

QUARTERLY STATEMENT
OF THE
STANDARD INSURANCE COMPANY



The**Standard**[®]

**OF PORTLAND
IN THE STATE OF OREGON**

TO THE
INSURANCE DEPARTMENT
OF THE
STATE OF

**FOR THE QUARTER ENDED
SEPTEMBER 30, 2011**

LIFE AND ACCIDENT AND HEALTH

2011

2011



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2011
OF THE CONDITION AND AFFAIRS OF THE

Standard Insurance Company

NAIC Group Code 1348 1348 NAIC Company Code 69019 Employer's ID Number 93-0242990
(Current) (Prior)

Organized under the Laws of Oregon, State of Domicile or Port of Entry Oregon

Country of Domicile United States of America

Incorporated/Organized 02/24/1906 Commenced Business 04/12/1906

Statutory Home Office 1100 Southwest Sixth Avenue, Portland, OR 97204-1093
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office 1100 Southwest Sixth Avenue
(Street and Number)
Portland, OR 97204-1093, 971-321-7000
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address PO Box 711, Portland, OR 97207-0711
(Street and Number or P.O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records 1100 Southwest Sixth Avenue
(Street and Number)
Portland, OR 97204-1093, 971-321-7564
(City or Town, State and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address www.standard.com

Statutory Statement Contact Barry James Walton, 971-321-7564
(Name) (Area Code) (Telephone Number)
bwalton@standard.com, 971-321-7540
(E-mail Address) (FAX Number)

OFFICERS

President & Chief Executive Officer John Gregory Ness Chief Financial Officer Floyd Fitz-Hubert Chadee
Corporate Secretary Holley Young Franklin JD Corporate Actuary Sally Ann Manafi FSA

OTHER

Robert Michael Erickson CMA Controller

DIRECTORS OR TRUSTEES

Virginia Lynn Anderson Frederick William Buckman Stanley Russel Fallis
Duane Charles McDougall John Gregory Ness Eric Edmond Parsons
George Joseph Puentes Mary Frances Sammons Esther Kay Stepp
Michael Glenn Thorne Ronald Ernest Timpe

State of Oregon SS:
County of Multnomah

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.

John Gregory Ness
President & Chief Executive Officer

Floyd Fitz-Hubert Chadee
Chief Financial Officer

Holley Young Franklin
Corporate Secretary

Subscribed and sworn to before me this 3rd day of November 2011

- 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.....

Linda R. Seger
Notary Public
09/18/2014

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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	6,058,985,036	0	6,058,985,036	5,908,888,772
2. Stocks:				
2.1 Preferred stocks	93,322	0	93,322	93,322
2.2 Common stocks	0	0	0	0
3. Mortgage loans on real estate:				
3.1 First liens	4,711,875,653	0	4,711,875,653	4,402,480,142
3.2 Other than first liens	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$0 encumbrances)	32,862,840	0	32,862,840	34,523,778
4.2 Properties held for the production of income (less \$0 encumbrances)	2,130,213	0	2,130,213	3,105,513
4.3 Properties held for sale (less \$0 encumbrances)	972,759	0	972,759	0
5. Cash (\$28,491,662), cash equivalents (\$0) and short-term investments (\$11,185,414)	39,677,076	0	39,677,076	57,470,939
6. Contract loans (including \$0 premium notes)	3,161,634	0	3,161,634	3,274,413
7. Derivatives	4,373,734	0	4,373,734	13,322,985
8. Other invested assets	52,633,522	0	52,633,522	19,549,737
9. Receivables for securities	6,788,548	0	6,788,548	66,055,611
10. Securities lending reinvested collateral assets	0	0	0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	10,913,554,337	0	10,913,554,337	10,508,765,212
13. Title plants less \$0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	111,659,247	0	111,659,247	108,414,176
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	106,583,044	1,521,406	105,061,638	81,143,339
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$0 earned but unbilled premiums)	185,168	0	185,168	198,901
15.3 Accrued retrospective premiums	18,865,400	460,280	18,405,120	11,559,602
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	3,768,339	0	3,768,339	5,928,351
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	3,320,526	3,300,000	20,526	16,705
17. Amounts receivable relating to uninsured plans	2,234,599	0	2,234,599	1,673,997
18.1 Current federal and foreign income tax recoverable and interest thereon	26,525,316	0	26,525,316	10,957,964
18.2 Net deferred tax asset	200,927,732	100,722,118	100,205,614	95,675,188
19. Guaranty funds receivable or on deposit	1,445,629	0	1,445,629	833,367
20. Electronic data processing equipment and software	36,776,080	35,591,749	1,184,331	1,383,516
21. Furniture and equipment, including health care delivery assets (\$0)	8,023,624	8,023,624	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	2,050,074	0	2,050,074	2,679,996
24. Health care (\$0) and other amounts receivable	0	0	0	0
25. Aggregate write-ins for other than invested assets	52,494,483	52,273,211	221,272	221,273
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	11,488,413,598	201,892,388	11,286,521,210	10,829,451,587
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	4,205,645,604	0	4,205,645,604	4,787,388,436
28. Total (Lines 26 and 27)	15,694,059,202	201,892,388	15,492,166,814	15,616,840,023
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Mortgage participations - excess interest retained (SSAP 37)	2,333,364	2,333,364	0	0
2502. Prepaid pension funds (SSAP 89)	33,623,626	33,623,626	0	0
2503. Prepaid expenses	10,583,349	10,583,349	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	5,954,144	5,732,872	221,272	221,273
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	52,494,483	52,273,211	221,272	221,273

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$5,092,428,860 less \$0 included in Line 6.3 (including \$0 Modco Reserve)	5,092,428,860	4,849,415,710
2. Aggregate reserve for accident and health contracts (including \$0 Modco Reserve)	3,755,908,938	3,649,663,331
3. Liability for deposit-type contracts (including \$0 Modco Reserve)	557,629,653	464,170,080
4. Contract claims:		
4.1 Life	107,375,134	99,381,210
4.2 Accident and health	55,900,341	58,125,752
5. Policyholders' dividends \$4,401 and coupons \$0 due and unpaid	4,401	2,591
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$0 Modco)	112,561	106,252
6.2 Dividends not yet apportioned (including \$0 Modco)	0	0
6.3 Coupons and similar benefits (including \$0 Modco)	0	0
7. Amount provisionally held for deferred dividend policies not included in Line 6	0	0
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$0 discount; including \$9,251,444 accident and health premiums	13,041,130	12,202,891
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts	0	0
9.2 Provision for experience rating refunds, including \$21,120,639 accident and health experience rating refunds	42,538,102	35,985,043
9.3 Other amounts payable on reinsurance, including \$1,497,007 assumed and \$6,121,734 ceded	7,618,741	6,440,189
9.4 Interest Maintenance Reserve	18,795,884	12,615,724
10. Commissions to agents due or accrued-life and annuity contracts \$4,185,299 , accident and health \$7,155,022 and deposit-type contract funds \$1,621,936	12,962,257	13,097,632
11. Commissions and expense allowances payable on reinsurance assumed	0	0
12. General expenses due or accrued	200,123,617	183,809,058
13. Transfers to Separate Accounts due or accrued (net) (including \$0 accrued for expense allowances recognized in reserves, net of reinsured allowances)	(18,538)	(1,913)
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	2,353,637	3,264,343
15.1 Current federal and foreign income taxes, including \$11,948,496 on realized capital gains (losses)	11,948,496	7,018,457
15.2 Net deferred tax liability	0	0
16. Unearned investment income	76,999	102,798
17. Amounts withheld or retained by company as agent or trustee	7,276,554	5,322,438
18. Amounts held for agents' account, including \$147,608 agents' credit balances	147,608	57,902
19. Remittances and items not allocated	54,917,322	115,595,046
20. Net adjustment in assets and liabilities due to foreign exchange rates	0	0
21. Liability for benefits for employees and agents if not included above	0	0
22. Borrowed money \$0 and interest thereon \$0	0	0
23. Dividends to stockholders declared and unpaid	0	0
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve	95,566,508	94,619,809
24.02 Reinsurance in unauthorized companies	0	0
24.03 Funds held under reinsurance treaties with unauthorized reinsurers	0	0
24.04 Payable to parent, subsidiaries and affiliates	1,958,623	545,843
24.05 Drafts outstanding	0	0
24.06 Liability for amounts held under uninsured plans	228,360	166,489
24.07 Funds held under coinsurance	0	0
24.08 Derivatives	0	0
24.09 Payable for securities	9,874,879	9,282,704
24.10 Payable for securities lending	0	0
24.11 Capital notes \$0 and interest thereon \$0	0	0
25. Aggregate write-ins for liabilities	37,977,788	36,948,392
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	10,086,747,855	9,657,937,770
27. From Separate Accounts Statement	4,205,645,604	4,787,388,436
28. Total liabilities (Lines 26 and 27)	14,292,393,459	14,445,326,207
29. Common capital stock	423,838,694	423,838,694
30. Preferred capital stock	0	0
31. Aggregate write-ins for other than special surplus funds	(1,147,638)	(1,147,638)
32. Surplus notes	0	0
33. Gross paid in and contributed surplus	23,984,978	23,336,706
34. Aggregate write-ins for special surplus funds	58,734,660	57,376,313
35. Unassigned funds (surplus)	694,362,661	668,109,741
36. Less treasury stock, at cost:		
36.10 shares common (value included in Line 29 \$0)	0	0
36.20 shares preferred (value included in Line 30 \$0)	0	0
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$0 in Separate Accounts Statement)	775,934,661	747,675,122
38. Totals of Lines 29, 30 and 37	1,199,773,355	1,171,513,816
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	15,492,166,814	15,616,840,023
DETAILS OF WRITE-INS		
2501. Accrued interest and other liabilities	25,955,231	23,801,500
2502. Guaranty association assessments	810,000	810,000
2503. Long-term contracts payable	10,831,396	11,688,820
2598. Summary of remaining write-ins for Line 25 from overflow page	381,161	648,072
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	37,977,788	36,948,392
3101. Nonqualified defined benefit plan adjustment	(1,147,638)	(1,147,638)
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page	0	0
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above)	(1,147,638)	(1,147,638)
3401. Special Surplus associated with SSAP 10R	58,734,660	57,376,313
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page	0	0
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)	58,734,660	57,376,313

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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	2,616,006,523	2,408,625,390	3,263,491,415
2. Considerations for supplementary contracts with life contingencies	1,613,486	597,691	631,970
3. Net investment income	440,197,286	424,972,084	575,063,763
4. Amortization of Interest Maintenance Reserve (IMR)	2,975,627	1,089,515	1,899,695
5. Separate Accounts net gain from operations excluding unrealized gains or losses	0	0	0
6. Commissions and expense allowances on reinsurance ceded	13,291,013	13,582,097	18,868,414
7. Reserve adjustments on reinsurance ceded	0	0	0
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	25,207,223	23,170,299	31,442,819
8.2 Charges and fees for deposit-type contracts	0	0	0
8.3 Aggregate write-ins for miscellaneous income	1,606,142	1,066,356	1,649,188
9. Totals (Lines 1 to 8.3)	3,100,897,300	2,873,103,432	3,893,047,264
10. Death benefits	467,286,073	418,898,536	561,848,043
11. Matured endowments (excluding guaranteed annual pure endowments)	0	0	0
12. Annuity benefits	465,432,293	436,169,865	577,021,467
13. Disability benefits and benefits under accident and health contracts	708,024,679	664,956,917	890,040,825
14. Coupons, guaranteed annual pure endowments and similar benefits	0	0	0
15. Surrender benefits and withdrawals for life contracts	530,359,821	356,805,858	548,214,059
16. Group conversions	0	0	0
17. Interest and adjustments on contract or deposit-type contract funds	6,985,010	6,873,705	8,847,189
18. Payments on supplementary contracts with life contingencies	3,304,863	3,313,343	3,949,778
19. Increase in aggregate reserves for life and accident and health contracts	411,693,254	299,770,498	391,857,905
20. Totals (Lines 10 to 19)	2,593,085,993	2,186,788,722	2,981,779,266
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	129,957,021	121,030,509	163,068,360
22. Commissions and expense allowances on reinsurance assumed	3,549,649	4,198,862	5,490,252
23. General insurance expenses	308,725,949	293,472,592	399,788,576
24. Insurance taxes, licenses and fees, excluding federal income taxes	42,817,464	41,810,491	53,527,948
25. Increase in loading on deferred and uncollected premiums	678,577	755,448	342,658
26. Net transfers to or (from) Separate Accounts net of reinsurance	(122,119,916)	(8,918,030)	(21,255,892)
27. Aggregate write-ins for deductions	2,681,453	554,564	2,580,926
28. Totals (Lines 20 to 27)	2,959,376,190	2,639,693,158	3,585,322,094
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	141,521,110	233,410,274	307,725,170
30. Dividends to policyholders	14,031	75,600	104,624
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	141,507,079	233,334,674	307,620,546
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	44,280,920	81,055,657	110,768,250
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	97,226,159	152,279,017	196,852,296
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 0 (excluding taxes of \$ 4,930,039 transferred to the IMR)	(11,939,836)	(6,267,592)	(6,712,413)
35. Net income (Line 33 plus Line 34)	85,286,323	146,011,425	190,139,883
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	1,171,513,816	1,193,707,583	1,193,707,583
37. Net income (Line 35)	85,286,323	146,011,425	190,139,883
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ (4,547,015)	(8,444,454)	(4,691,539)	(2,955,638)
39. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
40. Change in net deferred income tax	4,568,687	2,808,682	6,263,859
41. Change in nonadmitted assets	332,625	12,524,361	21,098,232
42. Change in liability for reinsurance in unauthorized companies	0	439,394	439,394
43. Change in reserve on account of change in valuation basis, (increase) or decrease	0	0	0
44. Change in asset valuation reserve	(946,699)	(9,517,264)	(5,831,789)
45. Change in treasury stock	0	0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period	0	0	0
47. Other changes in surplus in Separate Accounts Statement	0	0	0
48. Change in surplus notes	0	0	0
49. Cumulative effect of changes in accounting principles	0	0	0
50. Capital changes:			
50.1 Paid in	0	0	0
50.2 Transferred from surplus (Stock Dividend)	0	0	0
50.3 Transferred to surplus	0	0	0
51. Surplus adjustment:			
51.1 Paid in	648,272	11,922	1,848,909
51.2 Transferred to capital (Stock Dividend)	0	0	0
51.3 Transferred from capital	0	0	0
51.4 Change in surplus as a result of reinsurance	(811,436)	(820,229)	(1,093,641)
52. Dividends to stockholders	(57,800,000)	(189,000,000)	(244,000,000)
53. Aggregate write-ins for gains and losses in surplus	5,426,221	8,004,074	11,897,024
54. Net change in capital and surplus for the year (Lines 37 through 53)	28,259,539	(34,229,174)	(22,193,767)
55. Capital and surplus, as of statement date (Lines 36 + 54)	1,199,773,355	1,159,478,409	1,171,513,816
DETAILS OF WRITE-INS			
08.301. Other Income	1,606,142	1,066,356	1,649,188
08.302.			
08.303.			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	0	0	0
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	1,606,142	1,066,356	1,649,188
2701. Modco reserve adjustments	2,321,258	190,248	1,091,125
2702. Other expenses	360,195	364,316	1,489,801
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page	0	0	0
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	2,681,453	554,564	2,580,926
5301. Special Surplus associated with SSAP 10R	1,358,347	8,004,074	11,897,024
5302. Adjustment due to accounting error	4,067,874	0	0
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page	0	0	0
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)	5,426,221	8,004,074	11,897,024

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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	2,593,327,867	2,383,903,407	3,259,950,116
2. Net investment income	454,442,098	439,260,060	598,983,323
3. Miscellaneous income	40,104,378	37,818,752	51,960,421
4. Total (Lines 1 to 3)	3,087,874,343	2,860,982,219	3,910,893,860
5. Benefit and loss related payments	2,234,720,159	1,884,362,772	2,577,113,460
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(122,103,291)	(8,905,091)	(21,224,066)
7. Commissions, expenses paid and aggregate write-ins for deductions	465,546,933	461,404,060	611,486,896
8. Dividends paid to policyholders	5,912	70,798	100,325
9. Federal and foreign income taxes paid (recovered) net of \$ 0 tax on capital gains (losses)	59,199,999	71,551,901	115,466,201
10. Total (Lines 5 through 9)	2,637,369,712	2,408,484,439	3,282,942,816
11. Net cash from operations (Line 4 minus Line 10)	450,504,631	452,497,779	627,951,044
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	674,495,738	471,231,564	733,039,467
12.2 Stocks	0	0	60,361
12.3 Mortgage loans	449,849,489	452,692,561	624,108,020
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	(245)	0	0
12.7 Miscellaneous proceeds	72,046,922	13,999,011	21,082,362
12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,196,391,904	937,923,136	1,378,290,210
13. Cost of investments acquired (long-term only):			
13.1 Bonds	827,222,315	490,001,864	824,446,788
13.2 Stocks	0	0	0
13.3 Mortgage loans	775,993,691	678,229,758	890,248,791
13.4 Real estate	655,491	708,364	2,299,447
13.5 Other invested assets	36,553,410	7,433,581	12,126,601
13.6 Miscellaneous applications	6,222,973	12,230,081	47,533,625
13.7 Total investments acquired (Lines 13.1 to 13.6)	1,646,647,880	1,188,603,648	1,776,655,252
14. Net increase (or decrease) in contract loans and premium notes	(112,779)	127,601	177,574
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(450,143,197)	(250,808,113)	(398,542,616)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	93,459,573	1,713,970	4,797,576
16.5 Dividends to stockholders	57,800,000	189,000,000	244,000,000
16.6 Other cash provided (applied)	(53,814,870)	(4,702,709)	70,565,299
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(18,155,297)	(191,988,739)	(168,637,125)
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) ..	(17,793,863)	9,700,927	60,771,304
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	57,470,939	(3,300,365)	(3,300,365)
19.2 End of period (Line 18 plus Line 19.1)	39,677,076	6,400,562	57,470,939

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. Industrial life	0	0	0
2. Ordinary life insurance	37,424,531	38,745,906	52,817,485
3. Ordinary individual annuities	280,959,685	238,274,104	319,535,087
4. Credit life (group and individual)	0	0	0
5. Group life insurance	566,867,071	530,862,592	720,023,532
6. Group annuities	786,094,651	680,810,756	962,144,989
7. A & H - group	801,271,460	782,231,192	1,062,379,382
8. A & H - credit (group and individual)	0	0	0
9. A & H - other	122,065,680	110,662,730	150,294,193
10. Aggregate of all other lines of business	0	0	0
11. Subtotal	2,594,683,078	2,381,587,280	3,267,194,669
12. Deposit-type contracts	22,313,263	16,582,699	25,461,955
13. Total	2,616,996,341	2,398,169,979	3,292,656,623
DETAILS OF WRITE-INS			
1001.			
1002.			
1003.			
1098. Summary of remaining write-ins for Line 10 from overflow page	0	0	0
1099. Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)	0	0	0

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A. Accounting Practices

The accompanying statutory basis financial statements of the Company have been prepared in conformity with accounting practices prescribed or permitted by the Oregon Department of Consumer and Business Services—Insurance Division (Oregon Insurance Division). Only statutory accounting practices so prescribed or permitted by the State of Oregon can be used in determining and reporting the financial condition and results of operations of an insurance company under Oregon Insurance Law.

The National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual, (NAIC SAP), including the Statements of Statutory Accounting Principles as updated by the NAIC, has been adopted by the Department as a component of prescribed or permitted accounting practices under Oregon Insurance Division Bulletin INS 2007-5. The Oregon Insurance Division has not adopted any accounting practices that differ from NAIC SAP.

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Oregon for the period and prior year-end is shown below:

(In thousands)	<u>September 30, 2011</u>	<u>December 31, 2010</u>
Statutory Net Income, Oregon basis	\$ <u>85,286</u>	\$ <u>190,140</u>
Net Income in conformity with NAIC SAP	\$ <u>85,286</u>	\$ <u>190,140</u>
Statutory capital and surplus, Oregon basis	\$ <u>1,199,773</u>	\$ <u>1,171,514</u>
Statutory capital and surplus in conformity with NAIC SAP	\$ <u>1,199,773</u>	\$ <u>1,171,514</u>

B. Use of Estimates

No significant change

C. Accounting Policies

No significant change

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

A. Material Changes in Accounting Principles and/or Correction of Errors

In the first quarter, the Company identified certain tax amounts that were previously paid on behalf of the parent, StanCorp Financial Group, Inc. (SFG) and should have been recorded as an intercompany receivable as of December 31, 2010. A correction of \$4.1 million was made in the first quarter of 2011 to record an intercompany receivable from the parent for reimbursement of the taxes paid by the Company. This resulted in the recognition of an additional \$4.1 million in surplus. This correction had no impact on net income for the reporting period beginning January 1, 2011.

3. BUSINESS COMBINATIONS AND GOODWILL

Not applicable

4. DISCONTINUED OPERATIONS

Not applicable

5. INVESTMENTS

There were no mortgage loans in the process of foreclosure as of September 30, 2011 and as of December 31, 2010.

The Company held restructured mortgage loans totaling \$28.4 million and \$23.5 million as of September 30, 2011 and December 31, 2010, respectively.

As of September 30, 2011, there were two mortgage loans with interest over 180 days past due with a total carrying value of \$212 thousand. At December 31, 2010 there were three mortgage loans with interest over 180 days past due with a total carrying value of \$1.4 million.

The Company realized capital losses of \$1.6 million for the nine months ended September 30, 2011 for other-than-temporary impairments of bonds.

The net realized capital gain for the nine months ended September 30, 2011 related to the disposal of bonds was \$14.4 million.

The net realized capital loss for the nine months ended September 30, 2011 related to the disposal of mortgages was \$17.1 million.

D. Loan-Backed Securities

- 1) Not applicable
- 2) Not applicable
- 3) Not applicable
- 4) Not applicable
- 5) Not applicable

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No significant change

NOTES TO FINANCIAL STATEMENTS

7. INVESTMENT INCOME

No significant change

8. DERIVATIVE INSTRUMENTS

The Company markets equity-indexed annuities. These contracts permit the holder to elect a fixed interest rate return or an indexed return, where interest credited to the contracts is based on the performance of the Standard & Poor's 500 index (S&P 500 index), subject to an upper limit or cap and minimum guarantees. Policyholders may elect to rebalance between interest crediting options at renewal dates annually. At each renewal date, the Company has the opportunity to re-price the indexed component by changing the cap, subject to minimum guarantees.

The Company purchases S&P 500 index call spread options for its interest crediting strategy used in its equity-indexed annuity products. These investments are highly correlated to the portfolio allocation decisions of its policyholders, such that the Company is economically hedged with respect to index-based interest rate guarantees for the current reset period.

The structure of our derivative transactions limits our exposure to counterparty non-performance. The Company does not bear derivative-related risk that would require it to post collateral with another institution, and its index option contracts do not contain counterparty credit-risk-related contingent features. The Company is exposed to the credit worthiness of the institutions from which it purchases its S&P 500 index options and these institutions' continued abilities to perform according to the terms of the contracts. The Company further limits its exposure by transacting with counterparties with high credit ratings.

The Company's net unrealized losses from derivatives were \$9.7 million as of September 30, 2011 and net unrealized gains from derivatives as of December 31, 2010 were \$1.9 million.

9. INCOME TAXES

No significant change

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

The Company purchases mortgage loans originated by its affiliate, StanCorp Mortgage Investors, LLC (SMI). Total mortgage loans purchased from SMI during the first nine months of 2011 were \$776.0 million. Mortgage loans sold to SMI during the first nine months of 2011 were \$30.7 million.

The Company sold mortgage loans at fair value to The Standard Life Insurance Company of New York during the first nine months of 2011 in the amount of \$7.9 million.

The Company reported the following amounts due to (from) its parent and affiliates:
(In thousands)

	<u>September 30, 2011</u>	<u>December 31, 2010</u>
StanCorp Financial Group, Inc.	\$ (23)	\$ (376)
StanCorp Mortgage Investors, LLC	(1,204)	(2,181)
StanCorp Investment Advisers, Inc.	519	60
StanCorp Real Estate, LLC	272	72
StanCorp Equities, Inc.	216	266
The Standard Life Insurance Company of New York	3	82
Standard Retirement Services, Inc.	202	(57)
Adaptu, LLC	(76)	-
	<u>\$ (91)</u>	<u>\$ (2,134)</u>

In March 2011 the Company distributed an ordinary cash dividend of \$12.8 million to its parent, SFG.

In May 2011 the Company distributed an ordinary cash dividend of \$30.0 million to its parent, SFG.

In June 2011 the Company distributed an ordinary cash dividend of \$15.0 million to its parent, SFG.

11. DEBT

No significant change

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

The funded status of Company sponsored defined benefit plans are evaluated annually. Given the volatility of equity markets and their impact on investments held in these plans the funding status of these plans can change significantly. The Company is not obligated to make additional contributions to its pension plans for 2011.

The non-contributory defined benefit pension fund was funded in excess of the accumulated benefit obligation by \$33.6 million at September 30, 2011 and \$40.8 million at December 31, 2010, a non-admitted asset.

Substantially all eligible employees are covered by a qualified deferred compensation plan under which a portion of the employee contribution is matched. Non-elective employer contributions made to the existing deferred compensation plan are intended in lieu of participation in the Company's defined benefit pension plan. The Company's contributions to the plan were \$8.2 million for the nine months ended September 30, 2011.

Eligible executive officers are covered by a non-qualified supplemental retirement plan. The accrued benefit cost was \$19.4 million as of September 30, 2011. Expenses were \$1.9 million for the first nine months of 2011.

Eligible executive officers, directors, agents and group producers may participate in one of several non-qualified deferred compensation plans under which a portion of the deferred compensation may be matched. The liability for the plans was \$10.5 million as of September 30, 2011.

NOTES TO FINANCIAL STATEMENTS

13. CAPITAL AND SURPLUS, SHAREHOLDERS' DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No significant change

14. CONTINGENCIES

The Company had commitments to contribute equity capital to third party joint ventures totaling \$78.8 million as of September 30, 2011. The contributions are payable on demand.

In the normal course of business, the Company is involved in various legal actions and other state and federal proceedings. A number of these actions or proceedings were pending as of September 30, 2011. In some instances, lawsuits include claims for punitive damages and similar types of relief in unspecified or substantial amounts, in addition to amounts for alleged contractual liability or other compensatory damages. In the opinion of management, the ultimate liability, if any, arising from these actions or proceedings is not expected to have a material adverse effect on the Company's business, financial position, results of operations, or cash flows.

15. LEASES

No significant change

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

See Note 8.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

C. Wash Sales

- 1) In the course of the Company's asset management, securities may be sold and reacquired within 30 days of the date of sale to enhance investment portfolio yields.
- 2) No wash sales of NAIC designation 3 or below securities, or unrated securities, occurred for the quarter ended September 30, 2011.

18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

No significant change

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

No significant change

20. FAIR VALUE

A.

- 1) Fair value measurements at reporting date:
(In thousands)

Description	Level 1	Level 2	Level 3	Total
a. Assets at fair value				
Commercial mortgage loans measured for impairment	\$ -	\$ -	\$ 12,754	\$ 12,754
S&P 500 index call spread options	-	-	4,374	4,374
Separate Accounts	<u>4,039,200</u>	<u>166,446</u>	<u>-</u>	<u>4,205,646</u>
Total assets at fair value	<u>\$ 4,039,200</u>	<u>\$ 166,446</u>	<u>\$ 17,128</u>	<u>\$ 4,222,774</u>
b. Liabilities at fair value				
Indexed-based interest guarantees	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 47,235</u>	<u>\$ 47,235</u>
Total liabilities at fair value	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 47,235</u>	<u>\$ 47,235</u>

The Company recognizes transfers between fair value levels at the end of the reporting period. There were no significant transfers between Level 1 and Level 2 for the first nine months of 2011.

NOTES TO FINANCIAL STATEMENTS

- 2) Fair value measurements in Level 3 of the fair value hierarchy:
(In thousands)

Description	Balance at 12/31/2010	Transfers in to Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, issuances, sales and settlements	Balance at 9/30/2011
a. Assets							
Commercial mortgage loans measured for impairment	\$ 19,203	\$ 10,294	\$ (1,662)	\$ (6,467)	\$ 152	\$ (8,766)	\$ 12,754
S&P 500 index call spread options	13,323	-	-	6,690	(9,674)	(5,965)	4,374
Total assets	\$ 32,526	\$ 10,294	\$ (1,662)	\$ 223	\$ (9,522)	\$ (14,731)	\$ 17,128
b. Liabilities							
Indexed-based interest guarantees	\$ 48,522	\$ -	\$ -	\$ (1,659)	\$ -	\$ 371	\$ 47,235
Total liabilities	\$ 48,522	\$ -	\$ -	\$ (1,659)	\$ -	\$ 371	\$ 47,235

- 3) The Company recognizes transfers between fair value levels at the end of the reporting period. Additional commercial mortgage loans were measured for impairment and transferred into Level 3 for the first nine months of 2011. One commercial mortgage loan's impairment was removed and was transferred out of Level 3 for the first nine months of 2011.
- 4) Assets and liabilities recorded at fair value are disclosed using a three-level hierarchy. The classification of assets and liabilities within the hierarchy is based on whether the inputs to the valuation methodology used for measurement are observable or unobservable. Observable inputs reflect market-derived or market-based information obtained from independent sources while unobservable inputs reflect our estimates about market data.

The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three broad levels: Level 1 inputs are based upon quoted prices in active markets for identical assets or liabilities that the Company can access at the measurement date. Level 2 inputs are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, and model-based valuation techniques for which all significant assumptions are observable in the market. Level 3 inputs are generated from model-based techniques that use significant assumptions not observable in the market. These unobservable assumptions reflect the Company's estimates of assumptions that market participants would use in pricing the asset or liability.

Commercial Mortgage Loans Measured for Impairment

The commercial mortgage loans measured for impairment are valued using Level 3 inputs with the inputs evaluated and reviewed for reasonableness by management on a quarterly basis. The commercial mortgage loan measurements include valuation of the market value of the asset using general underwriting procedures and appraisals. These amounts may be adjusted in a subsequent period as additional market information is obtained.

S&P 500 Index Options

The Company calculates the fair value for its S&P 500 Index options using the Black-Scholes option pricing model and parameters derived from market sources. The Company's valuations maximize the use of observable inputs, which include direct price quotes from the Chicago Board Options Exchange (CBOE) and values for on-the-run treasury securities and London Interbank Offered Rate rates as reported by Bloomberg. Unobservable inputs are estimated from the best sources available to the Company and include estimates of future gross dividends to be paid on the stocks underlying the S&P 500 index, estimates of bid-ask spreads, and estimates of implied volatilities on options. Valuation parameters are calibrated to replicate the actual end-of-day market quotes for options trading on the CBOE. The Company performs additional validation procedures such as the daily observation of market activity and conditions and the tracking and analyzing of actual quotes provided by banking counterparties each time the Company purchases options from them. Additionally, in order to further validate the values derived through the procedures noted above, the Company obtains indicators of value from representative investment banks.

Separate Accounts

Separate account assets represent segregated funds held for the exclusive benefit of contract holders. The activities for the account primarily relate to participant-directed 401(k) contracts. Separate account assets are recorded at fair value on a recurring basis with changes in fair value recorded in separate account liabilities. Separate account assets consist of mutual funds. The mutual funds' fair value is determined through Level 1 and Level 2 inputs. The majority of the separate account assets are valued using quoted prices in an active market with the remainder of the assets valued using quoted prices from an independent pricing service. The Company reviews the values obtained from the pricing service for reasonableness through analytical procedures and performance reviews.

Index-Based Interest Guarantees

The Company uses the income approach valuation technique to determine the fair value of index-based interest guarantees. The liability is the present value of future cash flows attributable to the projected index growth in excess of cash flows driven by fixed interest rate guarantees for the indexed annuity product. Level 3 assumptions for policyholder behavior and future index interest rate declarations significantly influence the calculation.

21. OTHER ITEMS

G. Subprime Exposure

- 1) The Company considered all direct and indirect exposure to subprime assets in completing this analysis. The Company's investment portfolio consists of no direct exposure to the subprime mortgage sector. The portfolio has indirect exposure to subprime assets through investments in debt securities issued by bond insurers, mortgage insurers, mortgage lenders, investment banks and commercial banks. The difference between book adjusted carrying value and fair value represents unrealized gains or losses.

There were no impairments on bonds related to subprime exposure for the first nine months ending September 30, 2011.

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

Bonds issued by Wells Fargo, Bank of America, and Citi Group, all rated 1FE, represent \$110.1 million of the \$131.1 million disclosed on line 3(f) of this note.

- 2) The company did not have direct exposure through investments in subprime mortgage loans as of September 30, 2011.
- 3) Direct and indirect exposure to subprime mortgage risk through investments in the following securities.
(As of September 30, 2011)

(In thousands)

	1	2	3	4
	Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a. Residential mortgage backed securities	None	None	None	None
b. Commercial mortgage backed securities	None	None	None	None
c. Collateralized debt obligations	None	None	None	None
d. Structured securities	None	None	None	None
e. Equity investments in subsidiary, controlled or affiliated entities with significant subprime	None	None	None	None
f. Other assets (debt securities of companies with significant exposure)	\$ 136,246	\$ 131,110	\$ 134,242	None
g. Total	\$ 136,246	\$ 131,110	\$ 134,242	None

- 4) The Company did not have any underwriting exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage as of September 30, 2011.

22. EVENTS SUBSEQUENT

Type I Subsequent events have been considered through November 3, 2011 for the statutory statement issued as of November 15, 2011.

There were no subsequent events to be reported.

Type II Subsequent events have been considered through November 3, 2011 for the statutory statement issued as of November 15, 2011.

There were no subsequent events to be reported.

22. REINSURANCE

No significant change

24. RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

No significant change

25. CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Reserves as of January 1, 2011 were \$3.68 billion. As of September 30, 2011, \$568.0 million has been paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years as of September 30, 2011 were \$3.18 billion as a result of re-estimation of unpaid claims and claim adjustment expenses principally on group long term disability insurance. There was a \$71.5 million increase of prior year development from January 1, 2011 to September 30, 2011. Original estimates are increased or decreased as additional information becomes known regarding individual claims. Prior years' effects are combined with current experience in determining retrospective premium, premium refunds, and renewal rates for the larger group contracts.

26. INTERCOMPANY POOLING ARRANGEMENTS

Not applicable

27. STRUCTURED SETTLEMENTS

No significant change

28. HEALTH CARE RECEIVABLES

Not applicable

29. PARTICIPATING POLICIES

No significant change

30. PREMIUM DEFICIENCY RESERVES

The Company held no premium deficiency reserves as of September 30, 2011.

NOTES TO FINANCIAL STATEMENTS

31. RESERVES FOR LIFE CONTRACTS AND DEPOSIT-TYPE CONTRACTS

The reserves for life contracts increased \$243.0 million in the first nine months of 2011 compared to December 31, 2010. The reserves for deposit-type contracts increased \$93.5 million in the first nine months of 2011 compared to December 31, 2010.

32. ANALYSIS OF ANNUITY ACTUARIAL RESERVES AND DEPOSIT LIABILITIES BY WITHDRAWAL CHARACTERISTICS

No significant change

33. PREMIUM AND ANNUITY CONSIDERATIONS DEFERRED AND UNCOLLECTED

No significant change

34. SEPARATE ACCOUNTS

Separate accounts assets decreased \$581.7 million to \$4.21 billion as of September 30, 2011 compared to December 31, 2010.

35. LOSS/CLAIM ADJUSTMENT EXPENSES

No significant change

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 []
- 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 []
- 2.2 If yes, date of change: 05/16/2011
3. Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No []
If yes, complete the Schedule Y - Part 1 - organizational chart.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No []
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2009
- 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. 12/31/2009
- 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). 06/21/2011
- 6.4 By what department or departments?
State of Oregon Department of Consumer and Business Services - Insurance Division
- 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 []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No []
- 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 []
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No []
- 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 Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
StanCorp Equities, Inc.	Portland, OR	NO	NO	NO	NO	YES
StanCorp Investment Advisers, Inc.	Portland, OR	NO	NO	NO	NO	YES

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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? Yes [X] No []
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 (c) Compliance with applicable governmental laws, rules and regulations;
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 (e) Accountability for adherence to the code.
 9.11 If the response to 9.1 is No, please explain:
 9.2 Has the code of ethics for senior managers been amended? Yes [] No [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: \$ 23,114

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: \$ 52,633,522
 13. Amount of real estate and mortgages held in short-term investments: \$ 0
 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [] No [X]
 14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$ 0	\$ 0
14.22 Preferred Stock	\$ 0	\$ 0
14.23 Common Stock	\$ 0	\$ 0
14.24 Short-Term Investments	\$ 0	\$ 0
14.25 Mortgage Loans on Real Estate	\$ 0	\$ 0
14.26 All Other	\$ 0	\$ 0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	\$ 0	\$ 0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$ 0	\$ 0

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [X] No []
 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [X] No []
 If no, attach a description with this statement.

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY
GENERAL INTERROGATORIES

16. 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 []

16.1 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
BNY Mellon	11S - Syracuse Client Services 2nd Floor 111 Sanders Creek Parkway East Syracuse, NY 13057

16.2 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)

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [] No [X]

16.4 If yes, give full information relating thereto:

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

16.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
110228	StanCorp Investment Advisers, Inc.	1100 SW Sixth Avenue Portland, OR 97204
104578	PineBridge Investments	2929 Allen Parkway Houston, TX 77019

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No []

17.2 If no, list exceptions:

GENERAL INTERROGATORIES**PART 2 - LIFE & HEALTH**

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	\$ 0
1.12	Residential Mortgages	\$ 1,749,244
1.13	Commercial Mortgages	\$ 4,681,547,235
1.14	Total Mortgages in Good Standing	\$ <u>4,683,296,479</u>
1.2	Long-Term Mortgages In Good Standing with Restructured Terms	
1.21	Total Mortgages in Good Standing with Restructured Terms	\$ <u>28,374,566</u>
1.3	Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months	
1.31	Farm Mortgages	\$ 0
1.32	Residential Mortgages	\$ 0
1.33	Commercial Mortgages	\$ 204,608
1.34	Total Mortgages with Interest Overdue more than Three Months	\$ <u>204,608</u>
1.4	Long-Term Mortgage Loans in Process of Foreclosure	
1.41	Farm Mortgages	\$ 0
1.42	Residential Mortgages	\$ 0
1.43	Commercial Mortgages	\$ 0
1.44	Total Mortgages in Process of Foreclosure	\$ 0
1.5	Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)	\$ <u>4,711,875,653</u>
1.6	Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter	
1.61	Farm Mortgages	\$ 0
1.62	Residential Mortgages	\$ 0
1.63	Commercial Mortgages	\$ 0
1.64	Total Mortgages Foreclosed and Transferred to Real Estate	\$ <u>0</u>
2.	Operating Percentages:	
2.1	A&H loss percent	83.324 %
2.2	A&H cost containment percent	0.000 %
2.3	A&H expense percent excluding cost containment expenses	30.500 %
3.1	Do you act as a custodian for health savings accounts?	Yes [<input type="checkbox"/>] No [<input checked="" type="checkbox"/>]
3.2	If yes, please provide the amount of custodial funds held as of the reporting date	\$ 0
3.3	Do you act as an administrator for health savings accounts?	Yes [<input type="checkbox"/>] No [<input checked="" type="checkbox"/>]
3.4	If yes, please provide the balance of the funds administered as of the reporting date	\$ 0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)
NONE						

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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					
1. Alabama	AL	L	6,121,488	5,558,871	10,181,887	2,617,474	24,479,720	131,652
2. Alaska	AK	L	2,291,064	911,557	2,401,638	7,419,134	13,023,393	0
3. Arizona	AZ	L	10,747,559	4,635,526	15,107,474	11,917,533	42,408,092	124,971
4. Arkansas	AR	L	3,719,578	1,049,153	5,274,144	917,992	10,960,867	192,105
5. California	CA	L	78,630,858	40,940,549	165,220,136	108,285,406	393,076,949	675,462
6. Colorado	CO	L	15,042,896	13,196,956	29,389,085	50,601,213	108,230,150	460,029
7. Connecticut	CT	L	8,419,779	5,203,520	13,959,995	282,234	27,865,528	148,825
8. Delaware	DE	L	1,002,855	976,939	1,753,738	4,028,512	7,762,044	0
9. District of Columbia	DC	L	8,510,362	56,226	7,549,530	1,043,379	17,159,497	0
10. Florida	FL	L	34,228,649	17,301,578	50,346,424	23,754,572	125,631,223	1,091,990
11. Georgia	GA	L	13,085,867	3,659,607	34,158,715	8,586,967	59,491,156	24,847
12. Hawaii	HI	L	4,864,721	2,671,135	1,637,815	2,962,756	12,136,427	0
13. Idaho	ID	L	7,369,693	235,021	6,992,976	2,464,341	17,062,031	322,321
14. Illinois	IL	L	17,564,205	12,025,161	31,289,699	4,932,664	65,811,729	2,173,899
15. Indiana	IN	L	6,432,779	5,568,950	8,014,590	12,837,035	32,853,354	417,744
16. Iowa	IA	L	5,400,840	4,608,243	8,098,412	13,307,188	31,414,683	0
17. Kansas	KS	L	4,774,435	1,507,732	7,002,256	16,760,282	30,044,705	361,889
18. Kentucky	KY	L	3,733,630	2,204,903	7,445,058	22,001,916	35,385,507	145,416
19. Louisiana	LA	L	6,852,944	2,500,390	10,626,308	21,823,860	41,803,502	435,999
20. Maine	ME	L	1,201,120	904,313	4,242,611	54,967	6,403,011	0
21. Maryland	MD	L	14,391,957	4,238,906	9,484,460	3,352,139	31,467,462	0
22. Massachusetts	MA	L	11,333,029	7,042,082	20,994,235	1,762,184	41,131,530	2,503,396
23. Michigan	MI	L	6,166,771	8,860,581	10,837,723	11,716,909	37,581,984	646,056
24. Minnesota	MN	L	19,401,462	12,465,848	28,756,491	748,513	61,372,314	660,816
25. Mississippi	MS	L	1,293,150	1,697,382	4,349,957	1,958,571	9,299,060	0
26. Missouri	MO	L	30,039,272	5,737,649	20,023,447	22,668,452	78,468,820	284,230
27. Montana	MT	L	5,011,184	259,388	3,115,226	404,060	8,789,858	35,496
28. Nebraska	NE	L	2,732,362	1,546,411	7,351,679	334,061	11,964,513	99,388
29. Nevada	NV	L	6,060,268	1,522,170	9,722,504	2,118,791	19,423,733	105,657
30. New Hampshire	NH	L	1,209,808	914,330	3,737,301	57,528	5,918,967	117,256
31. New Jersey	NJ	L	8,352,875	4,687,793	18,895,962	14,964,595	46,901,225	0
32. New Mexico	NM	L	17,644,644	499,105	5,218,947	6,767,195	30,129,891	0
33. New York	NY	N	3,568,624	1,384,494	2,829,084	70	7,782,272	0
34. North Carolina	NC	L	12,375,637	6,950,726	18,325,914	3,487,456	41,139,733	31,934
35. North Dakota	ND	L	1,539,224	666,502	2,176,258	153,997	4,535,981	210,598
36. Ohio	OH	L	16,099,446	14,550,425	17,909,291	23,410,631	71,969,793	2,343,484
37. Oklahoma	OK	L	6,562,973	1,629,685	7,559,954	21,762,841	37,515,453	0
38. Oregon	OR	L	37,964,251	18,540,388	51,939,954	151,953,042	260,397,635	1,233,175
39. Pennsylvania	PA	L	15,830,985	10,530,790	31,109,500	6,094,419	63,565,694	1,354,755
40. Rhode Island	RI	L	2,473,416	176,424	3,607,234	70	6,257,144	0
41. South Carolina	SC	L	4,517,923	5,018,524	11,652,432	7,616,120	28,804,999	164,112
42. South Dakota	SD	L	739,517	1,061,671	1,582,503	0	3,383,691	0
43. Tennessee	TN	L	7,475,818	7,960,376	13,730,767	2,583,375	31,750,336	0
44. Texas	TX	L	57,606,081	14,865,130	73,250,639	93,626,408	239,348,258	736,882
45. Utah	UT	L	5,971,603	1,321,588	10,331,543	49,895,481	67,520,215	367,071
46. Vermont	VT	L	1,503,794	141,967	4,030,121	3,999,376	9,675,258	39,755
47. Virginia	VA	L	9,975,271	8,665,905	16,811,681	8,951,011	44,403,868	129,718
48. Washington	WA	L	28,865,361	7,237,140	67,433,656	27,150,366	130,686,523	4,070,624
49. West Virginia	WV	L	2,654,683	1,100,021	7,290,978	0	11,045,682	49,694
50. Wisconsin	WI	L	8,847,964	4,846,399	12,245,670	413,892	26,353,925	422,017
51. Wyoming	WY	L	427,504	445,793	1,357,807	180,274	2,411,378	0
52. American Samoa	AS	N	0	0	0	0	0	0
53. Guam	GU	L	995,135	0	2,147,715	0	3,142,850	0
54. Puerto Rico	PR	N	4,393	0	85,388	0	89,781	0
55. U.S. Virgin Islands	VI	L	2,886	0	41,364	0	44,250	0
56. Northern Mariana Islands	MP	N	1,478	0	0	0	1,478	0
57. Canada	CN	N	167,681	0	186,361	0	354,042	0
58. Aggregate Other Aliens	OT	XXX	280,288	41,161	86,504	0	407,953	0
59. Subtotal	(a)	52	590,084,040	282,323,084	920,902,741	784,731,252	2,578,041,117	22,313,263
90. Reporting entity contributions for employee benefits plans	XXX		452,468	0	2,434,399	0	2,886,867	0
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX		13,599,959	0	0	0	13,599,959	0
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX		0	0	0	0	0	0
93. Premium or annuity considerations waived under disability or other contract provisions	XXX		155,135	0	0	0	155,135	0
94. Aggregate or other amounts not allocable by State	XXX		0	0	0	0	0	0
95. Totals (Direct Business)	XXX		604,291,602	282,323,084	923,337,140	784,731,252	2,594,683,078	22,313,263
96. Plus Reinsurance Assumed	XXX		10,348,643	0	90,784,291	0	101,132,934	0
97. Totals (All Business)	XXX		614,640,245	282,323,084	1,014,121,431	784,731,252	2,695,816,012	22,313,263
98. Less Reinsurance Ceded	XXX		38,178,224	0	65,196,706	0	103,374,930	0
99. Totals (All Business) less Reinsurance Ceded	XXX		576,462,021	282,323,084	948,924,725	784,731,252	2,592,441,082	22,313,263
DETAILS OF WRITE-INS								
5801. United Kingdom	XXX		78,225	0	15,079	0	93,304	0
5802. Japan	XXX		38,246	0	6,632	0	44,878	0
5803. Australia	XXX		36,421	0	4,501	0	40,922	0
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX		127,396	41,161	60,292	0	228,849	0
5899. Totals (Lines 5801 through 5803 plus 5898)(Line 58 above)	XXX		280,288	41,161	86,504	0	407,953	0
9401.	XXX							
9402.	XXX							
9403.	XXX							
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX		0	0	0	0	0	0
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX		0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

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

NONE

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.

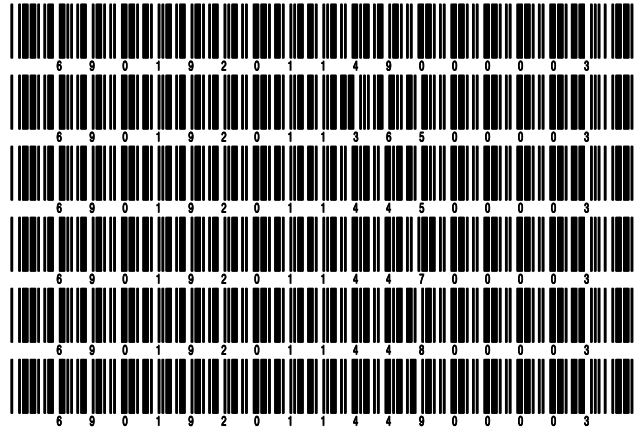
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required 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?	YES
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

Explanation:

- 1.
- 2.
- 3.
- 5.
- 6.
- 7.

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]
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]



STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY
OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Other assets	5,954,144	5,732,872	221,272	221,273
2597. Summary of remaining write-ins for Line 25 from overflow page	5,954,144	5,732,872	221,272	221,273

Additional Write-ins for Liabilities Line 25

	1 Current Statement Date	2 December 31 Prior Year
2504. Funds held for escheatment	381,161	613,628
2505. Other Miscellaneous	0	34,444
2597. Summary of remaining write-ins for Line 25 from overflow page	381,161	648,072

Additional Write-ins for Schedule T Line 58

	1	Direct Business Only					7 Deposit-Type Contracts
		Life Contracts		4 Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	5 Other Considerations	6 Total Columns 2 Through 5	
States, Etc.	Active Status	2 Life Insurance Premiums	3 Annuity Considerations				
5804. Papua New Guinea	XXX	18,920	.0	1,725	0	20,645	.0
5805. Brazil	XXX	12,183	.0	1,624	0	13,807	.0
5806. France	XXX	9,120	.0	1,367	0	10,487	.0
5807. Venezuela	XXX	7,883	.0	719	0	8,602	.0
5808. New Zealand	XXX	7,318	.0	5,113	0	12,431	.0
5809. Bolivia	XXX	6,482	.0	591	0	7,073	.0
5810. Indonesia	XXX	6,152	.0	686	0	6,838	.0
5811. Philippines	XXX	5,561	.0	653	0	6,214	.0
5812. Panama	XXX	4,555	.0	415	0	4,970	.0
5813. Paraguay	XXX	4,380	.0	399	0	4,779	.0
5814. Netherlands	XXX	3,927	.0	772	0	4,699	.0
5815. Senegal	XXX	3,551	.0	493	0	4,044	.0
5816. Other	XXX	3,376	.0	7,159	0	10,535	.0
5817. Thailand	XXX	3,328	.0	304	0	3,632	.0
5818. Singapore	XXX	2,852	.0	725	0	3,577	.0
5819. Chile	XXX	2,842	.0	533	0	3,375	.0
5820. Cote D'Ivoire	XXX	2,803	.0	256	0	3,059	.0
5821. Kenya	XXX	2,019	.0	564	0	2,583	.0
5822. Italy	XXX	1,933	.0	4,645	0	6,578	.0
5823. Columbia	XXX	1,927	.0	176	0	2,103	.0
5824. Guinea	XXX	1,927	.0	176	0	2,103	.0
5825. Taiwan	XXX	1,871	.0	594	0	2,465	.0
5826. Costa Rica	XXX	1,774	.0	119	0	1,893	.0
5827. Mexico	XXX	1,497	.0	2,079	0	3,576	.0
5828. Spain	XXX	1,123	.0	1,779	0	2,902	.0
5829. Russia	XXX	1,075	.0	183	0	1,258	.0
5830. Ecuador	XXX	896	.0	207	0	1,103	.0
5831. Argentina	XXX	792	.0	238	0	1,030	.0
5832. Hong Kong	XXX	783	.0	119	0	902	.0
5833. Germany	XXX	748	21,082	403	0	22,233	.0
5834. South Africa	XXX	748	.0	238	0	986	.0
5835. Switzerland	XXX	619	.0	1,281	0	1,900	.0
5836. Mongolia	XXX	526	.0	48	0	574	.0
5837. Cameroon	XXX	374	.0	119	0	493	.0
5838. Estonia	XXX	374	.0	119	0	493	.0
5839. Ghana	XXX	374	.0	119	0	493	.0
5840. Mali	XXX	374	.0	119	0	493	.0
5841. China	XXX	259	.0	4,465	0	4,724	.0
5842. Cambodia	XXX	150	.0	0	0	150	.0
5843. Armed Forces - Europe	XXX	.0	20,079	10,928	0	31,007	.0
5844. Armed Forces - Pacific	XXX	.0	.0	6,942	0	6,942	.0
5845. Denmark	XXX	.0	.0	697	0	697	.0
5846. Norway	XXX	.0	.0	239	0	239	.0
5847. Israel	XXX	.0	.0	162	0	162	.0
5897. Summary of remaining write-ins for Line 58 from overflow page	XXX	127,396	41,161	60,292	0	228,849	0

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	37,629,291	38,437,855
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after acquisition	655,491	2,299,447
3. Current year change in encumbrances	0	0
4. Total gain (loss) on disposals	0	0
5. Deduct amounts received on disposals	0	0
6. Total foreign exchange change in book/adjusted carrying value	0	0
7. Deduct current year's other than temporary impairment recognized	0	0
8. Deduct current year's depreciation	2,318,970	3,108,011
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	35,965,812	37,629,291
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	35,965,812	37,629,291

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	4,408,615,801	4,153,081,431
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	759,619,480	848,448,337
2.2 Additional investment made after acquisition	16,374,211	41,800,454
3. Capitalized deferred interest and other	0	33,162
4. Accrual of discount	152,562	207,011
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	(17,093,066)	(10,797,789)
7. Deduct amounts received on disposals	449,849,489	624,108,020
8. Deduct amortization of premium and mortgage interest points and commitment fees	13,873	48,785
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	4,717,805,626	4,408,615,801
12. Total valuation allowance	(5,929,973)	(6,082,193)
13. Subtotal (Line 11 plus Line 12)	4,711,875,653	4,402,533,608
14. Deduct total nonadmitted amounts	0	53,466
15. Statement value at end of current period (Line 13 minus Line 14)	4,711,875,653	4,402,480,142

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	19,549,737	10,541,486
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	23,893,617	6,221,567
2.2 Additional investment made after acquisition	12,659,793	5,905,034
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	(3,469,625)	(1,269,036)
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	0
8. Deduct amortization of premium and depreciation	0	0
9. Total foreign exchange change in book/adjusted carrying value	0	0
10. Deduct current year's other than temporary impairment recognized	0	1,849,314
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	52,633,522	19,549,737
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	52,633,522	19,549,737

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	5,908,982,094	5,820,934,008
2. Cost of bonds and stocks acquired	827,222,315	824,446,788
3. Accrual of discount	4,365,637	5,942,729
4. Unrealized valuation increase (decrease)	0	199,037
5. Total gain (loss) on disposals	14,350,828	20,102,620
6. Deduct consideration for bonds and stocks disposed of	674,495,738	733,099,828
7. Deduct amortization of premium	19,701,038	28,861,217
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	1,645,739	682,043
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	6,059,078,359	5,908,982,094
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	6,059,078,359	5,908,982,094

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD 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 Rating Class

	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. Class 1 (a)	4,247,904,263	121,412,041	85,052,189	9,301,587	4,271,180,499	4,247,904,263	4,293,565,702	4,291,167,557
2. Class 2 (a)	1,431,501,357	58,945,978	44,439,353	(20,293,940)	1,348,237,951	1,431,501,357	1,425,714,042	1,315,381,622
3. Class 3 (a)	225,152,063	19,447,595	15,644,748	3,450,312	246,900,530	225,152,063	232,405,222	215,415,164
4. Class 4 (a)	110,795,158	16,490,255	13,894,707	1,121,629	112,692,796	110,795,158	114,512,335	117,201,318
5. Class 5 (a)	2,697,924	0	9,450	1,284,675	1,598,940	2,697,924	3,973,149	4,152,603
6. Class 6 (a)	0	0	0	0	261	0	0	1,221
7. Total Bonds	6,018,050,766	216,295,869	159,040,447	(5,135,737)	5,980,610,978	6,018,050,766	6,070,170,451	5,943,319,486
PREFERRED STOCK								
8. Class 1	0	0	0	0	0	0	0	0
9. Class 2	0	0	0	0	0	0	0	0
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	93,322	0	0	0	93,322	93,322	93,322	93,322
14. Total Preferred Stock	93,322	0	0	0	93,322	93,322	93,322	93,322
15. Total Bonds and Preferred Stock	6,018,144,088	216,295,869	159,040,447	(5,135,737)	5,980,704,300	6,018,144,088	6,070,263,773	5,943,412,808

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$0 ; NAIC 2 \$0 ; NAIC 3 \$0 ; NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

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SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	11,185,414	XXX	11,185,414	25,886	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	34,430,714	55,052,191
2. Cost of short-term investments acquired	203,724,730	815,915,946
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	226,970,030	836,537,423
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	11,185,414	34,430,714
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	11,185,414	34,430,714

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1. Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)	13,322,985
2. Cost Paid/(Consideration Received) on additions	6,815,148
3. Unrealized Valuation increase/(decrease)	(2,984,540)
4. Total gain (loss) on termination recognized	0
5. Considerations received/(paid) on terminations	12,779,859
6. Amortization	0
7. Adjustment to the Book/Adjusted Carrying Value of hedged item	0
8. Total foreign exchange change in Book/Adjusted Carrying Value	0
9. Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4-5+6+7+8)	4,373,734
10. Deduct nonadmitted assets	0
11. Statement value at end of current period (Line 9 minus Line 10)	4,373,734

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1. Book/Adjusted carrying value, December 31 of prior year	
2. Net cash deposits (Section 1, Broker Name/Net Cash Deposits Footnote)	
3.1 Change in variation margin on open contracts	
3.2 Add:	
Change in adjustment to basis of hedged item	
3.21 Section 1, Column 17, current year to date minus	
3.22 Section 1, Column 17, prior year	
Change in amount recognized	
3.23 Section 1, Column 16, current year to date minus	
3.24 Section 1, Column 16, prior year	
3.3 Subtotal (Line 3.1 minus Line 3.2)	
4.1 Variation margin on terminated contracts during the year	
4.2 Less:	
4.21 Amount used to adjust basis of hedged item	
4.22 Amount recognized	
4.3 Subtotal (Line 4.1 minus Line 4.2)	
5. Dispositions gains (losses) on contracts terminated in prior year:	
5.1 Recognized	
5.2 Used to adjust basis of hedged items	
6. Book/Adjusted carrying value at end of current period (Lines 1+2+3.3-4.3-5.1-5.2)	
7. Deduct total nonadmitted amounts	
8. Statement value at end of current period (Line 6 minus Line 7)	

NONE

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

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE STANDARD INSURANCE COMPANY

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

	Book/Adjusted Carrying Value Check
1. Part A, Section 1, Column 14.....	4,373,734
2. Part B, Section 1, Column 14.....	0
3. Total (Line 1 plus Line 2).....	4,373,734
4. Part D, Column 5.....	4,373,734
5. Part D, Column 6.....	0
6. Total (Line 3 minus Line 4 minus Line 5).....	0
	Fair Value Check
7. Part A, Section 1, Column 16.....	4,373,734
8. Part B, Section 1, Column 13.....	0
9. Total (Line 7 plus Line 8).....	4,373,734
10. Part D, Column 8.....	4,373,734
11. Part D, Column 9.....	0
12. Total (Line 9 minus Line 10 minus Line 11).....	0
	Potential Exposure Check
13. Part A, Section 1, Column 21.....	4,373,734
14. Part B, Section 1, Column 19.....	0
15. Part D, Column 11.....	4,373,734
16. Total (Line 13 plus Line 14 minus Line 15).....	0

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of cash equivalents acquired		
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		
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)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

NONE