



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

QUARTERLY STATEMENT

AS OF MARCH 31, 2024

OF THE CONDITION AND AFFAIRS OF THE

Colonial Penn Life Insurance Company

NAIC Group Code 0233 (Current) 0233 (Prior) NAIC Company Code 62065 Employer's ID Number 23-1628836

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 [X] Fraternal Benefit Societies []

Incorporated/Organized 12/03/1957 Commenced Business 09/02/1959

Statutory Home Office 399 Market Street Philadelphia, PA, US 19181 (Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 399 Market Street Philadelphia, PA, US 19181 (Street and Number) (City or Town, State, Country and Zip Code) 215-928-8000 (Area Code) (Telephone Number)

Mail Address 399 Market Street Philadelphia, PA, US 19181 (Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 399 Market Street Philadelphia, PA, US 19181 (Street and Number) (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 317-817-6485 (Name) (Area Code) (Telephone Number) Shelly.Hitch@CNOinc.com 317-817-2115 (E-mail Address) (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 Rachel Johanna Spehler Michellen Annette Wildin President Secretary SVP & Chief Accounting Officer

Subscribed and sworn to before me this 6th day of May, 2024 a. Is this an original filing? Yes [X] No [] b. If no, 1. State the amendment number..... 2. Date filed 3. Number of pages attached.....

Christine Anderson Notary Public, State of Indiana, Hamilton County My Commission Expires September 21, 2025



STATEMENT AS OF MARCH 31, 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	752,036,983		752,036,983	734,191,502
2. Stocks:				
2.1 Preferred stocks	1,000,000		1,000,000	1,000,000
2.2 Common stocks	2,077,800		2,077,800	2,077,800
3. Mortgage loans on real estate:				
3.1 First liens	421,962		421,962	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		4,590,287	4,590,287
5. Cash (\$ 32,095,961), cash equivalents (\$ 31,316,267) and short-term investments (\$)	63,412,228		63,412,228	67,475,226
6. Contract loans (including \$ premium notes)	21,560,180	162,645	21,397,535	21,258,397
7. Derivatives				
8. Other invested assets	19,655,709	277	19,655,432	18,517,240
9. Receivables for securities	25,916		25,916	
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	864,781,064	162,922	864,618,142	849,543,981
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	10,218,636		10,218,636	9,883,852
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	1,872,236	297,538	1,574,698	1,714,561
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	68,389,134		68,389,134	61,135,889
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	64,892		64,892	64,892
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	1,169,509		1,169,509	1,865,678
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	1,997,773		1,997,773	
18.2 Net deferred tax asset	82,253,069	67,643,388	14,609,681	12,927,966
19. Guaranty funds receivable or on deposit	1,256,805		1,256,805	1,293,231
20. Electronic data processing equipment and software	2,434,071	2,434,071		
21. Furniture and equipment, including health care delivery assets (\$)	42,391	42,391		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates	1,588,393		1,588,393	1,057,857
24. Health care (\$) and other amounts receivable	30,976,561	30,962,246	14,315	49,808
25. Aggregate write-ins for other than invested assets	1,241,429		1,241,429	1,851,972
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	1,068,285,963	101,542,556	966,743,406	941,389,688
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	1,068,285,963	101,542,556	966,743,406	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	1,241,429		1,241,429	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)	1,241,429		1,241,429	1,851,972

STATEMENT AS OF MARCH 31, 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 \$682,948,533 less \$ included in Line 6.3 (including \$ Modco Reserve)	682,948,533	670,918,616
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)	17,788,592	17,428,096
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	50,208,522	50,211,695
4. Contract claims:		
4.1 Life	14,524,967	15,570,755
4.2 Accident and health	8,841,487	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 \$ 972,600 accident and health premiums	4,476,722	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 \$ 239,534 assumed and \$ 11,441,870 ceded	11,681,404	10,486,108
9.4 Interest Maintenance Reserve	13,978,692	14,297,257
10. Commissions to agents due or accrued-life and annuity contracts \$137,500 , accident and health \$ 648 and deposit-type contract funds \$	138,148	500,801
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued	8,218,611	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	1,458,790	2,880,343
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses)		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	106,321	99,978
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	6,266,210	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	5,932,702	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	6,465	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	3,000,000	
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	25,159,694	24,346,289
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	854,735,863	842,275,293
27. From Separate Accounts Statement		
28. Total liabilities (Lines 26 and 27)	854,735,863	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)	(513,319,522)	(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)	109,507,543	96,614,395
38. Totals of Lines 29, 30 and 37	112,007,543	99,114,395
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	966,743,406	941,389,688
DETAILS OF WRITE-INS		
2501. Unclaimed funds	25,159,694	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)	25,159,694	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 MARCH 31, 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	134,352,649	133,281,796	456,541,970
2. Considerations for supplementary contracts with life contingencies			
3. Net investment income	10,626,974	9,853,300	27,541,487
4. Amortization of Interest Maintenance Reserve (IMR)	256,376	240,238	966,260
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	9,248,222	11,173,900	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	12,778	859	65,052
9. Totals (Lines 1 to 8.3)	154,496,999	154,550,093	526,664,688
10. Death benefits	47,909,911	45,737,952	167,948,343
11. Matured endowments (excluding guaranteed annual pure endowments)	168,146	186,406	833,975
12. Annuity benefits			
13. Disability benefits and benefits under accident and health contracts	15,854,576	16,493,482	65,187,681
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	3,240,649	2,824,248	12,091,236
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	873,749	726,480	3,138,810
18. Payments on supplementary contracts with life contingencies			
19. Increase in aggregate reserves for life and accident and health contracts	12,390,413	12,700,800	33,878,687
20. Totals (Lines 10 to 19)	80,437,446	78,669,368	283,078,732
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	13,588,802	12,009,363	50,934,047
22. Commissions and expense allowances on reinsurance assumed	267,677	254,742	979,616
23. General insurance expenses and fraternal expenses	54,301,073	61,302,687	212,729,308
24. Insurance taxes, licenses and fees, excluding federal income taxes	5,558,374	6,217,370	22,060,033
25. Increase in loading on deferred and uncollected premiums	12,044,563	13,134,231	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)	166,197,934	171,587,761	575,016,330
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(11,700,935)	(17,037,667)	(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)	(11,700,935)	(17,037,667)	(48,351,642)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	(3,323,011)	(4,630,875)	(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)	(8,377,924)	(12,406,792)	(42,911,677)
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$			
(excluding taxes of \$ 17,192 transferred to the IMR)		50	(1,269,960)
35. Net income (Line 33 plus Line 34)	(8,377,923)	(12,406,743)	(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)	(8,377,923)	(12,406,743)	(44,181,637)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ (71,329)	(268,332)	(71,274)	(78,174)
39. Change in net unrealized foreign exchange capital gain (loss)			
40. Change in net deferred income tax	682,997	505,735	5,593,604
41. Change in nonadmitted assets	(5,968,277)	(6,216,485)	(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	74,683	(94,539)	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)	12,893,148	10,466,695	8,399,417
55. Capital and surplus, as of statement date (Lines 36 + 54)	112,007,543	101,181,673	99,114,395
DETAILS OF WRITE-INS			
08.301. Gain from utilization of transferable state tax credits	12,667	656	64,375
08.302. Miscellaneous income	111	203	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)	12,778	859	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 MARCH 31, 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	114,976,279	113,272,256	448,022,804
2. Net investment income	10,180,704	9,467,889	26,898,307
3. Miscellaneous income	9,957,169	11,335,701	40,866,715
4. Total (Lines 1 to 3)	135,114,152	134,075,847	515,787,827
5. Benefit and loss related payments	67,355,294	71,929,521	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	80,661,468	88,123,457	291,831,440
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 17,192 tax on capital gains (losses)	(281,431)	(2,380,822)	(7,939,352)
10. Total (Lines 5 through 9)	147,735,331	157,672,156	535,476,074
11. Net cash from operations (Line 4 minus Line 10)	(12,621,179)	(23,596,309)	(19,688,247)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	8,365,579	11,800,493	45,651,169
12.2 Stocks			
12.3 Mortgage loans	11,568	10,893	44,570
12.4 Real estate			
12.5 Other invested assets	25,320		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	1,841	81	(11,134)
12.7 Miscellaneous proceeds	2,974,084	73,153	1,100,049
12.8 Total investment proceeds (Lines 12.1 to 12.7)	11,378,392	11,884,620	46,784,654
13. Cost of investments acquired (long-term only):			
13.1 Bonds	26,144,033	21,680,066	65,022,689
13.2 Stocks			7,200
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	1,505,534		
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	27,649,567	21,680,066	65,029,889
14. Net increase (or decrease) in contract loans and premium notes	156,351	(15,586)	640,713
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(16,427,526)	(9,779,860)	(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	(3,174)	23,349	38,244
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(1,761,119)	4,495,846	(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)	24,985,707	33,269,194	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) ..	(4,062,998)	(106,975)	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)	63,412,228	54,188,203	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	86,907,880	83,175,703	276,752,566
2. Group life	25,697,210	26,557,859	92,619,275
3. Individual annuities			
4. Group annuities			
5. Accident & health	104,367,919	112,341,437	417,208,530
6. Fraternal			
7. Other lines of business			
8. Subtotal (Lines 1 through 7)	216,973,008	222,074,999	786,580,371
9. Deposit-type contracts		15,000,000	40,000,000
10. Total (Lines 8 and 9)	216,973,008	237,074,999	826,580,371

NOTES TO FINANCIAL STATEMENTS

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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	\$ (8,377,923)	\$ (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>\$ (8,377,923)</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	\$ 112,007,543	\$ 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>\$ 112,007,543</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 three months ended March 31, 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 March 31, 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 March 31, 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	\$	103,699
2. 12 Months or Longer	\$	5,141,825

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

1. Less than 12 Months	\$	15,096,514
2. 12 Months or Longer	\$	73,445,040

- (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. - 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 March 31, 2024.

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant changes

NOTES TO FINANCIAL STATEMENTS

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 March 31, 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	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
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

b. Membership Stock eligibility for redemption as of March 31, 2024 is as follows:

		Eligible for Redemption					
	Membership Stock	1 Current Year Total (2+3+4+5+6)	2 Not 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	77,800	77,800	—	—	—	—

NOTES TO FINANCIAL STATEMENTS

11. Debt, continued

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1	2	3
	Fair Value	Carrying Value	Aggregate Total Borrowings
1. Current Year Total General and Separate Accounts Total Collateral Pledged (Lines 2+3)	\$ 61,245,794	\$ 64,713,308	\$ 50,000,000
2. Current Year General Account Total Collateral Pledged	61,245,794	64,713,308	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	2	3
	Fair Value	Carrying Value	Amount Borrowed at Time of Maximum Collateral
1. Current Year Total General and Separate Accounts Maximum Collateral Pledged (Lines 2+3)	\$ 61,591,658	\$ 64,785,966	\$ 50,000,000
2. Current Year General Account Maximum Collateral Pledged	61,591,658	64,785,966	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	2	3	4
	Total 2+3	General Account	Separate Account	Funding Agreements Reserves Established
1. Current Year				
(a) Debt	\$ —	\$ —	\$ —	XXX
(b) Funding Agreements	50,000,000	50,000,000		50,208,522
(c) Other	—	—	—	XXX
(d) Aggregate Total (a+b+c)	<u>\$ 50,000,000</u>	<u>\$ 50,000,000</u>	<u>\$ —</u>	<u>\$ 50,208,522</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	2	3
	Total 2+3	General Account	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	\$ 7,580,595
Total	XXX	XXX	\$160,000,000	XXX	\$160,000,000	\$160,000,000	\$ 7,580,595

(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%. (9.43016% as of March 31, 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 three months ended March 31, 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 March 31, 2024.

Description	Level 1	Level 2	Level 3	Net Asset Value (NAV)	Total
Common stock					
Industrial and miscellaneous (unaffiliated)	\$ —	\$ 2,077,800	\$ —	\$ —	\$ 2,077,800
Cash equivalents					
Exempt money market mutual funds	25,004	—	—	—	25,004
All other money market mutual funds	31,291,263	—	—	—	31,291,263
Total Assets at fair value/NAV	<u>\$31,316,267</u>	<u>\$ 2,077,800</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$33,394,067</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 12/31/2023	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 3/31/2024
Common stock (Industrial and miscellaneous - unaffiliated)	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
Total	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —

(3) There were no transfers between levels during the first 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 March 31, 2024, the reported fair value of the Company’s investment in Level 2 common stock was comprised of \$2,077,800 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 March 31, 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 March 31, 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	\$ 692,428,746	\$ 752,036,983	\$ —	\$ 688,385,244	\$ 4,043,502	\$ —
Preferred stock	982,400	1,000,000	—	982,400	—	—
Common stock	2,077,800	2,077,800	—	2,077,800	—	—
Mortgage loans	386,090	421,962	—	—	386,090	—
Cash	32,095,961	32,095,961	32,095,961	—	—	—
Cash equivalents	31,316,267	31,316,267	31,316,267	—	—	—
Surplus debentures	14,998,961	18,854,324	—	14,028,961	970,000	—
Contract loans	21,560,180	21,397,535	—	—	21,560,180	—
Total Assets	<u>\$ 795,846,405</u>	<u>\$ 859,200,832</u>	<u>\$ 63,412,228</u>	<u>\$ 705,474,405</u>	<u>\$ 26,959,772</u>	<u>\$ —</u>
FHLBP advances	<u>\$ 50,369,049</u>	<u>\$ 50,208,522</u>	<u>\$ —</u>	<u>\$ 50,369,049</u>	<u>\$ —</u>	<u>\$ —</u>
Total Liabilities	<u>\$ 50,369,049</u>	<u>\$ 50,208,522</u>	<u>\$ —</u>	<u>\$ 50,369,049</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, May 10, 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 three 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 March 31, 2024, \$6,817,224 has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$1,815,240 as a result of revised estimates of unpaid losses and loss adjustment expenses. Therefore, there has been a \$63,724 favorable prior year development from December 31, 2023 to March 31, 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

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

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

Yes [X] No []

3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [] No [X]

3.3

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

3.4

Is the reporting entity publicly traded or a member of a publicly traded group?

Yes [X] No []

3.5

If the response to 3.4 is yes, provide the CIK (Central Index Key) code issued by the SEC for the entity/group.

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	2	3
Name of Entity	NAIC Company Code	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?
If yes, attach an explanation.

Yes [] No [X] N/A []

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

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

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?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
.....
- 9.2

Has the code of ethics for senior managers been amended?

Yes [] No [X]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
.....
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

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

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [X] No []
- 10.2

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

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]
- 11.2

If yes, give full and complete information relating thereto:
.....
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$ 778,823
13.

Amount of real estate and mortgages held in short-term investments:

\$
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [X] No []
- 14.2

If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
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 [X]

15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] N/A [X]
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.

\$
- 8.1

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

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	2	3	4	5
Central Registration Depository Number	Name of Firm or Individual	Legal Entity Identifier (LEI)	Registered With	Investment Management Agreement (IMA) Filed
107740	40 86 Advisors, Inc.	549300 H223 Q WWQ0D59	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:

a. Documentation necessary to permit a full credit analysis of the security does not exist or an NAIC CRP credit rating for an FE or PL security is not available.

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

c. The insurer has an actual expectation of ultimate payment of all contracted interest and principal.

Has the reporting entity self-designated 5GI securities? Yes [] No [X]
20. By self-designating PLGI securities, the reporting entity is certifying the following elements of each self-designated PLGI security:

a. The security was purchased prior to January 1, 2018.

b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.

c. The NAIC Designation was derived from the credit rating assigned by an NAIC CRP in its legal capacity as a NRSRO which is shown on a current private letter rating held by the insurer and available for examination by state insurance regulators.

d. The reporting entity is not permitted to share this credit rating of the PL security with the SVO.

Has the reporting entity self-designated PLGI securities? Yes [] No [X]
21. By assigning FE to a Schedule BA non-registered private fund, the reporting entity is certifying the following elements of each self-designated FE fund:

a. The shares were purchased prior to January 1, 2019.

b. The reporting entity is holding capital commensurate with the NAIC Designation reported for the security.

c. The security had a public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO prior to January 1, 2019.

d. The fund only or predominantly holds bonds in its portfolio.

e. The current reported NAIC Designation was derived from the public credit rating(s) with annual surveillance assigned by an NAIC CRP in its legal capacity as an NRSRO.

f. The public credit rating(s) with annual surveillance assigned by an NAIC CRP has not lapsed.

Has the reporting entity assigned FE to Schedule BA non-registered private funds that complied with the above criteria? Yes [] No [X]
- 8.2

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

\$

421,962

1.14

Total Mortgages in Good Standing

\$

421,962

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)

\$

421,962

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

74.487

%

2.2

A&H cost containment percent

%

2.3

A&H expense percent excluding cost containment expenses

11.236

%

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

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

States, Etc.			1	Direct Business Only					
				Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	6 Total Columns 2 Through 5	7 Deposit-Type Contracts
				2 Life Insurance Premiums	3 Annuity Considerations				
Active Status (a)									
1.	Alabama	AL	L	2,348,524		686,464		3,034,987	
2.	Alaska	AK	L	93,272		16,043		109,315	
3.	Arizona	AZ	L	1,520,753		1,204,265		2,725,018	
4.	Arkansas	AR	L	1,099,584		450,962		1,550,546	
5.	California	CA	L	7,372,414		3,712,306		11,084,719	
6.	Colorado	CO	L	972,102		2,012,155		2,984,257	
7.	Connecticut	CT	L	1,092,103		218,639		1,310,742	
8.	Delaware	DE	L	611,665		492,390		1,104,056	
9.	District of Columbia	DC	L	522,072		104,759		626,832	
10.	Florida	FL	L	5,633,082		25,117,761		30,750,843	
11.	Georgia	GA	L	4,733,567		2,184,102		6,917,669	
12.	Hawaii	HI	L	238,684		33,357		272,041	
13.	Idaho	ID	L	252,364		540,583		792,947	
14.	Illinois	IL	L	4,674,448		1,288,390		5,962,838	
15.	Indiana	IN	L	2,221,287		3,982,964		6,204,251	
16.	Iowa	IA	L	599,781		1,034,481		1,634,263	
17.	Kansas	KS	L	739,490		1,421,904		2,161,394	
18.	Kentucky	KY	L	1,549,109		1,088,356		2,637,466	
19.	Louisiana	LA	L	2,090,084		481,562		2,571,646	
20.	Maine	ME	L	281,017		194,526		475,543	
21.	Maryland	MD	L	3,366,873		3,343,075		6,709,948	
22.	Massachusetts	MA	L	1,710,437		158,692		1,869,128	
23.	Michigan	MI	L	3,326,233		3,388,475		6,714,708	
24.	Minnesota	MN	L	801,891		889,771		1,691,662	
25.	Mississippi	MS	L	1,392,777		455,526		1,848,304	
26.	Missouri	MO	L	1,664,884		1,998,719		3,663,603	
27.	Montana	MT	L	359,848		721,608		1,081,456	
28.	Nebraska	NE	L	388,908		355,507		744,415	
29.	Nevada	NV	L	794,046		292,670		1,086,716	
30.	New Hampshire	NH	L	305,731		2,506,508		2,812,239	
31.	New Jersey	NJ	L	4,071,659		7,558,936		11,630,596	
32.	New Mexico	NM	L	668,105		201,112		869,217	
33.	New York	NY	N	148,213		242,119		390,332	
34.	North Carolina	NC	L	4,175,042		3,756,959		7,932,000	
35.	North Dakota	ND	L	138,530		48,703		187,233	
36.	Ohio	OH	L	4,175,981		2,566,077		6,742,058	
37.	Oklahoma	OK	L	1,005,504		1,132,188		2,137,691	
38.	Oregon	OR	L	657,869		681,278		1,339,146	
39.	Pennsylvania	PA	L	6,351,954		8,258,214		14,610,168	
40.	Rhode Island	RI	L	339,376		712,471		1,051,847	
41.	South Carolina	SC	L	2,311,557		1,638,396		3,949,953	
42.	South Dakota	SD	L	159,083		172,198		331,281	
43.	Tennessee	TN	L	2,559,182		1,846,320		4,405,502	
44.	Texas	TX	L	6,863,283		5,808,517		12,671,800	
45.	Utah	UT	L	288,752		191,409		480,161	
46.	Vermont	VT	L	182,212		873,138		1,055,350	
47.	Virginia	VA	L	3,385,300		2,262,243		5,647,543	
48.	Washington	WA	L	944,532		1,574,277		2,518,809	
49.	West Virginia	WV	L	900,478		943,478		1,843,956	
50.	Wisconsin	WI	L	1,292,946		964,004		2,256,949	
51.	Wyoming	WY	L	138,181		126,433		264,614	
52.	American Samoa	AS	N	1,412				1,412	
53.	Guam	GU	N	1,067		806		1,873	
54.	Puerto Rico	PR	L	33,054		3,187		36,241	
55.	U.S. Virgin Islands	VI	L	127,877				127,877	
56.	Northern Mariana Islands	MP	N	95				95	
57.	Canada	CAN	N						
58.	Aggregate Other Aliens	OT	XXX	7,247		816		8,062	
59.	Subtotal		XXX	93,685,521		101,939,798		195,625,319	
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	3,575		503		4,078	
94.	Aggregate or other amounts not allocable by State		XXX						
95.	Totals (Direct Business)		XXX	93,689,096		101,940,301		195,629,397	
96.	Plus Reinsurance Assumed		XXX	251,112		15,747		266,859	
97.	Totals (All Business)		XXX	93,940,208		101,956,048		195,896,256	
98.	Less Reinsurance Ceded		XXX	13,985		80,905,992		80,919,977	
99.	Totals (All Business) less Reinsurance Ceded		XXX	93,926,223		21,050,056		114,976,279	
DETAILS OF WRITE-INS									
58001.	ZZZ Other Alien		XXX	7,247		816		8,062	
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	7,247		816		8,062	
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

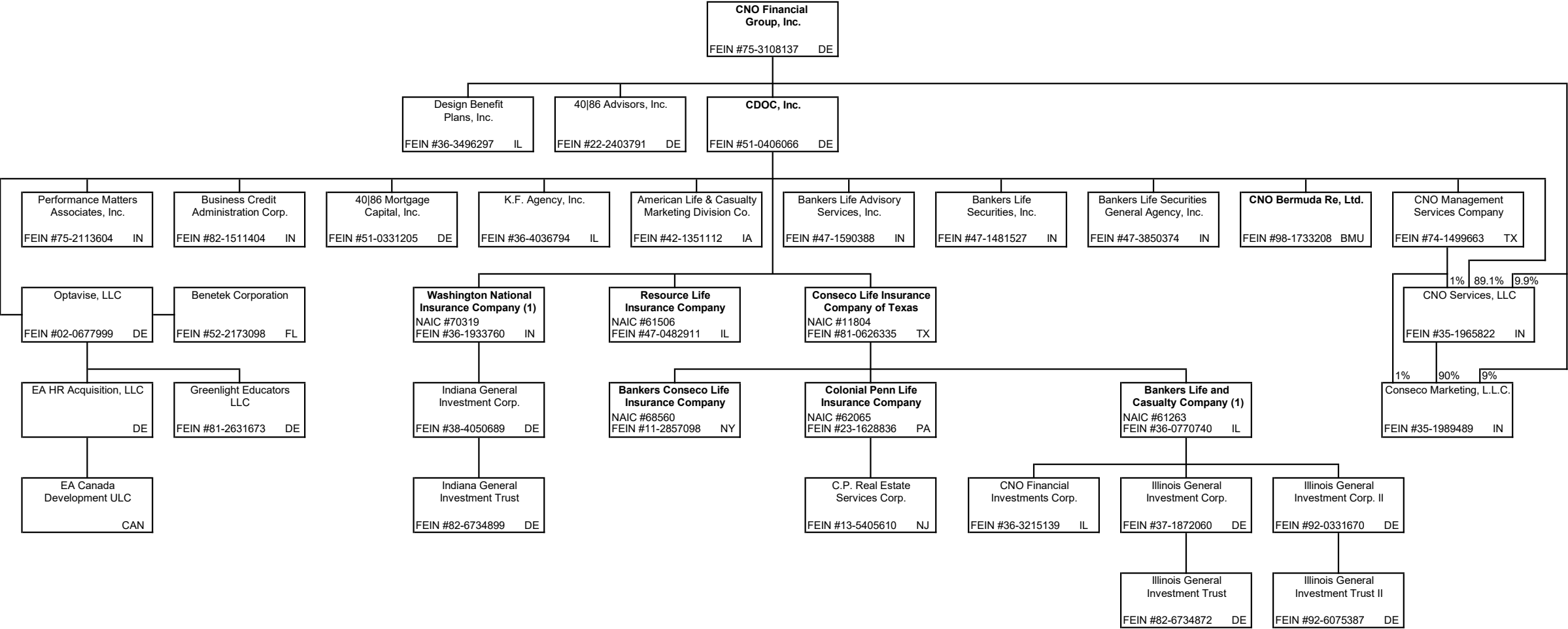
2. R - Registered - Non-domiciled RRGs.....

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

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%

STATEMENT AS OF MARCH 31, 2024 OF THE COLONIAL PENN LIFE INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	Is an SCA Filing Re-quired? (Yes/No)	*
. 0233 ...	CNO Financial Group, Inc.	68560 ...	11-2857098 ..				Bankers Consec Life Insurance Company	.. NY.....	 IA.....	Consec Life Insurance Company of Texas ...	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
. 0233 ...	CNO Financial Group, Inc.	61263 ...	36-0770740 ..				Bankers Life and Casualty Company	.. IL.....	 IA.....	Consec Life Insurance Company of Texas ...	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
. 0233 ...	CNO Financial Group, Inc.	62065 ...	23-1628836 ..				Colonial Penn Life Insurance Company	.. PA.....	 RE.....	Consec Life Insurance Company of Texas ...	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
. 0233 ...	CNO Financial Group, Inc.	11804 ...	81-0626335 ..				Consec Life Insurance Company of Texas	.. TX.....	 UDI.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
. 0233 ...	CNO Financial Group, Inc.	61506 ...	47-0482911 ..				Resource Life Insurance Company	.. IL.....	 IA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
. 0233 ...	CNO Financial Group, Inc.	70319 ...	36-1933760 ..				Washington National Insurance Company	.. IN.....	 IA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			AA-3191555 ..				CNO Bermuda Re, Ltd.	.. BMJ.....	 IA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			38-4050689 ..				Indiana General Investment Corp.	.. DE.....	 NIA.....	Washington National Insurance Company	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... YES.....	
			82-6734899 ..				Indiana General Investment Trust	.. DE.....	 NIA.....	Indiana General Investment Corp.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			13-5405610 ..				C.P. Real Estate Services Corp.	.. NJ.....	 DS.....	Colonial Penn Life Insurance Company	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			36-3215139 ..				CNO Financial Investments Corp.	.. IL.....	 NIA.....	Bankers Life and Casualty Company	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			37-1872060 ..				Illinois General Investment Corp.	.. DE.....	 NIA.....	Bankers Life and Casualty Company	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... YES.....	
			82-6734872 ..				Illinois General Investment Trust	.. DE.....	 NIA.....	Illinois General Investment Corp.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			92-0331670 ..				Illinois General Investment Corp. II	.. DE.....	 NIA.....	Bankers Life and Casualty Company	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... YES.....	
			92-6075387 ..				Illinois General Investment Trust II	.. DE.....	 NIA.....	Illinois General Investment Corp. II	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			75-3108137 ..		0001224608	New York Stock Exchange ..	CNO Financial Group, Inc.	.. DE.....	 UIP.....	Publicly held				... NO.....	.. 0100
			51-0406066 ..				CDOC, Inc.	.. DE.....	 UIP.....	CNO Financial Group, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... YES.....	
			22-2403791 ..				40186 Advisors, Inc.	.. DE.....	 NIA.....	CNO Financial Group, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			36-3496297 ..				Design Benefit Plans, Inc.	.. IL.....	 NIA.....	CNO Financial Group, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			75-2113604 ..				Performance Matters Associates, Inc.	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			82-1511404 ..				Business Credit Administration Corp.	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			51-0331205 ..				40186 Mortgage Capital, Inc.	.. DE.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			36-4036794 ..				K.F. Agency, Inc.	.. IL.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			42-1351112 ..				American Life & Casualty Marketing Division Co.	.. IA.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			47-1590388 ..				Bankers Life Advisory Services, Inc.	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			47-1481527 ..				Bankers Life Securities, Inc.	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
							Bankers Life Securities General Agency, Inc.	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			47-3850374 ..					.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			02-0677999 ..				Optavise, LLC	.. DE.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
							EA HR Acquisition, LLC	.. DE.....	 NIA.....	Optavise, LLC	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
							EA Canada Development ULC	.. CAN.....	 NIA.....	EA HR Acquisition, LLC	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			81-2631673 ..				Greenlight Educators LLC	.. DE.....	 NIA.....	Optavise, LLC	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			52-2173098 ..				Benetech Corporation	.. FL.....	 NIA.....	Optavise, LLC	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			74-1499663 ..				CNO Management Services Company	.. TX.....	 NIA.....	CDOC, Inc.	Ownership.....	100.000 ...	CNO Financial Group, Inc.	... NO.....	
			35-1965822 ..				CNO Services, LLC	.. IN.....	 NIA.....	CDOC, Inc.	Ownership.....	89.100 ...	CNO Financial Group, Inc.	... NO.....	
			35-1965822 ..				CNO Services, LLC	.. IN.....	 NIA.....	CNO Financial Group, Inc.	Ownership.....	9.900 ...	CNO Financial Group, Inc.	... NO.....	
			35-1965822 ..				CNO Services, LLC	.. IN.....	 NIA.....	CNO Management Services Company	Ownership.....	1.000 ...	CNO Financial Group, Inc.	... NO.....	
			35-1989489 ..				Consec Marketing, L.L.C.	.. IN.....	 NIA.....	CNO Services, LLC	Ownership.....	90.000 ...	CNO Financial Group, Inc.	... NO.....	
			35-1989489 ..				Consec Marketing, L.L.C.	.. IN.....	 NIA.....	CNO Financial Group, Inc.	Ownership.....	9.000 ...	CNO Financial Group, Inc.	... NO.....	
			35-1989489 ..				Consec Marketing, L.L.C.	.. IN.....	 NIA.....	CNO Management Services Company	Ownership.....	1.000 ...	CNO Financial Group, Inc.	... NO.....	

Asterisk	Explanation
0100	CNO Financial Group, Inc. is the Ultimate Controlling Entity of the Holding Company Group.

STATEMENT AS OF MARCH 31, 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.	N/A

AUGUST FILING

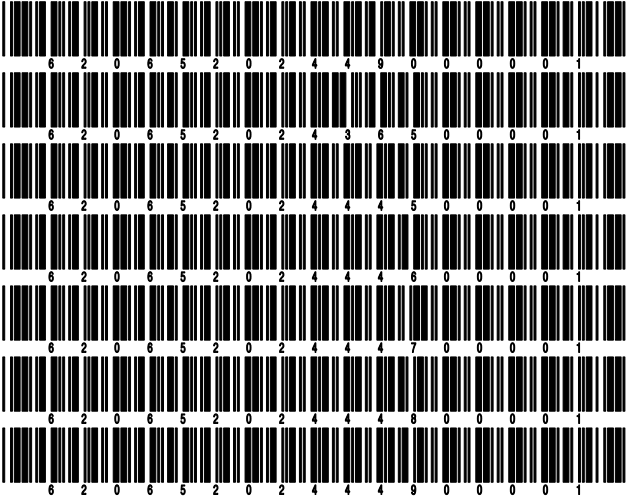
9. Will the regulator-only (non-public) Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile and electronically with the NAIC (as a regulator-only non-public document) by August 1? The response for 1st and 3rd quarters should be N/A. A NO response resulting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

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



SCHEDULE A - VERIFICATION

Real Estate

	1	2
	Year to Date	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		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		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	4,590,287
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	4,590,287	4,590,287

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year to Date	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		
7. Deduct amounts received on disposals	11,568	44,570
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)	421,963	433,530
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	421,963	433,530
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	421,963	433,530

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	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	72	280
5. Unrealized valuation increase/(decrease)	(339,661)	(98,955)
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals	25,320	
8. Deduct amortization of premium and depreciation	2,450	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)	19,655,709	18,517,534
12. Deduct total nonadmitted amounts	277	294
13. Statement value at end of current period (Line 11 minus Line 12)	19,655,432	18,517,240

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	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	26,144,033	65,029,891
3. Accrual of discount	241,196	1,104,657
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	(46,838)	(960,561)
6. Deduct consideration for bonds and stocks disposed of	8,365,579	45,659,596
7. Deduct amortization of premium	127,332	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)	755,114,772	737,269,292
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	755,114,772	737,269,292

STATEMENT AS OF MARCH 31, 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)	498,167,978	22,144,058	7,623,285	(2,003,559)	510,685,192			498,167,978
2. NAIC 2 (a)	225,490,716	3,999,975	269,690	2,281,022	231,502,023			225,490,716
3. NAIC 3 (a)	8,677,445		34,829	(162,783)	8,479,833			8,677,445
4. NAIC 4 (a)	1,371,712		594	(1,184)	1,369,934			1,371,712
5. NAIC 5 (a)	483,651		484,019	368				483,651
6. NAIC 6 (a)								
7. Total Bonds	734,191,502	26,144,033	8,412,417	113,864	752,036,982			734,191,502
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2	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
15. Total Bonds and Preferred Stock	735,191,502	26,144,033	8,412,417	113,864	753,036,982			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

N O N E

Schedule DA - Verification - Short-Term Investments

N O N E

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

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

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

N O N E

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

N O N E

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

N O N E

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	84,891,150	390,548,825
3. Accrual of discount		
4. Unrealized valuation increase/(decrease)		
5. Total gain (loss) on disposals	1,841	(11,134)
6. Deduct consideration received on disposals	91,560,244	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)	31,316,268	37,983,521
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	31,316,268	37,983,521

SCHEDULE A - PART 2

[illegible][illegible]

SCHEDULE B - PART 2

[illegible]

SCHEDULE B - PART 3

[illegible]

SCHEDULE BA - PART 2

[illegible]

SCHEDULE BA - PART 3

[illegible]

STATEMENT AS OF MARCH 31, 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
38384J-A7-9	GNR 2024-20 CB		02/13/2024	GOLDMAN SACHS & CO		1,431,094	1,500,000	5,833	1.A
0109999999. Subtotal - Bonds - U.S. Governments						1,431,094	1,500,000	5,833	XXX
13063D-76-7	CALIFORNIA ST		01/23/2024	JP MORGAN SECURITIES		1,552,245	1,500,000	25,458	1.C FE
0509999999. Subtotal - Bonds - U.S. States, Territories and Possessions						1,552,245	1,500,000	25,458	XXX
010869-IE-2	ALAMEDA CA CORRIDOR TRANSPRTN		01/24/2024	JP MORGAN SECURITIES		310,575	1,500,000		1.E FE
01170R-RG-9	ALASKA ST HSG FIN CORP MTGE RE		01/24/2024	JEFFERIES LLC		1,000,000	1,000,000		1.B FE
19648G-GV-8	COLORADO ST HSG & FIN AUTH SF		01/18/2024	BOFA SECURITIES INC		1,500,000	1,500,000		1.A FE
45203M-XF-3	ILLINOIS ST HSG DEV AUTH REVEN		02/14/2024	MORGAN STANLEY & CO		1,000,000	1,000,000		1.A FE
45505T-P2-1	INDIANA ST HSG & CMNTY DEV AUT		01/04/2024	HILLTOP SECURITIES		1,035,450	1,000,000	9,057	1.B FE
491309-FU-9	KENTUCKY ST HSG CORP SF MTGE		01/11/2024	BOFA SECURITIES INC		1,500,000	1,500,000		1.A FE
57419T-5S-6	MARYLAND ST CMNTY DEV ADMIN DE		01/26/2024	HILLTOP SECURITIES		514,425	500,000	6,631	1.B FE
658207-5E-1	NORTH CAROLINA ST HSG FIN AGY		01/10/2024	WELLS FARGO SECURITY		500,000	500,000		1.B FE
658207-5G-6	NORTH CAROLINA ST HSG FIN AGY		01/10/2024	WELLS FARGO SECURITY		1,500,000	1,500,000		1.B FE
79742G-AF-8	SAN DIEGO CNTY CA REGL ARPT AU		01/04/2024	RAYMOND JAMES		983,070	1,000,000	1,088	1.G FE
88271H-KH-1	TEXAS ST AFFORDABLE HSG CORP S		02/07/2024	RAYMOND JAMES		1,000,000	1,000,000		1.B FE
0909999999. Subtotal - Bonds - U.S. Special Revenues						10,843,520	12,000,000	16,776	XXX
110122-EC-8	BRISTOL-MYERS SQUIBB CO		01/16/2024	JP MORGAN SECURITIES		1,139,690	1,000,000	11,556	1.F FE
525221-EE-3	LXS 2005-8 244A		01/25/2024	CAPITALIZED INTEREST		247			1.A FM
78433D-AC-8	SEB4P 2024-1A A2		03/19/2024	BARCLAYS CAPITAL		3,000,000	3,000,000		2.C FE
842400-HX-4	SOUTHERN CAL EDISON		01/23/2024	BOFA SECURITIES INC		1,548,840	1,500,000	13,219	1.G FE
907818-EG-9	UNION PACIFIC CORPORATION		01/24/2024	JEFFERIES LLC		1,177,437	1,464,000	12,632	1.G FE
92539U-AD-2	VERUS 2024-2 M1		02/15/2024	BARCLAYS CAPITAL		999,975	1,000,000	4,169	2.C Z
05766B-AN-8	BOBA 2020-1A CR	C.....	01/08/2024	SG AMERICAS SECURITIES		498,000	500,000	8,853	1.F FE
07135J-AA-9	BATLN 2022-24A A	C.....	03/22/2024	RBC CAPITAL MARKETS		251,125	250,000	3,871	1.A FE
09629T-AG-3	BLUEM 2018-1A B	C.....	01/10/2024	GOLDMAN SACHS & CO		249,938	250,000	3,778	1.C FE
10805V-AC-5	BRDGS 2020-1A A2	C.....	03/04/2024	MIZUHO SECURITIES USA		501,000	500,000	4,662	1.C FE
26251B-AN-6	DRSLF 2013-28A A2LR	C.....	01/29/2024	MORGAN STANLEY & CO		500,000	500,000	7,809	1.C FE
47047L-AG-4	JTIWN 2018-6RA B	C.....	01/31/2024	ROBERT W BAIRD		501,250	500,000	843	1.B FE
716973-AH-5	PFIZER INVESTMENT ENTER	C.....	01/23/2024	BOFA SECURITIES INC		1,459,995	1,500,000	14,685	1.F FE
75888F-AG-0	REG13 2018-2A B	C.....	01/29/2024	BNP PARIBAS		240,300	240,000	768	1.D FE
92917W-BA-5	VOYA 2018-4A CR	C.....	01/09/2024	CITIGROUP GLOBAL		249,625	250,000	4,806	1.F FE
1109999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						12,317,175	12,454,247	91,651	XXX
2509999997. Total - Bonds - Part 3						26,144,034	27,454,247	139,718	XXX
2509999998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
2509999999. Total - Bonds						26,144,034	27,454,247	139,718	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
5989999997. Total - Common Stocks - Part 3							XXX		XXX
5989999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
5989999999. Total - Common Stocks							XXX		XXX
5999999999. Total - Preferred and Common Stocks							XXX		XXX
6009999999 - Totals						26,144,034	XXX	139,718	XXX

STATEMENT AS OF MARCH 31, 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	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	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- tractual Maturity Date	NAIC Desig- nation, NAIC Desig- nation Modifier and SVO Admini- strative Symbol
..38383W-P3-4	GNR 2023-47 JA		03/01/2024	MBS PAYDOWN		155,753	155,753	155,558	155,746		7		7		155,753				1,578	06/20/2042	1.A
..38383X-AC-8	GNR 2023-43 AB		03/01/2024	MBS PAYDOWN		149,882	149,882	149,460	149,867		14		14		149,882				1,561	04/20/2048	1.A
0109999999. Subtotal - Bonds - U.S. Governments						305,635	305,635	305,018	305,613		21		21		305,635				3,139	XXX	XXX
..207932-AA-2	CAS 2023-R01 1M1		03/25/2024	MBS PAYDOWN		29,939	29,939	30,454	29,947		(8)		(8)		29,939				393	12/25/2042	1.A
..31287U-C6-7	FG C68193		03/01/2024	MBS PAYDOWN		48	48	47	48						48					06/01/2032	1.A
..31292G-K4-7	FG C00315		03/26/2024	MBS PAYDOWN		141	143	141	142		(1)		(1)		141				1	04/01/2024	1.A
..31292H-Q3-1	FG C01374		03/01/2024	MBS PAYDOWN		360	360	363	360						360				3	06/01/2032	1.A
..31293T-GN-1	FG C29205		03/01/2024	MBS PAYDOWN		933	933	924	933						933				9	07/01/2029	1.A
..3136BP-LH-2	FNR 2022-76 D		03/01/2024	MBS PAYDOWN		21,320	21,320	21,054	21,316		4		4		21,320				195	08/25/2045	1.A
..3136BP-PF-2	FNR 2022-87 BD		03/01/2024	MBS PAYDOWN		33,513	33,513	33,471	33,512						33,513				287	11/25/2048	1.A
..3136BP-QD-6	FNR 2022-82 KA		03/01/2024	MBS PAYDOWN		30,122	30,122	30,033	30,121		1		1		30,122				263	03/25/2046	1.A
..3137H9-F6-1	FHR 5274 JA		03/01/2024	MBS PAYDOWN		29,315	29,315	29,104	29,312		2		2		29,315				282	08/25/2045	1.A
..31398K-VF-4	FHR 3600 BJ		03/01/2024	MBS PAYDOWN		5,538	5,538	5,345	5,535		4		4		5,538				53	11/15/2039	1.A
..35564K-DB-2	STAOR 2021-DNA2 M2		03/25/2024	MBS PAYDOWN		8,457	8,457	8,497	8,457						8,457				108	08/25/2033	1.A
..35564K-FV-6	STAOR 2021-HQA2 M2		03/25/2024	MBS PAYDOWN		1,743	1,743	1,700	1,732		10		10		1,743				32	12/25/2033	1.A
..35564K-NK-1	STAOR 2021-HQA4 M1		03/25/2024	MBS PAYDOWN		15,189	15,189	14,900	15,115		75		75		15,189				165	12/25/2041	1.B
..57419T-ZJ-3	MARYLAND ST CMNTY DEV ADMIN DE		02/28/2024	SECURITY CALLED at 100.000		20,000	20,000	20,000	20,000						20,000				501	09/01/2046	1.B FE
..607120-EZ-1	MOBILE AL ARPT AUTH ARPT REVENUE		02/09/2024	SINKING FUND PMT		13,099	13,099	13,099	13,099						13,099				125	11/09/2032	1.F
0909999999. Subtotal - Bonds - U.S. Special Revenues						209,717	209,719	209,132	209,629		87		87		209,717				2,417	XXX	XXX
..00075Q-AS-1	ABFC 2006-OPT1 A3C1		03/25/2024	MBS PAYDOWN		22,984	22,984	21,267	22,931		52		52		22,984				156	09/25/2036	1.A FM
..00868P-AA-3	AHOLD LEASE SERIES 2001-		01/02/2024	MBS PAYDOWN		59,536	59,536	59,210	59,536						59,536				2,566	01/02/2025	2.A FE
..01166V-AA-7	ALASKA AIRLINES 2020 TR		02/15/2024	SINKING FUND PMT		39,194	39,194	39,194	39,194						39,194				941	08/15/2027	1.G FE
..02149C-AD-3	CIWALT 2006-41CB 1A4		03/01/2024	MBS PAYDOWN		1,978	1,749	1,137	1,976		2		2		1,978				15	01/25/2037	1.A FM
..026930-AA-5	AHMA 2007-2 A1		03/25/2024	MBS PAYDOWN		5,742	6,085	4,974	5,692		50		50		5,742				63	03/25/2047	1.A FM
..026936-AA-2	AHMA 2007-5 A1		03/25/2024	MBS PAYDOWN		1,406	1,952	1,406	1,397		9		9		1,406				18	06/25/2047	1.A FM
..03072S-WQ-4	AMSI 2004-R11 M1		03/25/2024	MBS PAYDOWN		6,749	6,749	6,308	6,735		13		13		6,749				52	11/25/2034	1.A FM
..04544Q-AD-9	ABSHE 2006-HE7 A4		03/25/2024	MBS PAYDOWN		7,406	7,406	4,916	7,357		49		49		7,406				14	11/25/2036	1.A FM
..05526Q-AN-6	BAMLL 2015-200P F		02/06/2024	PERFORMANCE TRUST		464,688	500,000	452,363	483,651		368		368		484,019		(19,332)	(19,332)	3,408	04/14/2033	5.A
..05544T-AC-2	BHI ARMY GUESTHOUSES LLC		12/31/2023	SINKING FUND PMT		57,292	57,292	61,537	57,292						57,292				2,191	12/31/2030	2.B
..056054-AH-2	BX 2019-XL E		03/15/2024	MBS PAYDOWN		850,000	850,000	850,000	850,000						850,000				15,583	10/15/2036	1.A
..05946X-WF-6	BAFC 2005-3 1A23		02/01/2024	MBS PAYDOWN		479	479	465	479						479				3	06/25/2035	1.A FM
..05949Q-AY-1	BAFC 2006-2 2A17		01/24/2024	VARIOUS		2,786	3,681	3,598	2,516		39		39		2,555		231	231	32	03/25/2036	1.A FM
..05950F-AE-5	BAFC 2006-4 A5		03/01/2024	MBS PAYDOWN		594	1,405	1,251	596		(2)		(2)		594				14	07/25/2036	4.B FM
..06051G-BU-2	BAFC 2004-2 3A1		01/24/2024	VARIOUS		35,446	37,104	36,819	36,896		2		2		36,898		(1,452)	(1,452)	311	09/20/2034	1.A FM
..070101-D*-8	BASIN ELEC PWR COOPERATIVE		12/17/2023	SINKING FUND PMT		42,222	42,222	42,222	42,222						42,222				1,731	12/17/2038	1.F
..12505F-AA-9	COHM PROPERTY HOLDINGS LP		12/31/2023	SINKING FUND PMT		21,273	21,273	21,273	21,273						21,273				337	12/31/2031	2.C PL
..12540B-AA-8	CISTERRA SEHQ, LLC (SEMPRA ENERGY)		03/10/2024	SINKING FUND PMT		6,059	6,059	6,059	6,059						6,059				48	07/10/2040	2.A
..12544A-AS-4	CIHL 2006-20 1A17		02/01/2024	MBS PAYDOWN		314	1,402	1,114	314						314				9	02/25/2037	1.A FM
..12594X-AM-6	CSMC 2017-HL1 A12		03/01/2024	MBS PAYDOWN		3,102	3,102	3,110	3,102						3,102				17	06/25/2047	1.A
..12667G-TS-2	CIWALT 2005-26CB A6		03/01/2024	MBS PAYDOWN		2,730	2,699	2,284	2,722		8		8		2,730				28	07/25/2035	1.A FM
..16163Y-AE-4	CHASE 2016-SH1 M4		03/01/2024	MBS PAYDOWN		8,751	8,751	8,005	8,744		7		7		8,751				56	04/25/2045	1.A
..17186F-AA-4	CIMARRON CTR LLC (WALMART)		03/01/2024	SINKING FUND PMT		23,521	23,521	23,521	23,521						23,521				287	08/01/2027	1.C
..173103-AD-4	CMSI 2007-6 1A4		03/01/2024	MBS PAYDOWN		748	1,056	857	746		2		2		748				11	07/25/2037	1.A FM
..19393B-AA-5	CASL 2023-A A1		03/25/2024	MBS PAYDOWN		12,222	12,222	12,222	12,222						12,222				158	05/25/2055	1.A FE
..19421U-AA-2	CASL 2019-A A1		03/25/2024	MBS PAYDOWN		32,361	32,361	32,204	32,270		91		91		32,361				373	12/28/2048	1.A FE

STATEMENT AS OF MARCH 31, 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	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	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- tractual Maturity Date	NAIC Desig- nation, NAIC Desig- nation Modifier and SVO Admini- strative Symbol
..20267T-AB-8	CBSLT 2016-A A2		03/25/2024	MBS PAYDOWN		6,746	6,746	6,746	6,746						6,746				82	05/25/2040	1.A FE
..225458-SR-5	CSFB 2005-9 2A1		01/24/2024	VARIOUS		11,682	28,443	27,048	11,689		(5)		(5)		11,684		(2)	(2)	239	10/25/2035	1.A FM
..229648-AA-4	EBR MEDICAL FACILITIES (OCHSNER CLINIC)		03/15/2024	SINKING FUND PMT		5,652	5,720	5,720	5,720		(69)		(69)		5,652				48	08/15/2034	1.G
..232434-AE-0	CWALT 2006-0C8 2A3		03/25/2024	MBS PAYDOWN		3,149	4,884	2,880	3,138		.11		.11		3,149				33	11/25/2036	1.A FM
..23243A-AB-2	CWALT 2006-0A12 A1B		03/20/2024	MBS PAYDOWN		20,064	22,071	16,029	19,827		237		237		20,064				208	09/20/2046	1.A FM
..25150Q-AA-5	DBALT 2006-0A1 A1		03/25/2024	MBS PAYDOWN		6,540	6,540	5,297	6,475		.65		.65		6,540				49	02/25/2047	1.A FM
..254687-CT-1	WALT DISNEY COMPANY/THE		01/20/2024	MATURITY		250,000	250,000	271,688	250,102		(102)		(102)		250,000				9,688	01/20/2024	1.G FE
..26208L-AC-2	HONK 2018-1A A2		01/20/2024	MBS PAYDOWN		2,500	2,500	2,500	2,500						2,500				30	04/20/2048	2.C FE
..268318-AA-6	EDF DANVERS 11 (KOHLS)		03/01/2024	SINKING FUND PMT		34,829	34,829	34,831	34,829						34,829				422	10/01/2027	3.B
..30300Y-AU-3	FREMF 2017-K67 C		03/19/2024	WELLS FARGO SECURITY		940,898	1,000,000	943,750	973,796		1,325		1,325		975,120		(34,222)	(34,222)	12,169	09/25/2049	1.A
..30305E-AG-3	FREMF 2017-K68 C		03/19/2024	WELLS FARGO SECURITY		938,203	1,000,000	937,773	971,089		1,481		1,481		972,570		(34,367)	(34,367)	11,848	10/25/2049	1.A
..30207N-VE-8	FFML 2005-FFH3 M3		03/25/2024	MBS PAYDOWN		10,560	10,560	9,682	10,533		.27		.27		10,560				106	09/25/2035	1.A FM
..33852H-BG-6	FSMT 2021-81NV B3		03/01/2024	MBS PAYDOWN		4,965	4,965	5,214	4,966		(2)		(2)		4,965				29	09/25/2051	1.F
..362334-MH-4	GSAA 2006-6 AF6		03/01/2024	MBS PAYDOWN		5,799	5,799	3,487	5,797		.3		.3		5,799				11	03/25/2036	1.A FM
..362341-ST-7	GSAA 2005-12 AF5		03/01/2024	MBS PAYDOWN		2,340	2,340	2,096	2,339		.1		.1		2,340				13	09/25/2035	1.A FM
..36262J-BJ-3	GSMB 2021-GR2 B3		03/01/2024	MBS PAYDOWN		6,326	6,326	6,581	6,328		(2)		(2)		6,326				36	02/25/2052	1.F
..38237T-AA-9	GOOD 2022-3CS A		03/22/2024	MBS PAYDOWN		14,548	14,548	14,542	14,533		.15		.15		14,548				179	07/20/2049	1.F FE
..39539L-AH-4	GPMF 2007-AR2 2A1		03/25/2024	MBS PAYDOWN		5,076	5,076	4,089	5,026		.49		.49		5,076				38	05/25/2037	1.A FM
..40430H-EQ-7	HASC 2006-NC1 1A		01/25/2024	MBS PAYDOWN		1,269	1,269	1,212	1,266		.3		.3		1,269				9	11/25/2035	1.A FM
..41165A-AB-8	HVMT 2007-5 A1A		03/19/2024	MBS PAYDOWN		8,667	8,667	7,814	8,631		.37		.37		8,667				23	09/19/2037	1.A FM
..43789K-AB-8	HOF 2022-1 A2		03/01/2024	MBS PAYDOWN		7,399	7,399	7,176	7,397		.2		.2		7,399				61	07/25/2067	1.E FE
..45254N-JW-8	IMM 2004-6 2A		03/01/2024	MBS PAYDOWN		5,483	5,483	5,209	5,459		.24		.24		5,483				44	10/25/2034	1.A FM
..45254N-KR-7	IMM 2004-8 2A1		01/31/2024	VARIOUS		209,741	213,551	209,280	213,551						213,551		(3,811)	(3,811)	1,131	10/25/2034	1.A FM
..46617F-AC-8	HENDR 2013-1A B		03/15/2024	MBS PAYDOWN		13,683	13,683	13,672	13,657		.26		.26		13,683				122	04/15/2069	2.A FE
..46652F-CA-6	JPMIT 2020-4 B3		03/01/2024	MBS PAYDOWN		5,983	5,983	5,877	5,983		.1		.1		5,983				36	11/25/2050	1.A
..47760Q-AB-9	JIMMY 2017-1A A211		01/30/2024	MBS PAYDOWN		2,500	2,500	2,500	2,500						2,500				30	07/30/2047	2.B FE
..50117K-AB-6	KCOT 2023-1A A2		03/15/2024	MBS PAYDOWN		196,393	196,393	196,389	196,018		375		375		196,393				1,767	02/17/2026	1.A FE
..525221-EE-3	LXS 2005-8 2A4A		03/25/2024	VARIOUS		2,594	2,594	462	2,594		2,594		2,594		2,594				25	12/25/2035	1.A FM
..542514-DB-7	LBMLT 2002-5 M1		01/31/2024	VARIOUS		525,529	533,369	501,349	533,369						533,369		(7,840)	(7,840)	2,629	11/25/2032	1.A FM
..57643A-AA-8	MASD 2006-2 A		03/25/2024	MBS PAYDOWN		8,394	8,394	7,969	8,374		.20		.20		8,394				61	02/25/2036	1.A FM
..60040H-AB-8	MILLENNIUM PIPELINE COMPANY, LLC		12/30/2023	SINKING FUND PMT		9,107	9,107	9,107	9,107						9,107				137	06/30/2032	1.G PL
..61746W-A7-5	MSDNC 2003-NC2 M1		01/25/2024	VARIOUS		115,007	115,290	109,958	115,290						115,290		(284)	(284)	475	02/25/2033	1.A FM
..61746W-YU-8	MSDNC 2003-NC1 M1		01/12/2023	MBS PAYDOWN		3,001	3,001	2,898	3,001						3,001					11/25/2032	1.A FM
..61748H-KA-8	MSM 2005-4 3A1		03/01/2024	MBS PAYDOWN		825	825	790	825		.3		.3		825				6	08/25/2035	1.A FM
..61945V-AA-9	MSAIC 2023-1A A		03/20/2024	MBS PAYDOWN		26,257	26,257	26,180	26,184		.74		.74		26,257				242	06/20/2053	1.D FE
..63615H-AD-3	THE NATL FOOTBALL LEAGUE		03/31/2024	MATURITY		25,916	25,916	25,916	25,916						25,916					03/31/2024	1.E FE
..64352V-NZ-0	NCHET 2005-C M1		03/25/2024	MBS PAYDOWN		5,895	5,895	4,105	5,867		.28		.28		5,895				47	12/25/2035	1.A FM
..64828M-BK-2	NRZT 2017-3A B3		03/01/2024	MBS PAYDOWN		19,543	19,543	20,502	19,556		(13)		(13)		19,543				173	04/25/2057	1.A
..65537K-AB-6	NHEL 2007-1 2A1A		03/25/2024	MBS PAYDOWN		4,186	4,186	3,050	4,139		.47		.47		4,186				34	02/25/2037	1.A FM
..669884-AA-6	NHEL 2006-1 A1A		03/25/2024	MBS PAYDOWN		7,259	7,259	6,919	7,244		.16		.16		7,259				36	05/25/2036	1.A FM
..69337B-AH-7	PHHAM 2007-1 21A		03/01/2024	MBS PAYDOWN		1,566	1,846	1,394	1,565		.1		.1		1,566				23	02/25/2037	1.A FM
..71710T-AF-5	PG&E RECOVERY FND LLC		03/15/2024	SANTANDER US CAPITAL MARKETS LLC		2,054,240	2,000,000	1,999,770	2,000,000						2,000,000		54,240	54,240	74,736	07/15/2047	1.A FE
..73316P-DS-6	POPLR 2005-3 M1		03/01/2024	MBS PAYDOWN		21,739	21,739	21,576	21,718		.21		.21		21,739				101	07/25/2035	1.A FM
..73316P-KJ-8	POPLR 2006-B M1		03/25/2024	MBS PAYDOWN		7,114	7,114	6,785	7,093		.20		.20		7,114				35	05/25/2036	1.A FM
..74929C-CG-9	RBSSP 2010-2 13A2		03/01/2024	MBS PAYDOWN		1,942	3,713	2,151	1,926		.16		.16		1,942				36	04/26/2036	1.A FM

STATEMENT AS OF MARCH 31, 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 Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	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- tractual Maturity Date	NAIC Desig- nation, NAIC Desig- nation Modifier and SVO Admini- strative Symbol
..75115Y-AA-7	RALI 2007-Q01 A1		03/25/2024	MBS PAYDOWN		4,106	4,106	3,541	4,091		14		14		4,106				27	02/25/2047	1.A FM
..75157D-AC-8	RAMP 2007-RS2 A3		03/25/2024	MBS PAYDOWN		8,912	8,345	5,279	8,862		50		50		8,912				80	05/25/2037	1.A FM
..76112B-ZS-8	RAMP 2006-RS2 A3B		03/25/2024	MBS PAYDOWN		5,701	5,701	5,281	5,685		16		16		5,701				50	03/25/2036	1.A FM
..762009-AR-9	RFMSI 2007-S6 1A16		02/01/2024	MBS PAYDOWN		3,177	3,744	2,936	3,177						3,177				35	06/25/2037	1.A FM
..78443C-BH-6	SLMA 2004-A A3		03/15/2024	MBS PAYDOWN		20,736	20,736	19,402	20,706		30		30		20,736				317	06/15/2033	1.A FE
..82650T-AC-1	SRFC 2022-2A C		03/20/2024	MBS PAYDOWN		69,331	69,331	69,323	69,118		213		213		69,331				712	06/20/2040	2.B FE
..83416W-AA-1	SOLAR STAR FUNDING LLC		12/30/2023	SINKING FUND PMT		33,315	33,315	33,315	33,315						33,315				895	06/30/2035	2.B FE
..83612Q-AC-2	SVHE 2007-NS1 A3		03/25/2024	MBS PAYDOWN		9,630	9,630	8,601	9,625		5		5		9,630				65	01/25/2037	1.A FM
..86358E-RB-4	SAIL 2005-2 M2		01/25/2024	MBS PAYDOWN		4,492	4,492	4,249	4,492						4,492				16	03/25/2035	1.A FM
..86358E-RC-2	SAIL 2005-2 M3		03/25/2024	MBS PAYDOWN		9,138	9,138	7,054	9,105		34		34		9,138				65	03/25/2035	1.A FM
..86358E-UW-4	SAIL 2005-HE1 M2		03/25/2024	MBS PAYDOWN		33,934	33,934	32,820	33,833		101		101		33,934				214	07/25/2035	1.A FM
..86359D-VD-6	SASC 2005-OPT1 A3		03/25/2024	MBS PAYDOWN		44,768	44,768	23,951	44,314		455		455		44,768				209	11/25/2035	1.A FM
..88156Y-AA-0	TMTS 2006-11 A1		03/25/2024	MBS PAYDOWN		3,705	3,705	3,559	3,698		8		8		3,705				31	10/25/2037	1.A FM
..89170V-AA-6	TPMT 2022-1 A1		03/01/2024	MBS PAYDOWN		26,043	26,043	24,942	26,028		15		15		26,043				165	07/25/2062	1.A
..92538U-AC-5	VERUS 2022-3 A3		03/01/2024	MBS PAYDOWN		23,246	23,246	22,876	23,242		4		4		23,246				159	02/25/2067	1.F FE
..92539A-AA-2	VERUS 2022-6 A1		03/01/2024	MBS PAYDOWN		18,627	18,627	18,455	18,625		2		2		18,627				163	06/25/2067	1.A FE
..92966*-AG-4	WABASH VALLEY PIWR ASSOC		01/30/2024	SINKING FUND PMT		8,410	8,410	8,410	8,410						8,410				129	01/31/2028	1.F
..94978*-DY-0	WELLS FARGO BK EQUIP SER A-5J TDCC 06-A		01/03/2024	MBS PAYDOWN		777	777	777	777						777				14	06/29/2030	2.A
..94978*-EA-1	WELLS FARGO BK EQUIP SER A-5 TDCC 06-A		01/08/2024	MBS PAYDOWN		900	900	900	900						900				41	01/27/2029	2.A
..94985F-AA-6	WFALT 2007-PA2 1A1		03/01/2024	MBS PAYDOWN		286	443	375	285		1		1		286				4	06/25/2037	1.A FM
..95058X-AP-3	WEN 2022-1A A211		03/15/2024	MBS PAYDOWN SECURITY CALLED at		2,525	2,525	2,525	2,525						2,525				29	03/15/2052	2.B FE
..46593C-AA-7	JFIN 2017-2A AR	C.....	02/28/2024	100.000		217,897	217,897	213,191	215,533		2,364		2,364		217,897				2,806	09/20/2029	1.A FE
..66860P-AA-2	WOODS 2018-17A A	C.....	01/22/2024	MBS PAYDOWN		29,882	29,882	29,284	29,763		119		119		29,882				509	04/22/2031	1.A FE
1109999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						7,850,230	7,992,302	7,748,265	7,886,618		10,450		10,450		7,897,066		(46,839)	(46,839)	152,404	XXX	XXX
2509999997. Total - Bonds - Part 4						8,365,582	8,507,656	8,262,415	8,401,860		10,558		10,558		8,412,418		(46,839)	(46,839)	157,960	XXX	XXX
2509999998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
2509999999. Total - Bonds						8,365,582	8,507,656	8,262,415	8,401,860		10,558		10,558		8,412,418		(46,839)	(46,839)	157,960	XXX	XXX
4509999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX
4509999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
4509999999. Total - Preferred Stocks							XXX													XXX	XXX
5989999997. Total - Common Stocks - Part 4							XXX													XXX	XXX
5989999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
5989999999. Total - Common Stocks							XXX													XXX	XXX
5999999999. Total - Preferred and Common Stocks							XXX													XXX	XXX
6009999999 - Totals						8,365,582	XXX	8,262,415	8,401,860		10,558		10,558		8,412,418		(46,839)	(46,839)	157,960	XXX	XXX

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

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

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

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

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

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

Schedule DB - Part E - Derivatives Hedging Variable Annuity Guarantees
N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
					First Month	Second Month	Third Month	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date				*
The Bank of New York Mellon .. New York, NY					5,628,263	 5,254,889	6,756,840	..XXX.
Federal Home Loan Bank of Pittsburgh					 915,945	 962,831	 966,639	..XXX.
JPMorgan Chase Bank					7,231,860	 9,250,540	 1,969,189	..XXX.
KeyBank National Association					 15,956,627	13,798,115	 14,123,777	..XXX.
The Northern Trust Company ... Chicago, IL		..0.440	 105,917		1,275,929	1,308,427	8,242,617	..XXX.
0199998. Deposits in ... 2 depositories that do not exceed the allowable limit in any one depository (See instructions) - Open Depositories	XXX	XXX			 36,899	 36,899	 36,899	XXX
0199999. Totals - Open Depositories	XXX	XXX	105,917		31,045,523	30,611,700	32,095,961	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	105,917		31,045,523	30,611,700	32,095,961	XXX
0499999. Cash in Company's Office	XXX	XXX	XXX	XXX				XXX
.....								
.....								
.....								
.....								
.....								
.....								
.....								
.....								
0599999. Total - Cash	XXX	XXX	105,917		31,045,523	30,611,700	32,095,961	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

[illegible]