,873	.....	.....	.....	.....257	12/25/2035	..A FI
..6468H-BK-2	MRIT 2017-3A B3		06/01/2024	MES PAYDOWN		433,333	433,333	433,333	433,333	.....	.....	.....	.....	.....	.....433,333	.....	.....	.....	.....9,858	05/25/2055	..E FE
..6206P-A-5	NEIZ 2021-1 C		04/30/2024	MES PAYDOWN		2,287	2,287	1,666	2,240	.....	.....46	.....	.....46	.....	.....2,287	.....	.....	.....	.....44	02/25/2037	..A FI
..65537K-A-6	NELI 2007-1 2A1A		06/25/2024	MES PAYDOWN		10,691	10,691	10,699	10,699	.....	.....22	.....	.....22	.....	.....10,691	.....	.....	.....	.....137	05/25/2036	..A FI
..6568H-A-6	NELI 2006-1 A1A		06/01/2024	MES PAYDOWN		863	1,060	800	860	.....	.....	.....	.....	.....	.....863	.....	.....	.....	.....26	02/25/2037	..A FI
..6937B-AH-7	PHAM 2007-1 21A		05/10/2024	VARIOUS		297,555	269,677	267,655	268,213	.....	.....(270)	.....	.....(270)	.....	.....267,942	.....	.....(10,388)	.....	.....3,625	07/25/2035	..A FI
..7318P-JS-6	PRLR 2005-5 1H		06/25/2024	MES PAYDOWN		19,075	19,075	18,193	18,193	.....	.....53	.....	.....53	.....	.....19,075	.....	.....	.....	.....390	06/25/2036	..A FI
..7318P-KJ-8	PRLR 2006-1 1H		06/01/2024	MES PAYDOWN		13,311	14,463	8,390	13,078	.....	.....233	.....	.....233	.....	.....13,311	.....	.....	.....	.....249	04/26/2036	..A FI
..7492H-CJ-9	RESP 2010-2 13A2		06/25/2024	MES PAYDOWN		2,911	2,911	2,511	2,911	.....	.....10	.....	.....10	.....	.....2,911	.....	.....	.....	.....63	02/25/2047	..A FI

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value				16	17	18	19	20	21	22	
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Con-Maturity Date	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol
751501-AE-3	RAMP 2006-RS4 M1		06/25/2024	MES PAYDOWN		5,561	5,561	4,032	5,526		35		35		5,561				135	07/25/2036	1A FI
751507-AC-8	RAMP 2007-RS2 A3		06/25/2024	MES PAYDOWN		10,031	7,818	4,946	9,948		83		83		10,031				135	06/25/2037	1A FI
761122-2S-8	RAMP 2004-RS2 A3B		06/25/2024	MES PAYDOWN		5,983	5,983	5,542	5,968		15		15		5,983				111	03/25/2036	1A FI
761311-AA-1	KITE REALTY GROUP TRST		04/15/2024	BAGEL'S CAPITAL		981,000	1,000,000	949,320	981,321		2,073		2,073		983,395		(12,365)		23,556	03/15/2025	2,8 FE
762003-0B-9	FENSI 2007-06, 11B		06/01/2024	MES PAYDOWN		1,026	1,546	1,212	1,026						1,026				39	06/25/2037	1A FI
784433-8B-6	SLVA 2004-A3		06/15/2024	MES PAYDOWN		18,818	18,818	17,606	18,793		24		24		18,818				582	06/15/2033	1A FE
838307-AC-1	SFC 2022-A3 C		06/20/2024	MES PAYDOWN		70,456	70,456	70,448	70,288		188		188		70,456				1,832	06/20/2040	2,8 FE
833085-0C-2	SNS 2024-C1B		06/15/2024	MES PAYDOWN		7,046	7,046	7,046	7,046						7,046				41	06/17/2052	1A FE
832070-0A-9	SPRINT LLC		06/15/2024	MATURITY		500,000	500,000	499,452	499,534		666		666		500,000				17,813	06/15/2024	2,8 FE
832241-0A-1	STOLIM FUNDING TRST		04/01/2024	MES PAYDOWN		38,909	38,909	38,909	38,909						38,909				774	04/01/2039	2,0 PL
863856-0C-2	SAIL 2005-2 A3		06/25/2024	MES PAYDOWN		42,811	42,811	33,044	42,644		167		167		42,811				815	03/25/2035	1A FI
863856-0C-4	SAIL 2005-HE1 A2		06/25/2024	MES PAYDOWN		25,401	25,401	24,967	25,333		88		88		25,401				386	07/25/2035	1A FI
863850-0C-5	SACS 2005-CPT A3		06/25/2024	MES PAYDOWN		65,413	65,413	34,966	64,187		1,226		1,226		65,413				736	11/25/2035	1A FI
873424-AC-8	BELL 2016-1A A23		04/30/2024	WELLS FARGO SECURITY		917,212	937,500	937,500	937,500						937,500		(20,288)		20,320	05/25/2046	2,8 FE
881867-AA-0	TUITS 2008-11 A1		06/25/2024	MES PAYDOWN		5,101	5,101	4,900	5,091		10		10		5,101				113	10/25/2037	1A FI
881741-0B-2	TPAT 2016-SL1 B		06/01/2024	MES PAYDOWN		25,498	25,498	24,419	25,423		74		74		25,498				388	07/25/2062	1A
897881-0F-9	TRUST FINANCIAL CORP		05/28/2024	VARIOUS		57,908	57,908	55,628	57,746		162		162		57,908				1,673	07/25/2046	1A FE
925381-0C-5	VERUS 2023-A3		06/01/2024	MES PAYDOWN		250,000	250,000	240,308	243,191		19		19		250,000				380	02/25/2067	1A FE
925381-AA-2	VERUS 2022-A1		06/01/2024	MES PAYDOWN		32,684	32,684	32,382	32,668		15		15		32,684				661	06/25/2067	1A FE
929861-0G-4	WABASH VALLEY PRM ASSOC		04/30/2024	SINING FUND PMT		8,539	8,539	8,539	8,539						8,539				262	01/31/2028	1F
949851-AA-6	WFLT 2007-0A2 1A1		06/01/2024	MES PAYDOWN		462	549	465	476		5		5		462				14	06/25/2037	1A FI
950831-0B-3	WEN 2022-1A A211		06/15/2024	MES PAYDOWN		2,525	2,525	2,525	2,525						2,525				57	03/15/2032	2,8 FE
976501-0F-5	WINDRST FINANCIAL CORP		06/13/2024	MATURITY		500,000	500,000	500,000	500,000						500,000				12,500	06/13/2024	2,8 FE
037601-AA-1	APEC 2020-1A BR		06/05/2024	SECURITY CALLED at 100,000		625,000	625,000	603,125	609,179		15,821		15,821		625,000				29,901	10/20/2031	1,0 FE
088804-AA-2	ARLO 2021-HE3 A		06/15/2024	MES PAYDOWN		705,038	705,038	679,040	701,363		3,675		3,675		705,038				19,575	06/15/2034	1A FE
071351-AA-9	BATUN 2022-2A A		06/25/2024	MES PAYDOWN		250,000	250,000	251,125	250,000		(1,125)		(1,125)		250,000				8,967	07/14/2034	1A FE
080371-0C-5	BROS 2020-1A A2		06/21/2024	MES PAYDOWN		500,000	500,000	501,000	500,000		(1,000)		(1,000)		500,000				16,006	07/20/2034	1,0 FE
088711-0C-9	CSLE 2018-0A B2		04/15/2024	MES PAYDOWN		500,000	500,000	497,000	493,827		6,173		6,173		500,000				16,989	06/12/2030	1,0 FE
070711-0C-4	CTM 2018-0A B1		05/29/2024	MES PAYDOWN		500,000	500,000	501,250	500,000		(1,250)		(1,250)		500,000				10,326	04/25/2030	1,0 FE
042921-0A-6	DEVI 2018-0A B1		05/29/2024	MES PAYDOWN		1,000,000	1,000,000	975,900	989,586		10,402		10,402		1,000,000				48,937	01/15/2033	1,0 FE
641294-BH-4	NEUB 2014-17A A2		06/13/2024	MES PAYDOWN		22,160	22,160	21,717	22,089		2,169		2,169		22,160				749	04/22/2029	1F FE
668807-AA-2	WCOOS 2018-17A A		04/22/2024	MES PAYDOWN		1,000,000	1,000,000	997,500	997,712		2,228		2,228		1,000,000				37,482	04/15/2033	1,0 FE
823207-0C-4	VENIR 2020-08A B		06/21/2024	MES PAYDOWN		500,000	500,000	500,000	500,000						500,000				25,450	04/15/2033	1,0 FE
1109599999, Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)																					
2509999997, Total - Bonds - Part 4																					
2509999998, Total - Bonds - Part 5																					
2509999999, Total - Bonds																					
4509999997, Total - Preferred Stocks - Part 4																					
4509999998, Total - Preferred Stocks - Part 5																					
4509999999, Total - Preferred Stocks																					
5989999997, Total - Common Stocks - Part 4																					
5989999998, Total - Common Stocks - Part 5																					

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	11	12	13	14	15	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation, NAIC Designation Modifier and SVO Administrative Symbol
										Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book/Adjusted Carrying Value							
5989999999	Total - Common Stocks						XXX													XXX	XXX
5989999999	Total - Preferred and Common Stocks						XXX	22,254,453	20,771,901				(205,649)		22,355,263		(226,808)	(226,808)	602,684	XXX	XXX
6009999999	Totals					22,138,454	XXX				(215,649)									XXX	XXX

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open

NONE

Schedule DB - Part B - Section 1 - Futures Contracts Open

NONE

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made

NONE

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

NONE

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

NONE

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

NONE

Schedule DB - Part E - Derivatives Hedging Variable Annuity Guarantees

NONE

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

NONE

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

NONE

STATEMENT AS OF JUNE 30, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE E - PART 1 - CASH

Month End Depository Balances								
1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *
					6 First Month	7 Second Month	8 Third Month	
The Bank of New York Mellon .. New York, NY					5,551,433	5,779,081	8,045,899	XXX
Federal Home Loan Bank of Pittsburgh					1,009,485	1,013,114	1,017,057	XXX
JPMorgan Chase Bank					8,839,528	5,244,703	4,232,162	XXX
KeyBank National Association					16,484,344	14,679,186	14,340,580	XXX
The Northern Trust Company ... Chicago, IL		0.420	127,909		2,122,448	1,290,764	2,871,533	XXX
0199998. Deposits in ... 3 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX			59,587	41,126	41,126	XXX
0199999. Totals - Open Depositories	XXX	XXX	127,909		34,066,825	28,047,974	30,548,356	XXX
0299998. Deposits in ... depositories that do not exceed the allowable limit in any one depository (See instructions) - Suspended Depositories	XXX	XXX						XXX
0299999. Totals - Suspended Depositories	XXX	XXX						XXX
0399999. Total Cash on Deposit	XXX	XXX	127,909		34,066,825	28,047,974	30,548,356	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
.....								
.....								
.....								
.....								
.....								
.....								
.....								
.....								
0599999. Total - Cash	XXX	XXX	127,909		34,066,825	28,047,974	30,548,356	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]