

CNA FINANCIAL CORP
Form 10-Q
April 29, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q
 QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended March 31, 2014
OR
 TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934
For the transition period from _____ to _____
Commission File Number 1-5823

CNA FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)
Delaware
(State or other jurisdiction of
incorporation or organization)
333 S. Wabash
Chicago, Illinois
(Address of principal executive offices)
(312) 822-5000
(Registrant's telephone number, including area code)

36-6169860
(I.R.S. Employer
Identification No.)
60604
(Zip Code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class Outstanding at April 25, 2014
Common Stock, Par value \$2.50 269,924,573

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Part I. Financial Information

Item 1. Condensed Consolidated Financial Statements

CNA Financial Corporation

Condensed Consolidated Statements of Operations (Unaudited)

Three months ended March 31

(In millions, except per share data)

	2014	2013
Revenues		
Net earned premiums	\$1,806	\$1,764
Net investment income	526	591
Net realized investment gains (losses):		
Other-than-temporary impairment losses	(2	) (18
Portion of other-than-temporary impairments recognized in Other comprehensive income	—	—
Net other-than-temporary impairment losses recognized in earnings	(2	) (18
Other net realized investment gains	48	41
Net realized investment gains	46	23
Other revenues	85	77
Total revenues	2,463	2,455
Claims, Benefits and Expenses		
Insurance claims and policyholders' benefits	1,446	1,396
Amortization of deferred acquisition costs	329	328
Other operating expenses	346	340
Interest	44	42
Total claims, benefits and expenses	2,165	2,106
Income from continuing operations before income tax	298	349
Income tax expense	(78	) (108
Income from continuing operations	220	241
(Loss) income from discontinued operations, net of income tax benefit (expense) of \$38 and \$(5)	(207	) 9
Net income	\$13	\$250
Basic Earnings Per Share		
Income from continuing operations	\$0.82	\$0.89
(Loss) income from discontinued operations	(0.77	) 0.04
Basic earnings per share	\$0.05	\$0.93
Diluted Earnings Per Share		
Income from continuing operations	\$0.81	\$0.89
(Loss) income from discontinued operations	(0.76	) 0.04
Diluted earnings per share	\$0.05	\$0.93
Dividends per share	\$1.25	\$0.20
Weighted Average Outstanding Common Stock and Common Stock Equivalents		
Basic	269.8	269.5
Diluted	270.5	269.9

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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CNA Financial Corporation

Condensed Consolidated Statements of Comprehensive Income (Unaudited)

Three months ended March 31

(In millions)

Other Comprehensive Income (Loss), Net of Tax

Changes in:

	2014	2013	
Net unrealized gains on investments with other-than-temporary impairments	\$ 12	\$ 14	
Net unrealized gains (losses) on other investments	237	(62)
Net unrealized gains (losses) on investments	249	(48)
Net unrealized gains (losses) on discontinued operations	8	—	
Foreign currency translation adjustment	(8	) (61)
Pension and postretirement benefits	1	5	
Other comprehensive income (loss), net of tax	250	(104)
Net income	13	250	
Total comprehensive income	\$263	\$146	

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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Condensed Consolidated Balance Sheets (Unaudited)

(In millions, except share data)	March 31, 2014	December 31, 2013
Assets		
Investments:		
Fixed maturity securities at fair value (amortized cost of \$36,913 and \$39,311)	\$39,415	\$41,233
Equity securities at fair value (cost of \$163 and \$179)	174	185
Limited partnership investments	2,799	2,720
Other invested assets	55	54
Mortgage loans	495	508
Short term investments	2,070	1,407
Total investments	45,008	46,107
Cash	206	195
Reinsurance receivables (less allowance for uncollectible receivables of \$65 and \$71)	5,034	6,017
Insurance receivables (less allowance for uncollectible receivables of \$82 and \$84)	2,050	1,979
Accrued investment income	437	443
Deferred acquisition costs	652	624
Deferred income taxes	48	220
Property and equipment at cost (less accumulated depreciation of \$367 and \$365)	293	304
Goodwill	155	155
Assets held for sale	3,486	—
Other assets	855	969
Separate account business	—	181
Total assets	\$58,224	\$57,194
Liabilities		
Insurance reserves:		
Claim and claim adjustment expenses	\$23,933	\$24,089
Unearned premiums	3,838	3,718
Future policy benefits	8,254	10,471
Policyholders' funds	26	116
Short term debt	549	549
Long term debt	2,558	2,011
Liabilities held for sale	3,250	—
Other liabilities (includes \$3 and \$178 due to Loews Corporation)	3,234	3,408
Separate account business	—	181
Total liabilities	45,642	44,543
Commitments and contingencies (Notes C, G and J)		
Stockholders' Equity		
Common stock (\$2.50 par value; 500,000,000 shares authorized; 273,040,243 shares issued; 269,923,905 and 269,717,583 shares outstanding)	683	683
Additional paid-in capital	2,144	2,145
Retained earnings	9,170	9,495
Accumulated other comprehensive income	692	442
Treasury stock (3,116,338 and 3,322,660 shares), at cost	(85	) (91
Notes receivable for the issuance of common stock	(22	) (23
Total stockholders' equity	12,582	12,651
Total liabilities and stockholders' equity	\$58,224	\$57,194

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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CNA Financial Corporation

Condensed Consolidated Statements of Cash Flows (Unaudited)

Three months ended March 31

(In millions)

Cash Flows from Operating Activities

	2014	2013
Net income	\$ 13	\$ 250
Adjustments to reconcile net income to net cash flows provided by operating activities:		
Impairment loss on pending sale of subsidiary	255	—
Deferred income tax expense	25	99
Trading portfolio activity	21	(48)
Net realized investment gains	(47)	(28)
Equity method investees	132	(91)
Amortization of investments	(1)	(10)
Depreciation and amortization	20	33
Changes in:		
Receivables, net	126	(20)
Accrued investment income	(36)	(42)
Deferred acquisition costs	(21)	(40)
Insurance reserves	85	79
Other assets	(35)	(20)
Other liabilities	(372)	16
Other, net	3	13
Total adjustments	155	(59)
Net cash flows provided by operating activities	168	191
Cash Flows from Investing Activities		
Dispositions:		
Fixed maturity securities - sales	1,550	1,409
Fixed maturity securities - maturities, calls and redemptions	851	866
Equity securities	11	51
Limited partnerships	68	58
Mortgage loans	13	1
Purchases:		
Fixed maturity securities	(2,072)	(2,720)
Equity securities	(5)	(12)
Limited partnerships	(73)	(41)
Mortgage loans	—	(25)
Change in other investments	—	3
Change in short term investments	(688)	264
Purchases of property and equipment	(10)	(21)
Other, net	1	6
Net cash flows used by investing activities	(354)	(161)

Cash Flows from Investing Activities

Dispositions:

Fixed maturity securities - sales

Fixed maturity securities - maturities, calls and redemptions

Equity securities

Limited partnerships

Mortgage loans

Purchases:

Fixed maturity securities

Equity securities

Limited partnerships

Mortgage loans

Change in other investments

Change in short term investments

Purchases of property and equipment

Other, net

Net cash flows used by investing activities

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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Three months ended March 31

(In millions)

	2014		2013	
Cash Flows from Financing Activities				
Dividends paid to common stockholders	(338	)	(55)
Proceeds from the issuance of debt	546		—	
Stock options exercised	4		1	
Other, net	(2	)	(2)
Net cash flows provided (used) by financing activities	210		(56)
Effect of foreign exchange rate changes on cash	1		(7)
Transfer of cash to assets held for sale	(14)	—	
Net change in cash	11		(33)
Cash, beginning of year	195		156	
Cash, end of period	\$206		\$123	

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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CNA Financial Corporation

Condensed Consolidated Statements of Stockholders' Equity (Unaudited)

Three months ended March 31

(In millions)

	2014	2013	
Common Stock			
Balance, beginning of period	\$683	\$683	
Balance, end of period	683	683	
Additional Paid-in Capital			
Balance, beginning of period	2,145	2,146	
Stock-based compensation	(1	) (8)
Balance, end of period	2,144	2,138	
Retained Earnings			
Balance, beginning of period	9,495	8,774	
Dividends paid to common stockholders	(338	) (55)
Net income	13	250	
Balance, end of period	9,170	8,969	
Accumulated Other Comprehensive Income			
Balance, beginning of period	442	831	
Other comprehensive income (loss)	250	(104)
Balance, end of period	692	727	
Treasury Stock			
Balance, beginning of period	(91	) (99)
Stock-based compensation	6	7	
Balance, end of period	(85	) (92)
Notes Receivable for the Issuance of Common Stock			
Balance, beginning of period	(23	) (21)
Decrease in notes receivable for the issuance of common stock	1	1	
Balance, end of period	(22	) (20)
Total Stockholders' Equity	\$12,582	\$12,405	

The accompanying Notes are an integral part of these Condensed Consolidated Financial Statements (Unaudited).

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CNA Financial Corporation

Notes to Condensed Consolidated Financial Statements

Note A. General

Basis of Presentation

The Condensed Consolidated Financial Statements (Unaudited) include the accounts of CNA Financial Corporation (CNAF) and its subsidiaries. Collectively, CNAF and its subsidiaries are referred to as CNA or the Company. Loews Corporation (Loews) owned approximately 90% of the outstanding common stock of CNAF as of March 31, 2014. The accompanying Condensed Consolidated Financial Statements have been prepared in conformity with accounting principles generally accepted in the United States of America (GAAP). Certain financial information that is normally included in annual financial statements, including certain financial statement notes, prepared in accordance with GAAP, is not required for interim reporting purposes and has been condensed or omitted. These statements should be read in conjunction with the Consolidated Financial Statements and notes thereto included in CNAF's Annual Report on Form 10-K filed with the Securities and Exchange Commission for the year ended December 31, 2013, including the summary of significant accounting policies in Note A. The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the Condensed Consolidated Financial Statements and the reported amounts of revenues and expenses during the reporting periods. Actual results may differ from those estimates.

The interim financial data as of March 31, 2014 and for the three months ended March 31, 2014 and 2013 is unaudited. However, in the opinion of management, the interim data includes all adjustments, consisting of normal recurring accruals, necessary for a fair statement of the Company's results for the interim periods. The results of operations for the interim periods are not necessarily indicative of the results to be expected for the full year. Intercompany amounts have been eliminated.

Sale of Continental Assurance Company (CAC)

On February 10, 2014, the Company entered into a definitive agreement to sell the majority of its run-off annuity and pension deposit business through the sale of the common stock of CAC. The sale is subject to regulatory approvals and other customary closing conditions and is expected to close in the second quarter of 2014. The business being sold, which was previously reported within the Life & Group Non-Core segment, is now reported as discontinued operations and assets and liabilities held for sale. The Company has elected not to present these assets and liabilities as held for sale on the comparative Condensed Consolidated Balance Sheet. Further information on the assets and liabilities held for sale and discontinued operations is provided in Note M to the Condensed Consolidated Financial Statements.

The definitive agreement provides for a pre-close dividend by CAC and also includes a 100% coinsurance agreement on a separate small block of annuity business outside of CAC. The assets and liabilities related to the coinsurance agreement and the assets related to the estimated dividend do not qualify as held for sale presentation, therefore they are not reflected as held for sale on the Condensed Consolidated Balance Sheet.

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Note B. Earnings Per Share

Earnings per share is based on the weighted average number of outstanding common shares. Basic earnings (loss) per share excludes the impact of dilutive securities and is computed by dividing Net income (loss) by the weighted average number of common shares outstanding for the period. Diluted earnings (loss) per share reflects the potential dilution that could occur if securities or other contracts to issue common stock were exercised or converted into common stock.

For the three months ended March 31, 2014 and 2013, approximately 660 thousand and 372 thousand potential shares attributable to exercises under stock-based employee compensation plans were included in the calculation of diluted earnings per share. For those same periods, approximately 110 thousand and 335 thousand potential shares attributable to exercises under stock-based employee compensation plans were not included in the calculation of diluted earnings per share because the effect would have been antidilutive.

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Note C. Investments

The significant components of net investment income are presented in the following table.

Net Investment Income

Three months ended March 31

(In millions)	2014	2013
Fixed maturity securities	\$452	\$457
Short term investments	1	1
Limited partnership investments	73	131
Equity securities	2	3
Mortgage loans	6	5
Trading portfolio	3	5
Other	2	1
Gross investment income	539	603
Investment expense	(13	) (12
Net investment income	\$526	\$591

Net realized investment gains (losses) are presented in the following table.

Net Realized Investment Gains (Losses)

Three months ended March 31

(In millions)	2014	2013
Net realized investment gains (losses):		
Fixed maturity securities:		
Gross realized gains	\$53	\$39
Gross realized losses	(15	) (12
Net realized investment gains (losses) on fixed maturity securities	38	27
Equity securities:		
Gross realized gains	5	2
Gross realized losses	—	(15
Net realized investment gains (losses) on equity securities	5	(13
Derivatives	—	2
Short term investments and other	3	7
Net realized investment gains (losses)	\$46	\$23

The components of net other-than-temporary impairment (OTTI) losses recognized in earnings by asset type are summarized in the following table.

Three months ended March 31

(In millions)	2014	2013
Fixed maturity securities available-for-sale:		
Corporate and other bonds	\$1	\$3
Asset-backed - residential mortgage-backed	1	—
Total fixed maturity securities available-for-sale	2	3
Equity securities available-for-sale:		
Preferred stock	—	15
Net OTTI losses recognized in continuing earnings	\$2	\$18

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The following tables provide a summary of fixed maturity and equity securities.

Summary of Fixed Maturity and Equity Securities

March 31, 2014

(In millions)	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value	Unrealized OTTI Losses (Gains)
Fixed maturity securities available-for-sale:					
Corporate and other bonds	\$17,265	\$1,612	\$56	\$18,821	\$—
States, municipalities and political subdivisions	11,113	871	129	11,855	—
Asset-backed:					
Residential mortgage-backed	4,854	156	66	4,944	(47)
Commercial mortgage-backed	1,974	92	13	2,053	(3)
Other asset-backed	966	12	2	976	—
Total asset-backed	7,794	260	81	7,973	(50)
U.S. Treasury and obligations of government-sponsored enterprises	135	7	1	141	—
Foreign government	559	18	1	576	—
Redeemable preferred stock	32	2	—	34	—
Total fixed maturity securities available-for-sale	36,898	2,770	268	39,400	\$(50)
Total fixed maturity securities trading	15	—	—	15	
Equity securities available-for-sale:					
Common stock	33	9	—	42	
Preferred stock	130	2	—	132	
Total equity securities available-for-sale	163	11	—	174	
Total	\$37,076	\$2,781	\$268	\$39,589	

December 31, 2013

(In millions)	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value	Unrealized OTTI Losses (Gains)
Fixed maturity securities available-for-sale:					
Corporate and other bonds	\$19,352	\$1,645	\$135	\$20,862	\$—
States, municipalities and political subdivisions	11,281	548	272	11,557	—
Asset-backed:					
Residential mortgage-backed	4,940	123	92	4,971	(37)
Commercial mortgage-backed	1,995	90	22	2,063	(3)
Other asset-backed	945	13	3	955	—
Total asset-backed	7,880	226	117	7,989	(40)
U.S. Treasury and obligations of government-sponsored enterprises	139	6	1	144	—
Foreign government	531	15	3	543	—
Redeemable preferred stock	92	10	—	102	—
Total fixed maturity securities available-for-sale	39,275	2,450	528	41,197	\$(40)
Total fixed maturity securities trading	36	—	—	36	
Equity securities available-for-sale:					
Common stock	36	9	—	45	
Preferred stock	143	1	4	140	
Total equity securities available-for-sale	179	10	4	185	
Total	\$39,490	\$2,460	\$532	\$41,418	

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The net unrealized gains on investments included in the tables above are recorded as a component of Accumulated other comprehensive income (AOCI). When presented in AOCI, these amounts are net of tax and any required Shadow Adjustments. At March 31, 2014 and December 31, 2013, the net unrealized gains on investments included in AOCI were net of after-tax Shadow Adjustments of \$712 million and \$532 million. To the extent that unrealized gains on fixed income securities supporting certain products within the Life & Group Non-Core segment would result in a premium deficiency if realized, a related decrease in Deferred acquisition costs and/or increase in Insurance reserves are recorded, net of tax, as a reduction of net unrealized gains through Other comprehensive income (loss) (Shadow Adjustments).

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The following tables summarize the estimated fair value and gross unrealized losses of available-for-sale fixed maturity and equity securities in a gross unrealized loss position by the length of time in which the securities have continuously been in that position.

Securities in a Gross Unrealized Loss Position

March 31, 2014 (In millions)	Less than 12 Months		12 Months or Longer		Total	
	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses
Fixed maturity securities available-for-sale:						
Corporate and other bonds	\$2,002	\$48	\$109	\$8	\$2,111	\$56
States, municipalities and political subdivisions	1,397	56	244	73	1,641	129
Asset-backed:						
Residential mortgage-backed	739	13	347	53	1,086	66
Commercial mortgage-backed	515	12	91	1	606	13
Other asset-backed	167	2	3	—	170	2
Total asset-backed	1,421	27	441	54	1,862	81
U.S. Treasury and obligations of government-sponsored enterprises	6	1	3	—	9	1
Foreign government	61	1	4	—	65	1
Total fixed maturity securities available-for-sale	4,887	133	801	135	5,688	268
Equity securities available-for-sale:						
Preferred stock	16	—	—	—	16	—
Total	\$4,903	\$133	\$801	\$135	\$5,704	\$268
December 31, 2013 (In millions)	Less than 12 Months		12 Months or Longer		Total	
	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses	Estimated Fair Value	Gross Unrealized Losses
Fixed maturity securities available-for-sale:						
Corporate and other bonds	\$3,592	\$129	\$72	\$6	\$3,664	\$135
States, municipalities and political subdivisions	3,251	197	129	75	3,380	272
Asset-backed:						
Residential mortgage-backed	1,293	29	343	63	1,636	92
Commercial mortgage-backed	640	22	—	—	640	22
Other asset-backed	269	3	—	—	269	3
Total asset-backed	2,202	54	343	63	2,545	117
U.S. Treasury and obligations of government-sponsored enterprises	13	1	—	—	13	1
Foreign government	111	3	—	—	111	3
Total fixed maturity securities available-for-sale	9,169	384	544	144	9,713	528
Equity securities available-for-sale:						
Preferred stock	87	4	—	—	87	4
Total	\$9,256	\$388	\$544	\$144	\$9,800	\$532

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Based on current facts and circumstances, the Company believes the unrealized losses presented in the March 31, 2014 Securities in a Gross Unrealized Loss Position table above, are primarily attributable to broader economic conditions, changes in interest rates and credit spreads, market illiquidity and other market factors, but are not indicative of the ultimate collectibility of the current amortized cost of the securities. The investments with longer duration, primarily included within the states, municipalities and political subdivision asset category, were more significantly affected by changes in market interest rates. The Company has no current intent to sell these securities, nor is it more likely than not that it will be required to sell prior to recovery of amortized cost; accordingly, the Company has determined that there are no additional OTTI losses to be recorded at March 31, 2014.

The following table summarizes the activity for the three months ended March 31, 2014 and 2013 related to the pretax credit loss component reflected in Retained earnings on fixed maturity securities still held at March 31, 2014 and 2013 for which a portion of an OTTI loss was recognized in Other comprehensive income (loss).

Three months ended March 31

(In millions)	2014	2013
Beginning balance of credit losses on fixed maturity securities	\$74	\$95
Reductions for securities sold during the period	(2	) (3
Reductions for securities the Company intends to sell or more likely than not will be required to sell	(3) —
Ending balance of credit losses on fixed maturity securities	\$69	\$92

Contractual Maturity

The following table summarizes available-for-sale fixed maturity securities by contractual maturity at March 31, 2014 and December 31, 2013. Actual maturities may differ from contractual maturities because certain securities may be called or prepaid with or without call or prepayment penalties. Securities not due at a single date are allocated based on weighted average life.

Contractual Maturity

(In millions)	March 31, 2014		December 31, 2013	
	Cost or Amortized Cost	Estimated Fair Value	Cost or Amortized Cost	Estimated Fair Value
Due in one year or less	\$2,684	\$2,729	\$2,420	\$2,455
Due after one year through five years	8,839	9,401	9,496	10,068
Due after five years through ten years	11,455	11,876	11,667	11,954
Due after ten years	13,920	15,394	15,692	16,720
Total	\$36,898	\$39,400	\$39,275	\$41,197

Investment Commitments

As of March 31, 2014, the Company had committed approximately \$384 million to future capital calls from various third-party limited partnership investments in exchange for an ownership interest in the related partnerships.

As of March 31, 2014, the Company had mortgage loan commitments of \$59 million representing signed loan applications received and accepted.

The Company invests in various privately placed debt securities, including bank loans, as part of its overall investment strategy and has committed to additional future purchases, sales and funding. As of March 31, 2014, the Company had commitments to purchase or fund additional amounts of \$154 million and sell \$180 million under the terms of such securities.

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Note D. Derivative Financial Instruments

Gross estimated fair values of derivative positions are presented in Other invested assets and Other liabilities on the Condensed Consolidated Balance Sheets. There would be no significant difference in the balance included in such accounts if the estimated fair values were presented net at March 31, 2014 and December 31, 2013. The contractual or notional amounts for derivatives are used to calculate the exchange of contractual payments under the agreements and may not be representative of the potential for gain or loss on these instruments.

Derivative Financial Instruments

March 31, 2014	Contractual/ Notional Amount	Estimated Fair Value	
(In millions)		Asset	(Liability)
Without hedge designation			
Equity warrants	\$5	\$—	\$—
December 31, 2013	Contractual/ Notional Amount	Estimated Fair Value	
(In millions)		Asset	(Liability)
Without hedge designation			
Equity warrants	\$5	\$—	\$—

During the three months ended March 31, 2014, new derivative transactions entered into and termination activity each totaled \$67 million in notional value. This activity was primarily attributable to interest rate futures. During the three months ended March 31, 2013, new derivative transactions entered into totaled \$604 million in notional value while derivative termination activity totaled \$542 million. This activity was primarily attributable to forward commitments for mortgage-backed securities, interest rate futures and foreign currency forwards.

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Note E. Fair Value

Fair value is the price that would be received upon sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following fair value hierarchy is used in selecting inputs, with the highest priority given to Level 1, as these are the most transparent or reliable.

Level 1 - Quoted prices for identical instruments in active markets.

Level 2 - Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs are observable in active markets.

Level 3 - Valuations derived from valuation techniques in which one or more significant inputs are not observable. Prices may fall within Level 1, 2 or 3 depending upon the methodologies and inputs used to estimate fair value for each specific security. In general the Company seeks to price securities using third-party pricing services. Securities not priced by pricing services are submitted to independent brokers for valuation and, if those are not available, internally developed pricing models are used to value assets using methodologies and inputs the Company believes market participants would use to value the assets. Prices obtained from third-party pricing services or brokers are not adjusted by the Company.

The Company performs control procedures over information obtained from pricing services and brokers to ensure prices received represent a reasonable estimate of fair value and to confirm representations regarding whether inputs are observable or unobservable. Procedures include i) the review of pricing service or broker pricing methodologies, ii) back-testing, where past fair value estimates are compared to actual transactions executed in the market on similar dates, iii) exception reporting, where changes in price, period-over-period, are reviewed and challenged with the pricing service or broker based on exception criteria, iv) deep dives, where the Company performs an independent analysis of the inputs and assumptions used to price individual securities and v) pricing validation, where prices received are compared to prices independently estimated by the Company.

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Assets and Liabilities Measured at Fair Value

Assets and liabilities measured at fair value on a recurring and nonrecurring basis are summarized below.

March 31, 2014

(In millions)	Level 1	Level 2	Level 3	Total Assets/(Liabilities) at Fair Value
Assets				
Fixed maturity securities:				
Corporate and other bonds	\$24	\$18,623	\$189	\$ 18,836
States, municipalities and political subdivisions	—	11,769	86	11,855
Asset-backed:				
Residential mortgage-backed	—	4,585	359	4,944
Commercial mortgage-backed	—	1,927	126	2,053
Other asset-backed	—	537	439	976
Total asset-backed	—	7,049	924	7,973
U.S. Treasury and obligations of government-sponsored enterprises	135	6	—	141
Foreign government	76	500	—	576
Redeemable preferred stock	23	11	—	34
Total fixed maturity securities	258	37,958	1,199	39,415
Equity securities	117	55	2	174
Other invested assets	—	55	—	55
Short term investments	1,353	651	—	2,004
Life settlement contracts, included in Other assets	—	—	87	87
Total recurring basis assets	1,728	38,719	1,288	41,735
Assets held for sale - nonrecurring basis	—	—3,486	—	3,486
Total assets	\$1,728	\$42,205	\$1,288	\$ 45,221
Liabilities				
Liabilities held for sale - nonrecurring basis	\$—	\$3,250	\$—	\$ 3,250
Total liabilities	\$—	\$3,250	\$—	\$ 3,250

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December 31, 2013

(In millions)	Level 1	Level 2	Level 3	Total Assets/(Liabilities) at Fair Value
Assets				
Fixed maturity securities:				
Corporate and other bonds	\$33	\$20,661	\$204	\$ 20,898
States, municipalities and political subdivisions	—	11,486	71	11,557
Asset-backed:				
Residential mortgage-backed	—	4,640	331	4,971
Commercial mortgage-backed	—	1,912	151	2,063
Other asset-backed	—	509	446	955
Total asset-backed	—	7,061	928	7,989
U.S. Treasury and obligations of government-sponsored enterprises	116	28	—	144
Foreign government	81	462	—	543
Redeemable preferred stock	45	57	—	102
Total fixed maturity securities	275	39,755	1,203	41,233
Equity securities	126	48	11	185
Other invested assets	—	54	—	54
Short term investments	769	563	—	1,332
Life settlement contracts, included in Other assets	—	—	88	88
Separate account business	9	171	1	181
Total assets	\$1,179	\$40,591	\$1,303	\$ 43,073

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The tables below present a reconciliation for all assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) for the three months ended March 31, 2014 and 2013.

Level 3 (In millions)	Balance at January 1, 2014	Net realized investment gains (losses) and net change in unrealized appreciation (depreciation) included in net income (loss)*	Net change in unrealized appreciation (depreciation) other comprehensive income (loss)	Purchases	Sales	Settlements	Transfer into Level 3	Transfer out of Level 3	Balance at March 31, 2014	Unrealized gains (losses) on Level 3 assets and liabilities held at March 31, 2014 recognized in net income (loss)*
Fixed maturity securities:										
Corporate and other bonds	\$ 204	\$ 1	\$ 1	\$ 5	\$(4)	\$(5)	\$ 3	\$(16)	\$ 189	\$ —
States, municipalities and political subdivisions	71	—	1	—	—	—	14	—	86	—
Asset-backed:										
Residential mortgage-backed	331	1	15	25	—	(21)	21	(13)	359	—
Commercial mortgage-backed	151	1	(1)	—	—	(1)	—	(24)	126	—
Other asset-backed	446	1	—	148	(83)	(72)	—	(1)	439	—
Total asset-backed	928	3	14	173	(83)	(94)	21	(38)	924	—
Total fixed maturity securities	1,203	4	16	178	(87)	(99)	38	(54)	1,199	—
Equity securities	11	3	(4)	—	(8)	—	—	—	2	—
Life settlement contracts	88	10	—	—	—	(11)	—	—	87	1
Separate account business	1	—	—	—	—	—	—	(1)	—	—
Total	\$ 1,303	\$ 17	\$ 12	\$ 178	\$(95)	\$(110)	\$ 38	\$(55)	\$ 1,288	\$ 1

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Level 3 (In millions)	Balance at January 1, 2013	Net realized investment gains (losses) and net change in unrealized appreciation (depreciation) included in net income (loss)*	Net change in unrealized appreciation (depreciation) in other comprehensive income (loss)	Purchases	Sales	Settlements	Transfers into Level 3	Transfers out of Level 3	Balance at March 31, 2013	Unrealized gains (losses) on Level 3 assets and liabilities held at March 31, 2013 recognized in net income (loss)*
Fixed maturity securities:										
Corporate and other bonds	\$ 219	\$ —	\$ 2	\$ 110	\$(17)	\$(20)	\$26	\$(18)	\$302	\$(1)
States, municipalities and political subdivisions	96	(3)	—	85	(47)	(2)	—	—	129	—
Asset-backed:										
Residential mortgage-backed	413	3	—	61	—	(11)	—	(16)	450	—
Commercial mortgage-backed	129	1	5	73	—	(7)	—	(24)	177	—
Other asset-backed	368	3	1	136	(99)	(13)	—	—	396	—
Total asset-backed	910	7	6	270	(99)	(31)	—	(40)	1,023	—
Redeemable preferred stock	26	—	—	—	—	—	—	—	26	—
Total fixed maturity securities	1,251	4	8	465	(163)	(53)	26	(58)	1,480	(1)
Equity securities	34	(15)	1	—	—	—	—	(1)	19	(15)
Other invested assets, including derivatives, net	—	—	—	—	(1)	—	—	—	(1)	—
Short term investments	6	—	—	—	(1)	—	—	—	5	—
Life settlement contracts	100	7	—	—	—	(12)	—	—	95	—
Separate account business	2	—	—	—	—	—	—	—	2	—
Total	\$ 1,393	\$ (4)	\$ 9	\$ 465	\$(165)	\$(65)	\$26	\$(59)	\$1,600	\$(16)

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* Net realized and unrealized gains and losses shown above are reported in Net income (loss) as follows:

Major Category of Assets and Liabilities	Condensed Consolidated Statements of Operations Line Items
Fixed maturity securities available-for-sale	Net realized investment gains (losses)
Fixed maturity securities trading	Net investment income
Equity securities	Net realized investment gains (losses)
Other invested assets - Derivative financial instruments held in a trading portfolio	Net investment income
Other invested assets - Derivative financial instruments not held in a trading portfolio	Net realized investment gains (losses)
Other invested assets - Overseas deposits	Net investment income
Life settlement contracts	Other revenues

Securities shown in the Level 3 tables on the previous pages may be transferred in or out of Level 3 based on the availability of observable market information used to determine the fair value of the security. The availability of observable market information varies based on market conditions and trading volume and may cause securities to move in and out of Level 3 from reporting period to reporting period. There were \$23 million of transfers from Level 2 to Level 1 and \$1 million of transfers from Level 1 to Level 2 during the three months ended March 31, 2014. There were no transfers between Level 1 and Level 2 during the three months ended March 31, 2013. The Company's policy is to recognize transfers between levels at the beginning of quarterly reporting periods.

Valuation Methodologies and Inputs

The following section describes the valuation methodologies and relevant inputs used to measure different financial instruments at fair value, including an indication of the level in the fair value hierarchy in which the instruments are generally classified.

Fixed Maturity Securities

Fixed maturity securities are valued using methodologies that model information generated by market transactions involving identical or comparable assets, as well as discounted cash flow methodologies. Common inputs include: prices from recently executed transactions of similar securities, broker/dealer quotes, benchmark yields, spreads off benchmark yields, interest rates, and U.S. Treasury or swap curves. Specifically for asset-backed securities, key inputs include prepayment and default projections based on past performance of the underlying collateral and current market data.

Level 1 securities include exchange traded bonds, highly liquid U.S. and foreign government bonds, and redeemable preferred stock, valued using quoted market prices. Level 2 securities include most other fixed maturity securities as the significant inputs are observable in the marketplace. Securities are generally assigned to Level 3 in cases where broker/dealer quotes are significant inputs to the valuation and there is a lack of transparency as to whether these quotes are based on information that is observable in the marketplace. Level 3 securities also include private placement debt securities whose fair value is determined using internal models with inputs that are not market observable.

Equity Securities

Level 1 equity securities include publicly traded securities valued using quoted market prices. Level 2 securities are primarily non-redeemable preferred stocks and common stocks valued using pricing for similar securities, recently executed transactions, broker/dealer quotes and other pricing models utilizing market observable inputs. Level 3 securities are priced using internal models with inputs that are not market observable.

Other Invested Assets

Level 1 securities include exchange traded derivatives, primarily futures, valued using quoted market prices. Level 2 securities include overseas deposits, which can be redeemed at net asset value in 90 days or less, and derivatives, primarily currency forwards valued using observable market forward rates. Over-the-counter derivatives,

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principally interest rate swaps, total return swaps, credit default swaps, equity warrants and options, are valued using inputs including broker/dealer quotes and are classified within Level 3 of the valuation hierarchy due to a lack of transparency as to whether these quotes are based on information that is observable in the marketplace.

Short Term Investments

Securities that are actively traded or have quoted prices are classified as Level 1. These securities include money market funds and treasury bills. Level 2 primarily includes commercial paper, for which all inputs are market observable. Fixed maturity securities purchased within one year of maturity are classified consistent with fixed maturity securities discussed above. Short term investments as presented in the tables above differ from the amounts presented on the Condensed Consolidated Balance Sheets because certain short term investments, such as time deposits, are not measured at fair value.

Life Settlement Contracts

The fair values of life settlement contracts are determined as the present value of the anticipated death benefits less anticipated premium payments based on contract terms that are distinct for each insured, as well as the Company's own assumptions for mortality, premium expense, and the rate of return that a buyer would require on the contracts, as no comparable market pricing data is available.

Separate Account Business

Separate account business includes fixed maturity securities, equities and short term investments. The valuation methodologies and inputs for these asset types have been described above.

Assets and Liabilities Held for Sale on a Nonrecurring Basis

Assets and liabilities held for sale include assets and liabilities of CAC. These assets and liabilities are valued using the agreed upon transaction price for the sale of the common stock of CAC and are classified within Level 2 of the fair value hierarchy. See Notes A and M to the Condensed Consolidated Financial Statements for further discussion of the assets and liabilities classified as held for sale.

Significant Unobservable Inputs

The table below presents quantitative information about the significant unobservable inputs utilized by the Company in the fair value measurements of Level 3 assets. Valuations for assets and liabilities not presented in the table below are primarily based on broker/dealer quotes for which there is a lack of transparency as to inputs used to develop the valuations. The quantitative detail of these unobservable inputs is neither provided nor reasonably available to the Company.

Assets (In millions)	Fair Value at March 31, 2014	Valuation Technique	Unobservable Input(s)	Range (Weighted Average)
Fixed maturity securities	\$116	Discounted cash flow	Credit spread	2% - 15% (4%)
Equity securities	\$2	Market approach	Private offering price	\$4,295 per share
Life settlement contracts	\$87	Discounted cash flow	Discount rate risk premium Mortality assumption	9% 70% - 743% (191%)
Assets (In millions)	Fair Value at December 31, 2013	Valuation Technique	Unobservable Input(s)	Range (Weighted Average)
Fixed maturity securities	\$142	Discounted cash flow	Credit spread	2% - 20% (4%)
Equity securities	\$10	Market approach	Private offering price	\$360 - \$4,268 per share (\$1,148)
Life settlement contracts	\$88	Discounted cash flow	Discount rate risk premium Mortality assumption	9% 70% - 743% (192%)

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For fixed maturity securities, an increase in the credit spread assumptions would result in a lower fair value measurement. For equity securities, an increase in the private offering price, earnings projections and earnings multiple would result in a higher fair value measurement. For life settlement contracts, an increase in the discount rate risk premium or decrease in the mortality assumption would result in a lower fair value measurement.

Financial Assets and Liabilities Not Measured at Fair Value

The carrying amount and estimated fair value of the Company's financial instrument assets and liabilities which are not measured at fair value on the Condensed Consolidated Balance Sheets are listed in the tables below.

March 31, 2014 (In millions)	Carrying Amount	Estimated Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Notes receivable for the issuance of common stock	\$22	\$—	\$—	\$22	\$22
Mortgage loans	495	—	—	510	510
Financial liabilities					
Short term debt	\$549	—	569	—	569
Long term debt	2,558	—	2,908	—	2,908

December 31, 2013 (In millions)	Carrying Amount	Estimated Fair Value			Total
		Level 1	Level 2	Level 3	
Financial assets					
Notes receivable for the issuance of common stock	\$23	\$—	\$—	\$23	\$23
Mortgage loans	508	—	—	515	515
Financial liabilities					
Premium deposits and annuity contracts	\$57	\$—	\$—	\$58	\$58
Short term debt	549	—	575	—	575
Long term debt	2,011	—	2,328	—	2,328

The following methods and assumptions were used to estimate the fair value of these financial assets and liabilities.

The fair values of Notes receivable for the issuance of common stock were estimated using discounted cash flows utilizing interest rates currently offered for obligations securitized with similar collateral, adjusted for specific note receivable risk.

The fair values of Mortgage loans were based on the present value of the expected future cash flows discounted at the current interest rate for origination of similar quality loans, adjusted for specific loan risk.

Premium deposits and annuity contracts were valued based on cash surrender values or estimated fair values of policyholder liabilities, net of amounts ceded related to sold business.

The Company's senior notes and debentures were valued based on observable market prices. The fair value for other debt was estimated using discounted cash flows based on current incremental borrowing rates for similar borrowing arrangements.

The carrying amounts reported on the Condensed Consolidated Balance Sheets for Cash, Short term investments not carried at fair value, Accrued investment income and certain other assets and other liabilities approximate fair value due to the short term nature of these items. These assets and liabilities are not listed in the tables above.

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Note F. Claim and Claim Adjustment Expense Reserves

The Company's property and casualty insurance claim and claim adjustment expense reserves represent the estimated amounts necessary to resolve all outstanding claims, including IBNR claims as of the reporting date. The Company's reserve projections are based primarily on detailed analysis of the facts in each case, the Company's experience with similar cases and various historical development patterns. Consideration is given to such historical patterns as field reserving trends and claims settlement practices, loss payments, pending levels of unpaid claims and product mix, as well as court decisions, economic conditions including inflation, and public attitudes. All of these factors can affect the estimation of claim and claim adjustment expense reserves.

Establishing claim and claim adjustment expense reserves, including claim and claim adjustment expense reserves for catastrophic events that have occurred, is an estimation process. Many factors can ultimately affect the final settlement of a claim and, therefore, the necessary reserve. Changes in the law, results of litigation, medical costs, the cost of repair materials and labor rates can all affect ultimate claim costs. In addition, time can be a critical part of reserving determinations since the longer the span between the incidence of a loss and the payment or settlement of the claim, the more variable the ultimate settlement amount can be. Accordingly, short-tail claims, such as property damage claims, tend to be more reasonably estimable than long-tail claims, such as workers' compensation, general liability and professional liability claims. Adjustments to prior year reserve estimates, if necessary, are reflected in the results of operations in the period that the need for such adjustments is determined. There can be no assurance that the Company's ultimate cost for insurance losses will not exceed current estimates.

Catastrophes are an inherent risk of the property and casualty insurance business and have contributed to material period-to-period fluctuations in the Company's results of operations and/or equity. The Company reported catastrophe losses, net of reinsurance, of \$74 million and \$39 million for the three months ended March 31, 2014 and 2013.

Catastrophe losses in the first quarter of 2014 related primarily to U.S. winter weather-related events.

Net Prior Year Development

The following tables and discussion include the net prior year development recorded for CNA Specialty, CNA Commercial, Hardy and Corporate & Other Non-Core segments.

Net Prior Year Development

Three months ended March 31, 2014

(In millions)	CNA Specialty	CNA Commercial	Hardy	Corporate & Other Non-Core	Total
Pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development	\$(2)	\$17	\$10	\$—	\$25
Pretax (favorable) unfavorable premium development	(8)	(19)	(4)	—	(31)
Total pretax (favorable) unfavorable net prior year development	\$(10)	\$(2)	\$6	\$—	\$(6)

Three months ended March 31, 2013

(In millions)	CNA Specialty	CNA Commercial	Hardy	Corporate & Other Non-Core	Total
Pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development	\$(15)	\$(11)	\$(1)	\$1	\$(26)
Pretax (favorable) unfavorable premium development	(8)	(10)	4	1	(13)
Total pretax (favorable) unfavorable net prior year development	\$(23)	\$(21)	\$3	\$2	\$(39)

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CNA Specialty

The following table provides further detail of the net prior year claim and allocated claim adjustment expense reserve development (development) recorded for the CNA Specialty segment for the three months ended March 31, 2014 and 2013.

Three months ended March 31

(In millions)	2014	2013
Pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development:		
Medical Professional Liability	\$1	\$(3)
Other Professional Liability and Management Liability	(6)	(1)
Surety	1	1
Warranty	—	—
Other	2	(12)
Total pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development	\$(2)	\$(15)

2014

Favorable development for other professional liability and management liability was related to better than expected loss emergence in accident years 2004 and prior.

2013

Overall, favorable development for medical professional liability reflects favorable experience in accident years 2009 and prior. Unfavorable development was recorded for accident years 2010 and 2011 due to higher than expected large loss activity.

Other includes standard property and casualty coverages provided to CNA Specialty customers. Favorable development for other coverages was primarily due to better than expected loss emergence in property coverages in accident years 2010 and subsequent.

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CNA Commercial

The following table provides further detail of the development recorded for the CNA Commercial segment for the three months ended March 31, 2014 and 2013.

Three months ended March 31

(In millions)	2014	2013	
Pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development:			
Commercial Auto	\$20	\$(5)
General Liability	(5	) (21)
Workers' Compensation	10	25	
Property and Other	(8	) (10)
Total pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development	\$17	\$(11)

2014

Unfavorable development for commercial auto was primarily related to higher than expected frequency in accident years 2012 and 2013 and higher than expected loss emergence in accident years 2010 and 2011.

Unfavorable development for workers' compensation was primarily due to the recognition of losses related to favorable premium development in accident year 2013.

2013

Favorable development in the general liability coverages was primarily due to better than expected loss emergence in accident years 2002 and prior.

Unfavorable development for workers' compensation was primarily due to higher than expected large losses and increased severity in the state of California in accident year 2010.

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Hardy

The following table provides further detail of the development recorded for the Hardy segment for the three months ended March 31, 2014 and 2013.

Three months ended March 31

(In millions)	2014	2013
Pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development:		
Marine and Aviation	\$5	\$(1)
Non-Marine Property	(2)	—
Property Treaty	(2)	—
Specialty	(1)	—
Commutations	10	—
Total pretax (favorable) unfavorable net prior year claim and allocated claim adjustment expense reserve development	\$	