

SELECTIVE INSURANCE GROUP INC

Form 10-Q

October 27, 2016

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UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 10-Q

(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended: September 30, 2016

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: 001-33067

SELECTIVE INSURANCE GROUP, INC.

(Exact Name of Registrant as Specified in Its Charter)

New Jersey

(State or Other Jurisdiction of Incorporation or Organization)

22-2168890

(I.R.S. Employer Identification No.)

40 Wantage Avenue

Branchville, New Jersey

(Address of Principal Executive Offices)

07890

(Zip Code)

(973) 948-3000

(Registrant's Telephone Number, Including Area Code)

(Former Name, Former Address and Former Fiscal Year, if Changed Since Last Report)

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 during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes  No

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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  Smaller reporting company   
(Do not check if a 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

As of October 14, 2016, there were 57,856,321 shares of common stock, par value \$2.00 per share, outstanding.

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ITEM 1. FINANCIAL STATEMENTS.SELECTIVE INSURANCE GROUP, INC.  
CONSOLIDATED BALANCE SHEETS

	Unaudited	
	September 30,	December 31,
(\$ in thousands, except share amounts)	2016	2015
<b>ASSETS</b>		
Investments:		
Fixed income securities, held-to-maturity – at carrying value (fair value: \$136,094 – 2016; \$209,544 – 2015)	\$ 130,472	201,354
Fixed income securities, available-for-sale – at fair value (amortized cost: \$4,682,267 – 2016; \$4,352,514 – 2015)	4,832,532	4,408,203
Equity securities, available-for-sale – at fair value (cost: \$122,981 – 2016; \$193,816 – 2015)	147,304	207,051
Short-term investments (at cost which approximates fair value)	169,604	194,819
Other investments	88,512	77,842
Total investments (Note 4)	5,368,424	5,089,269
Cash	1,493	898
Interest and dividends due or accrued	39,901	38,501
Premiums receivable, net of allowance for uncollectible accounts of: \$5,907 – 2016; \$4,422 – 2015	711,589	615,164
Reinsurance recoverables, net of allowance for uncollectible accounts of: \$5,500 – 2016; \$5,700 – 2015	640,012	561,968
Prepaid reinsurance premiums	151,981	140,889
Deferred federal income tax	41,656	92,696
Property and equipment – at cost, net of accumulated depreciation and amortization of: \$198,171 – 2016; \$188,548 – 2015	69,812	65,701
Deferred policy acquisition costs	235,934	213,159
Goodwill	7,849	7,849
Other assets	94,582	78,339
Total assets	\$ 7,363,233	6,904,433
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>		
Liabilities:		
Reserve for loss and loss expenses	\$ 3,686,586	3,517,728
Unearned premiums	1,306,255	1,169,710
Short-term debt	45,000	60,000
Long-term debt	378,551	328,192
Current federal income tax	6,509	7,442
Accrued salaries and benefits	103,583	167,336
Other liabilities	261,845	255,984
Total liabilities	\$ 5,788,329	5,506,392
Stockholders' Equity:		
Preferred stock of \$0 par value per share:	\$ —	—
Authorized shares 5,000,000; no shares issued or outstanding		
Common stock of \$2 par value per share:		
Authorized shares 360,000,000		

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Issued: 101,505,201 – 2016; 100,861,372 – 2015	203,011	201,723
Additional paid-in capital	342,846	326,656
Retained earnings	1,538,928	1,446,192
Accumulated other comprehensive income (loss) (Note 10)	62,209	(9,425 )
Treasury stock – at cost (shares: 43,653,034 – 2016; 43,500,642 – 2015)	(572,090 )	(567,105 )
Total stockholders' equity	\$ 1,574,904	1,398,041
Commitments and contingencies		
Total liabilities and stockholders' equity	\$ 7,363,233	6,904,433

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

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SELECTIVE INSURANCE GROUP, INC. UNAUDITED CONSOLIDATED STATEMENTS OF INCOME (\$ in thousands, except per share amounts)	Quarter ended		Nine Months ended	
	September 30,		September 30,	
	2016	2015	2016	2015
Revenues:				
Net premiums earned	\$542,429	507,390	1,596,819	1,473,822
Net investment income earned	33,375	32,061	95,326	91,208
Net realized gains:				
Net realized investment gains	4,030	1,590	7,233	23,598
Other-than-temporary impairments	(342)	(1,282)	(4,494)	(7,827)
Other-than-temporary impairments on fixed income securities recognized in other comprehensive income	—	—	10	—
Total net realized gains	3,688	308	2,749	15,771
Other income	2,199	698	7,018	5,521
Total revenues	581,691	540,457	1,701,912	1,586,322
Expenses:				
Loss and loss expense incurred	316,258	285,161	911,881	861,721
Policy acquisition costs	193,835	174,802	567,793	509,295
Interest expense	5,714	5,610	16,940	16,826
Other expenses	10,441	9,045	35,669	29,586
Total expenses	526,248	474,618	1,532,283	1,417,428
Income before federal income tax	55,443	65,839	169,629	168,894
Federal income tax expense:				
Current	5,625	9,141	38,027	29,128
Deferred	11,316	9,702	12,467	19,294
Total federal income tax expense	16,941	18,843	50,494	48,422
Net income	\$38,502	46,996	119,135	120,472
Earnings per share:				
Basic net income	\$0.66	0.82	2.06	2.11
Diluted net income	\$0.66	0.81	2.03	2.08
Dividends to stockholders	\$0.15	0.14	0.45	0.42

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

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SELECTIVE INSURANCE GROUP, INC. UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
Net income	\$38,502	46,996	119,135	120,472
Other comprehensive (loss) income, net of tax:				
Unrealized (losses) gains on investment securities:				
Unrealized holding (losses) gains arising during period	(8,444 )	5,442	70,473	(18,132 )
Non-credit portion of other-than-temporary impairments recognized in other comprehensive income	—	—	(6 )	—
Amounts reclassified into net income:				
Held-to-maturity securities	(9 )	(63 )	(68 )	(353 )
Non-credit other-than-temporary impairments	—	—	—	232
Realized gains on available-for-sale securities	(2,395 )	(199 )	(1,786 )	(10,906 )
Total unrealized (losses) gains on investment securities	(10,848 )	5,180	68,613	(29,159 )
Defined benefit pension and post-retirement plans:				
Amounts reclassified into net income:				
Net actuarial loss	1,050	1,110	3,021	3,332
Total defined benefit pension and post-retirement plans	1,050	1,110	3,021	3,332
Other comprehensive (loss) income	(9,798 )	6,290	71,634	(25,827 )
Comprehensive income	\$28,704	53,286	190,769	94,645

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.



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SELECTIVE INSURANCE GROUP, INC. UNAUDITED CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (\$ in thousands, except per share amounts)	Nine Months ended September 30,	
	2016	2015
Common stock:		
Beginning of year	\$201,723	199,896
Dividend reinvestment plan (shares: 29,865 – 2016; 38,947 – 2015)	60	78
Stock purchase and compensation plans (shares: 613,964 – 2016; 686,984 – 2015)	1,228	1,374
End of period	203,011	201,348
Additional paid-in capital:		
Beginning of year	326,656	305,385
Dividend reinvestment plan	1,035	1,014
Stock purchase and compensation plans	15,155	14,588
End of period	342,846	320,987
Retained earnings:		
Beginning of year	1,446,192	1,313,440
Net income	119,135	120,472
Dividends to stockholders (\$0.45 per share – 2016; \$0.42 per share – 2015)	(26,399 )	(24,376 )
End of period	1,538,928	1,409,536
Accumulated other comprehensive income (loss):		
Beginning of year	(9,425 )	19,788
Other comprehensive income (loss)	71,634	(25,827 )
End of period	62,209	(6,039 )
Treasury stock:		
Beginning of year	(567,105 )	(562,923 )
Acquisition of treasury stock (shares: 152,392 – 2016; 139,031 – 2015)	(4,985 )	(3,887 )
End of period	(572,090 )	(566,810 )
Total stockholders' equity	\$1,574,904	1,359,022

Selective Insurance Group, Inc. also has authorized, but not issued, 5,000,000 shares of preferred stock, without par value, of which 300,000 shares have been designated Series A junior preferred stock, without par value.

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

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SELECTIVE INSURANCE GROUP, INC. UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOW (\$ in thousands)	Nine Months ended September 30,	
	2016	2015
Operating Activities		
Net income	\$ 119,135	120,472
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	45,563	43,868
Stock-based compensation expense	8,950	7,626
Undistributed losses of equity method investments	49	781
Net realized gains	(2,749 )	(15,771 )
Changes in assets and liabilities:		
Increase in reserve for loss and loss expenses, net of reinsurance recoverables	90,814	60,065
Increase in unearned premiums, net of prepaid reinsurance	125,453	121,424
Decrease in net federal income taxes	11,534	27,980
Increase in premiums receivable	(96,425 )	(95,188 )
Increase in deferred policy acquisition costs	(22,775 )	(28,058 )
(Increase) decrease in interest and dividends due or accrued	(1,356 )	979
Decrease in accrued salaries and benefits	(63,753 )	(338 )
Increase in other assets	(16,280 )	(13,888 )
(Decrease) increase in other liabilities	(20,686 )	29,081
Net adjustments	58,339	138,561
Net cash provided by operating activities	177,474	259,033
Investing Activities		
Purchase of fixed income securities, available-for-sale	(842,253 )	(731,154 )
Purchase of fixed income securities, held-to-maturity	(4,235 )	—
Purchase of equity securities, available-for-sale	(24,747 )	(192,717 )
Purchase of other investments	(34,994 )	(6,589 )
Purchase of short-term investments	(1,307,024 )	(1,084,794 )
Sale of fixed income securities, available-for-sale	33,448	22,323
Sale of short-term investments	1,332,239	1,090,911
Redemption and maturities of fixed income securities, held-to-maturity	74,186	79,972
Redemption and maturities of fixed income securities, available-for-sale	483,877	403,510
Sale of equity securities, available-for-sale	99,420	148,228
Distributions from other investments	18,512	22,038
Purchase of property and equipment	(13,421 )	(11,869 )
Net cash used in investing activities	(184,992 )	(260,141 )
Financing Activities		
Dividends to stockholders	(24,885 )	(22,848 )
Acquisition of treasury stock	(4,985 )	(3,887 )
Net proceeds from stock purchase and compensation plans	4,906	6,016
Proceeds from borrowings	105,000	15,000
Repayments of borrowings	(70,000 )	—
Excess tax benefits from share-based payment arrangements	1,917	1,498
Repayments of capital lease obligations	(3,840 )	(3,517 )
Net cash provided by (used in) financing activities	8,113	(7,738 )

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Net increase (decrease) in cash	595	(8,846 )
Cash, beginning of year	898	23,959
Cash, end of period	\$1,493	15,113

The accompanying notes are an integral part of these unaudited interim consolidated financial statements.

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NOTES TO UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. Basis of Presentation

As used herein, the "Company," "we," "us," or "our" refers to Selective Insurance Group, Inc. (the "Parent"), and its subsidiaries, except as expressly indicated or unless the context otherwise requires. Our interim unaudited consolidated financial statements ("Financial Statements") have been prepared by us in conformity with U.S. generally accepted accounting principles ("GAAP") and the rules and regulations of the U.S. Securities and Exchange Commission ("SEC") regarding interim financial reporting. The preparation of the Financial Statements in conformity with GAAP requires us to make estimates and assumptions that affect the reported financial statement balances, as well as the disclosure of contingent assets and liabilities. Actual results could differ from those estimates. All significant intercompany accounts and transactions between the Parent and its subsidiaries are eliminated in consolidation.

Certain amounts in our prior years' Financial Statements and related notes have been reclassified to conform to the 2016 presentation. Such reclassifications had no effect on our net income, stockholders' equity, or cash flows.

Our Financial Statements reflect all adjustments that, in our opinion, are normal, recurring, and necessary for a fair presentation of our results of operations and financial condition. Our Financial Statements cover the third quarters ended September 30, 2016 ("Third Quarter 2016") and September 30, 2015 ("Third Quarter 2015") and the nine-month periods ended September 30, 2016 ("Nine Months 2016") and September 30, 2015 ("Nine Months 2015"). The Financial Statements do not include all of the information and disclosures required by GAAP and the SEC for audited annual financial statements. Results of operations for any interim period are not necessarily indicative of results for a full year. Consequently, our Financial Statements should be read in conjunction with the consolidated financial statements contained in our Annual Report on Form 10-K for the year ended December 31, 2015 ("2015 Annual Report") filed with the SEC.

NOTE 2. Accounting Pronouncements

In June 2014, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2014-12, Accounting for Share-Based Payments When the Terms of an Award Provide That a Performance Target Could Be Achieved after the Requisite Service Period ("ASU 2014-12"). ASU 2014-12 requires that performance targets that affect vesting and could be achieved after the requisite service period be treated as performance conditions. The adoption of ASU 2014-12 in the first quarter of 2016 did not affect us, as we record expense consistent with the requirements of this accounting update.

In February 2015, the FASB issued ASU 2015-02, Amendments to the Consolidation Analysis ("ASU 2015-02"). ASU 2015-02 affects the following areas: (i) limited partnerships and similar legal entities; (ii) the evaluation of fees paid to a decision maker or a service provider as a variable interest; (iii) the effect of fee arrangements on the primary beneficiary determination; (iv) the effect of related parties on the primary beneficiary determination; and (v) certain investment funds. We adopted this guidance in the first quarter of 2016. Under the new guidance, our limited partnership and tax credit investments are variable interest entities ("VIEs"); however, we are not the primary beneficiary of any of these investments. As such, the adoption had no impact on our financial condition or results of operations. The required disclosures related to our VIEs are included in Note 4. "Investments" below.

In April 2015, the FASB issued ASU 2015-05, Customer's Accounting for Fees Paid in a Cloud Computing Arrangement ("ASU 2015-05"). ASU 2015-05 provides guidance to customers with cloud computing arrangements that include a software license. If a cloud computing arrangement includes a software license, the customer's accounting for the software license element of the arrangement is consistent with the acquisition of other software licenses. If a cloud computing arrangement does not include a software license, the customer accounts for the arrangement as a service contract. We adopted this guidance in the first quarter of 2016, with prospective application. The impact of

this adoption did not have a material effect on our financial condition or results of operations.

In May 2015, the FASB issued ASU 2015-07, Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent) ("ASU 2015-07"). ASU 2015-07 provides that investments for which the practical expedient is used to measure fair value at net asset value per share ("NAV") must be removed from the fair value hierarchy. Instead, those investments must be included as a reconciling line item so that the total fair value amount of investments in the disclosure is consistent with the amount on the balance sheet. ASU 2015-07 also includes disclosure requirements for investments for which the NAV practical expedient was used to determine fair value. The adoption of this guidance in the first quarter of 2016 did not impact our financial condition or results of operations.

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Pronouncements to be effective in the future

In August 2014, the FASB issued ASU 2014-15, Disclosure of Uncertainties about an Entity's Ability to Continue as a Going Concern ("ASU 2014-15"). ASU 2014-15 is intended to define management's responsibility to evaluate whether there is substantial doubt about an entity's ability to continue as a going concern and provide related footnote disclosures. ASU 2014-15 is effective for annual periods ending after December 15, 2016, and interim periods within annual periods beginning after December 15, 2016. Early application is permitted. As the requirements of this literature are disclosure only, ASU 2014-15 will not impact our financial condition or results of operations.

In May 2015, the FASB issued ASU 2015-09, Disclosures about Short-Duration Contracts ("ASU 2015-09"). ASU 2015-09 requires companies that issue short duration contracts to disclose additional information, including: (i) incurred and paid claims development tables; (ii) frequency and severity of claims; and (iii) information about material changes in judgments made in calculating the liability for unpaid claim adjustment expenses, including reasons for the change and the effects on the financial statements. ASU 2015-09 is effective for annual periods beginning after December 15, 2015, and interim periods within annual periods beginning after December 15, 2016. ASU 2015-09 is to be applied retrospectively by providing comparative disclosures for each period presented, except for those requirements that apply only to the current period. As the requirements of this literature are disclosure only, the application of this guidance will not impact our financial condition or results of operations.

In January 2016, the FASB issued ASU 2016-01, Financial Instruments - Overall (Sub-topic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities ("ASU 2016-01"). ASU 2016-01 provides guidance to improve certain aspects of recognition, measurement, presentation, and disclosure of financial instruments. Specifically the guidance: (i) requires equity investments to be measured at fair value with changes in fair value recognized in earnings; (ii) simplifies the impairment assessment of equity investments without readily determinable fair values by requiring a qualitative assessment to identify impairment; (iii) eliminates the requirement to disclose the methods and significant assumptions used to estimate the fair value that is required to be disclosed for financial instruments measured at amortized cost; (iv) requires the use of the exit price notion when measuring the fair value of financial instruments for disclosure purposes; and (v) clarifies that the need for a valuation allowance on a deferred tax asset related to an available-for-sale ("AFS") security should be evaluated with other deferred tax assets.

ASU 2016-01 is effective for annual periods beginning after December 15, 2017, including interim periods within those annual periods. Early application to financial statements of annual or interim periods that have not yet been issued are permitted as of the beginning of the year of adoption, otherwise early adoption of ASU 2016-01 is not permitted. We are currently evaluating the impact of this guidance on our financial condition and results of operations.

In February 2016, the FASB issued ASU 2016-02, Leases (Topic 842) ("ASU 2016-02"). ASU 2016-02 requires all lessees to recognize a lease liability and a right-of-use asset, measured at the present value of the future minimum lease payments, at the lease commencement date. ASU 2016-02 is effective for fiscal years beginning after December 15, 2018, including interim reporting periods within that fiscal year, with early adoption permitted. ASU 2016-02 requires the application of a modified retrospective approach for leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements. While we are currently evaluating ASU 2016-02, we do not expect a material impact on our financial condition or results of operations from the adoption of this guidance.

In March 2016, the FASB issued ASU 2016-09, Compensation - Stock Compensation (Topic 718): Improvements to Employee Share-based Payment Accounting ("ASU 2016-09"). ASU 2016-09 simplifies several aspects of the accounting for share-based payment transactions including: (i) income tax consequences; (ii) classification of awards as either equity or liabilities; (iii) forfeitures assumptions; and (iv) cash flow classification. ASU 2016-09 is effective for annual periods beginning after December 15, 2016, and interim periods within those annual periods. Early adoption is permitted. While we are currently evaluating ASU 2016-09, we do not expect a material impact on our

financial condition or results of operations.

In June 2016, the FASB issued ASU 2016-13, Financial Instruments - Credit Losses (“ASU 2016-13”). ASU 2016-13 will change the way entities recognize impairment of financial assets by requiring immediate recognition of estimated credit losses expected to occur over the remaining life of many financial assets, including, among others, held-to-maturity debt securities, trade receivables, and reinsurance receivables. ASU 2016-13 requires a valuation allowance to be calculated on these financial assets and that they be presented on the financial statements net of the valuation allowance. The valuation allowance is a measurement of expected losses that is based on relevant information about past events, including historical experience, current conditions, and reasonable and supportable forecasts that affect the collectability of the reported amount. This methodology is referred to as the current expected credit loss model. ASU 2016-13 is effective for fiscal years beginning after December 15, 2019, including interim periods within those annual periods. Early adoption is permitted, but no earlier than fiscal years

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beginning after December 15, 2018. We are currently evaluating the impact of this guidance on our financial condition and results of operations.

In August 2016, the FASB issued ASU 2016-15, Statement of Cash Flows ("ASU 2016-15"). ASU 2016-15 adds or clarifies guidance on the classification of certain cash receipts and payments in the statement of cash flows including, but not limited to: (i) debt prepayment or debt extinguishment costs; (ii) proceeds from the settlement of corporate-owned life insurance policies including bank-owned life insurance policies; (iii) distributions received from equity method investees; and (iv) separately identifiable cash flows and application of the predominance principle. ASU 2016-15 is effective for fiscal years beginning after December 15, 2017, and interim periods within those fiscal years. Early adoption is permitted. We are currently evaluating the impact of this guidance on our statement of cash flows.

## NOTE 3. Statements of Cash Flow

Supplemental cash flow information is as follows:

(\$ in thousands)	Nine Months ended	
	September 30, 2016	2015
Cash paid during the period for:		
Interest	\$ 13,874	13,843
Federal income tax	36,405	18,500
Non-cash items:		
Exchange of fixed income securities, AFS	21,775	35,425
Tax-free exchange of fixed income securities, held-to-maturity ("HTM")	—	10,045
Corporate actions related to equity securities, AFS <sup>1</sup>	3,032	4,239
Assets acquired under capital lease arrangements	3,108	6,933
Non-cash purchase of property and equipment	648	—

<sup>1</sup>Examples of such corporate actions include non-cash acquisitions and stock splits.

Included in "Other assets" on the Consolidated Balance Sheet was \$20.9 million at September 30, 2016 and \$9.9 million at September 30, 2015 of cash received from the National Flood Insurance Program ("NFIP"), which is restricted to pay flood claims under the Write Your Own ("WYO") program.

## NOTE 4. Investments

(a) Information regarding our HTM fixed income securities as of September 30, 2016 and December 31, 2015 was as follows:

September 30, 2016

(\$ in thousands)	Amortized Cost	Net Unrealized Gains (Losses)		Carrying Value	Unrecognized Holding Gains	Unrecognized Holding Losses	Fair Value
Obligations of states and political subdivisions	\$ 104,159	414		104,573	3,256	—	107,829
Corporate securities	23,722	(165)	)	23,557	2,294	—	25,851
Asset-backed securities ("ABS")	51	—		51	—	—	51
Commercial mortgage-backed securities ("CMBS")	2,346	(55)	)	2,291	72	—	2,363
Total HTM fixed income securities	\$ 130,278	194		130,472	5,622	—	136,094

December 31, 2015



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(\$ in thousands)	Amortized Cost	Net Unrealized Gains (Losses)	Carrying Value	Unrecognized Holding Gains	Unrecognized Holding Losses	Fair Value
Obligations of states and political subdivisions	\$ 175,269	848	176,117	5,763	—	181,880
Corporate securities	20,228	(185 )	20,043	1,972	—	22,015
ABS	1,030	(120 )	910	118	—	1,028
CMBS	4,527	(243 )	4,284	337	—	4,621
Total HTM fixed income securities	\$ 201,054	300	201,354	8,190	—	209,544

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Unrecognized holding gains and losses of HTM securities are not reflected in the Financial Statements, as they represent fair value fluctuations from the later of: (i) the date a security is designated as HTM; or (ii) the date that an other-than-temporary impairment (“OTTI”) charge is recognized on an HTM security, through the date of the balance sheet. Our HTM securities had an average duration of 1.6 years as of September 30, 2016.

(b) Information regarding our AFS securities as of September 30, 2016 and December 31, 2015 was as follows:  
September 30, 2016

(\$ in thousands)	Cost/ Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
AFS fixed income securities:				
U.S. government and government agencies	\$86,491	3,400	—	89,891
Foreign government	9,041	443	—	9,484
Obligations of states and political subdivisions	1,376,245	70,984	(333 )	1,446,896
Corporate securities	2,136,761	60,784	(1,427 )	2,196,118
ABS	282,558	1,964	(69 )	284,453
CMBS	261,233	5,634	(93 )	266,774
Residential mortgage-backed securities (“RMBS”)	529,938	9,294	(316 )	538,916
Total AFS fixed income securities	4,682,267	152,503	(2,238 )	4,832,532
AFS equity securities:				
Common stock	111,746	24,832	(1,089 )	135,489
Preferred stock	11,235	580	—	11,815
Total AFS equity securities	122,981	25,412	(1,089 )	147,304
Total AFS securities	\$4,805,248	177,915	(3,327 )	4,979,836

December 31, 2015

(\$ in thousands)	Cost/ Amortized Cost	Unrealized Gains	Unrealized Losses	Fair Value
AFS fixed income securities:				
U.S. government and government agencies	\$99,485	4,721	(91 )	104,115
Foreign government	14,885	298	(2 )	15,181
Obligations of states and political subdivisions	1,314,779	44,523	(160 )	1,359,142
Corporate securities	1,892,296	23,407	(15,521 )	1,900,182
ABS	244,541	531	(918 )	244,154
CMBS	245,252	750	(2,410 )	243,592
RMBS	541,276	4,274	(3,713 )	541,837
Total AFS fixed income securities	4,352,514	78,504	(22,815 )	4,408,203
AFS equity securities:				
Common stock	181,991	14,796	(1,998 )	194,789
Preferred stock	11,825	477	(40 )	12,262
Total AFS equity securities	193,816	15,273	(2,038 )	207,051
Total AFS securities	\$4,546,330	93,777	(24,853 )	4,615,254

Unrealized gains and losses of AFS securities represent fair value fluctuations from the later of: (i) the date a security is designated as AFS; or (ii) the date that an OTTI charge is recognized on an AFS security, through the date of the

balance sheet. These unrealized gains and losses are recorded in "Accumulated other comprehensive income (loss)" ("AOCI") on the Consolidated Balance Sheets.

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(c) The following tables provide information regarding our AFS securities in a net unrealized loss position at September 30, 2016 and December 31, 2015:

September 30, 2016 (\$ in thousands)	Less than 12 months		12 months or longer	
	Fair Value	Unrealized Losses <sup>1</sup>	Fair Value	Unrealized Losses <sup>1</sup>
AFS fixed income securities:				
Obligations of states and political subdivisions	\$74,989	(333 )	—	—
Corporate securities	155,880	(1,139 )	30,469	(288 )
ABS	21,766	(66 )	2,450	(3 )
CMBS	24,633	(59 )	8,709	(34 )
RMBS	13,674	(40 )	37,677	(276 )
Total AFS fixed income securities	290,942	(1,637 )	79,305	(601 )
AFS equity securities:				
Common stock	12,528	(1,089 )	—	—
Total AFS equity securities	12,528	(1,089 )	—	—
Total AFS	\$303,470	(2,726 )	79,305	(601 )
December 31, 2015 (\$ in thousands)	Less than 12 months		12 months or longer	
	Fair Value	Unrealized Losses <sup>1</sup>	Fair Value	Unrealized Losses <sup>1</sup>
AFS fixed income securities:				
U.S. government and government agencies	\$16,006	(87 )	396	(4 )
Foreign government	1,067	(2 )	—	—
Obligations of states and political subdivisions	28,617	(160 )	—	—
Corporate securities	761,479	(12,671 )	50,382	(2,850 )
ABS	197,477	(807 )	12,022	(111 )
CMBS	146,944	(2,196 )	15,385	(214 )
RMBS	264,914	(1,992 )	63,395	(1,721 )
Total AFS fixed income securities	1,416,504	(17,915 )	141,580	(4,900 )
AFS equity securities:				
Common stock	31,148	(1,998 )	—	—
Preferred stock	1,531	(40 )	—	—
Total AFS equity securities	32,679	(2,038 )	—	—
Total AFS	\$1,449,183	(19,953 )	141,580	(4,900 )

<sup>1</sup> Gross unrealized losses include non-OTTI unrealized amounts and OTTI losses recognized in AOCI.

There were no net unrealized/unrecognized losses on our HTM portfolio as of September 30, 2016. The table below provides our net unrealized/unrecognized loss positions by impairment severity for AFS securities as of September 30, 2016 and for both AFS and HTM securities as of December 31, 2015:

September 30, 2016		December 31, 2015	
Number of Issues	% of Market/Book	Number of Issues	Unrealized/Unrecognized Loss
180	80% - 99%	606	80% - 99%
—	60% - 79%	3	60% - 79%
—	40% - 59%	—	40% - 59%
—	20% - 39%	—	20% - 39%

— 0% - 19%

—  
\$ 3,327

— 0% - 19%

—  
\$ 24,859

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We do not intend to sell any of the securities in the tables above, nor do we believe we will be required to sell any of these securities. We have also reviewed these securities under our OTTI policy, as described in Note 2. "Summary of Significant Accounting Policies" within Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report, and have concluded that they are temporarily impaired. This conclusion reflects our current judgment as to the financial position and future prospects of the entity that issued the investment security and underlying collateral. Additionally, changes in market value due to interest rate fluctuations are considered temporary. If our judgment about an individual security changes in the future, we may ultimately record a credit loss after having originally concluded that one did not exist, which could have a material impact on our net income and financial position in future periods.

(d) Fixed income securities at September 30, 2016, by contractual maturity, are shown below. Mortgage-backed securities ("MBS") are included in the maturity tables using the estimated average life of each security. Expected maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations, with or without call or prepayment penalties.

Listed below are the contractual maturities of HTM fixed income securities at September 30, 2016:

(\$ in thousands)	Carrying Value	Fair Value
Due in one year or less	\$59,074	59,671
Due after one year through five years	62,778	66,622
Due after five years through 10 years	8,620	9,801
Total HTM fixed income securities	\$130,472	136,094

Listed below are the contractual maturities of AFS fixed income securities at September 30, 2016:

(\$ in thousands)	Fair Value
Due in one year or less	\$491,206
Due after one year through five years	2,403,246
Due after five years through 10 years	1,823,028
Due after 10 years	115,052
Total AFS fixed income securities	\$4,832,532

(e) We evaluate the alternative investments and tax credit investments included in our other investments portfolio to determine whether those investments are VIEs and if so, whether consolidation is required. A VIE is an entity that either has equity investors that lack certain essential characteristics of a controlling financial interest or lacks sufficient funds to finance its own activities without financial support provided by other entities. We consider several significant factors in determining if our investments are VIEs and if we are the primary beneficiary, including whether we have: (i) the power to direct activities of the VIE; (ii) the ability to remove the decision maker of the VIE; (iii) the ability to participate in making decisions that are significant to the VIE; and (iv) the obligation to absorb losses and the right to receive benefits that could potentially be significant to the VIE. We have determined that the investments in our other investment portfolio are VIEs, but that we are not the primary beneficiary and therefore, consolidation is not required.

The following table summarizes our other investment portfolio by strategy:

Other Investments	September 30, 2016			December 31, 2015		
	Carrying Value	Remaining Commitment	Maximum Exposure to Loss <sup>1</sup>	Carrying Value	Remaining Commitment	Maximum Exposure to Loss <sup>1</sup>
Alternative Investments						
Private equity	\$35,444	57,793	93,237	35,088	30,204	65,292

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Private credit	27,709	30,763	58,472	13,246	15,129	28,375
Real assets	15,329	22,922	38,251	19,500	25,820	45,320
Total alternative investments	78,482	111,478	189,960	67,834	71,153	138,987
Other securities	10,030	22,611	32,641	10,008	3,200	13,208
Total other investments	\$88,512	134,089	222,601	77,842	74,353	152,195

<sup>1</sup>The maximum exposure to loss includes both the carry value of these investments and the related unfunded commitments. In addition, tax credits that have been previously recognized in Other securities are subject to the risk of recapture, which we do not consider significant.

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We do not have a future obligation to fund losses or debts on behalf of the investments above; however, we are contractually committed to make additional investments up to the remaining commitment outlined above. We have not provided any non-contractual financial support at any time during 2016 or 2015.

In addition to the strategy descriptions included in Note 5. "Investments" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report, our private credit strategy now includes middle market lending, which is a strategy that provides privately negotiated loans to U.S. middle market companies. Typically, these are floating rate, senior secured loans diversified across industries. Loans can be made to private equity sponsor-backed companies or non-sponsored companies to finance leveraged buyouts, recapitalizations, and acquisitions.

The following table sets forth gross summarized financial information for our other investments portfolio, including the portion not owned by us. The majority of these investments are carried under the equity method of accounting. The last line of the table below reflects our share of the aggregate income or loss, which is the portion included in our Financial Statements. As the majority of these investments report results to us on a one quarter lag, the summarized financial statement information for the three and nine-month periods ended June 30 is as follows:

Income Statement Information (\$ in millions)	Quarter ended June 30,		Nine months ended June 30,	
	2016	2015	2016	2015
Net investment (loss) income	\$(55.4)	44.1	26.1	139.6
Realized gains	245.6	385.2	1,186.8	977.7
Net change in unrealized depreciation	117.8	(222.2)	(1,132.8)	(1,089.0)
Net gain	\$308.0	207.1	80.1	28.3
Selective's insurance subsidiaries' other investments gain (loss)	\$1.6	1.3	—	(0.8)

(f) We have pledged certain AFS fixed income securities as collateral related to our relationships with the Federal Home Loan Bank of Indianapolis ("FHLBI") and the Federal Home Loan Bank of New York ("FHLBNY"). In addition, certain securities were on deposit with various state and regulatory agencies at September 30, 2016 to comply with insurance laws. We retain all rights regarding all securities pledged as collateral.

The following table summarizes the market value of these securities at September 30, 2016:

(\$ in millions)	FHLBI Collateral	FHLBNY Collateral	State and Regulatory Deposits	Total
U.S. government and government agencies	\$ 7.4	—	23.1	30.5
CMBS	1.0	—	—	1.0
RMBS	53.1	64.4	—	117.5
Total pledged as collateral	\$ 61.5	64.4	23.1	149.0

(g) The Company did not have exposure to any credit concentration risk of a single issuer greater than 10% of the Company's stockholders' equity, other than certain U.S. government-backed investments, as of September 30, 2016 or December 31, 2015.

(h) The components of pre-tax net investment income earned for the periods indicated were as follows:

(\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
Fixed income securities	\$32,453	30,601	\$95,850	92,227
Equity securities	1,506	2,370	5,940	6,546



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Short-term investments	192	24	493	72
Other investments	1,628	1,337	(49 )	(781 )
Investment expenses	(2,404 )	(2,271 )	(6,908 )	(6,856 )
Net investment income earned	\$33,375	32,061	\$95,326	91,208

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(i) The following tables summarize OTTI by asset type for the periods indicated:

Third Quarter 2016		Included in	
(\$ in thousands)	Gross	Other	Recognized in
		Comprehensive Income ("OCI")	Earnings
AFS equity securities:			
Common stock	\$ 342	—	342
Total AFS equity securities	342	—	342
Total OTTI losses	\$ 342	—	342
Third Quarter 2015		Included	
(\$ in thousands)	Gross	in OCI	Recognized in
			Earnings
AFS fixed income securities:			
Corporate securities	\$253	—	253
Total AFS fixed income securities	253	—	253
AFS equity securities:			
Common stock	1,029	—	1,029
Total AFS equity securities	1,029	—	1,029
Total OTTI losses	\$1,282	—	1,282
Nine Months 2016		Included	
(\$ in thousands)	Gross	in OCI	Recognized in
			Earnings
AFS fixed income securities:			
Corporate securities	\$1,077	—	1,077
RMBS	98	10	88
Total AFS fixed income securities	1,175	10	1,165
AFS equity securities:			
Common stock	3,316	—	3,316
Preferred stock	3	—	3
Total AFS equity securities	3,319	—	3,319
Total OTTI losses	\$4,494	10	4,484
Nine Months 2015		Included	
(\$ in thousands)	Gross	in OCI	Recognized in
			Earnings
AFS fixed income securities:			
Corporate securities	\$1,445	—	1,445
RMBS	1	—	1
Total AFS fixed income securities	1,446	—	1,446
AFS equity securities:			
Common stock	6,201	—	6,201
Preferred stock	180	—	180
Total AFS equity securities	6,381	—	6,381
Total OTTI losses	\$7,827	—	7,827

For a discussion of our evaluation for OTTI of fixed income securities, short-term investments, equity securities, and other investments, refer to Note 2. "Summary of Significant Accounting Policies" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

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(j) The components of net realized gains, excluding OTTI charges, for the periods indicated were as follows:

(\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
HTM fixed income securities				
Gains	\$—	3	3	5
Losses	—	—	(1 )	(1 )
AFS fixed income securities				
Gains	2,204	169	3,189	2,158
Losses	(40 )	—	(81 )	(130 )
AFS equity securities				
Gains	1,863	1,419	4,364	23,567
Losses	—	(1 )	(240 )	(1,347 )
Other investments				
Gains	3	—	3	—
Losses	—	—	(4 )	(654 )
Total net realized gains (excluding OTTI charges)	\$4,030	1,590	7,233	23,598

Realized gains and losses on the sale of investments are determined on the basis of the cost of the specific investments sold. Proceeds from the sale of AFS securities were \$27.0 million and \$12.7 million in Third Quarter 2016 and Third Quarter 2015, respectively, and \$132.9 million and \$170.6 million in Nine Months 2016 and Nine Months 2015, respectively. The \$23.6 million in net realized gains for Nine Months 2015 were primarily due to a change in our dividend equity strategy from a quantitative, model-driven stock selection strategy to a fundamentally-based stock selection approach that incorporates an assessment of the sustainability and growth rate of a company's dividends and future cash flow.

## NOTE 5. Indebtedness

During Nine Months 2016, Selective Insurance Company of America ("SICA") borrowed the following short-term funds from the FHLBNY:

- \$25 million on February 26, 2016 at an interest rate of 0.59%, which was repaid on March 18, 2016;
- \$15 million on April 7, 2016 at an interest rate of 0.52%, which was repaid on April 28, 2016; and
- \$15 million on April 28, 2016 at an interest rate of 0.53%, which was repaid on May 19, 2016.

During Nine Months 2016, SICA borrowed the following long-term funds from the FHLBNY:

- \$25 million on July 21, 2016 at an interest rate of 1.61%, which is due on July 21, 2021; and
- \$25 million on August 15, 2016 at an interest rate of 1.56%, which is due on August 16, 2021.

Additionally, in Third Quarter 2016, Selective Insurance Company of the Southeast and Selective Insurance Company of South Carolina repaid their \$15 million outstanding aggregate borrowing from the FHLBI.

For further information on our indebtedness, see Note 10. "Indebtedness" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

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## NOTE 6. Fair Value Measurements

The following table presents the carrying amounts and estimated fair values of our financial instruments as of September 30, 2016 and December 31, 2015:

(\$ in thousands)	September 30, 2016		December 31, 2015	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets</b>				
Fixed income securities:				
HTM	\$ 130,472	136,094	201,354	209,544
AFS	4,832,532	4,832,532	4,408,203	4,408,203
Equity securities, AFS	147,304	147,304	207,051	207,051
Short-term investments	169,604	169,604	194,819	194,819
<b>Financial Liabilities</b>				
Short-term debt:				
0.63% borrowings from FHLBI	\$—	—	15,000	14,977
1.25% borrowings from FHLBI	45,000	45,072	45,000	45,083
Total short-term debt	\$45,000	45,072	60,000	60,060
Long-term debt:				
7.25% Senior Notes	\$49,900	60,682	49,898	56,929
6.70% Senior Notes	99,426	118,192	99,415	110,363
5.875% Senior Notes	185,000	194,324	185,000	192,474
1.61% borrowings from FHLB NY	25,000	25,048	—	—
1.56% borrowings from FHLB NY	25,000	24,990	—	—
Subtotal long-term debt	384,326	423,236	334,313	359,766
Unamortized debt issuance costs	(5,775 )		(6,121 )	
Total long-term debt	\$378,551		328,192	

For a discussion of the fair value and hierarchy of the techniques used to value our financial assets and liabilities, refer to Note 2. "Summary of Significant Accounting Policies" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

The following tables provide quantitative disclosures of our financial assets that were measured at fair value at September 30, 2016 and December 31, 2015:

(\$ in thousands)	Assets Measured at Fair Value at 9/30/2016	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets/ Liabilities (Level 1) <sup>1</sup>	Significant Other Observable Inputs (Level 2) <sup>1</sup>	Significant Unobservable Inputs (Level 3)
September 30, 2016				

Description

Measured on a recurring basis:

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AFS fixed income securities:				
U.S. government and government agencies	\$89,891	35,147	54,744	—
Foreign government	9,484	—	9,484	—
Obligations of states and political subdivisions	1,446,896	—	1,446,896	—
Corporate securities	2,196,118	—	2,196,118	—
ABS	284,453	—	284,453	—
CMBS	266,774	—	266,774	—
RMBS	538,916	—	538,916	—
Total AFS fixed income securities	4,832,532	35,147	4,797,385	—
AFS equity securities:				
Common stock	135,489	127,813	—	7,676
Preferred stock	11,815	11,815	—	—
Total AFS equity securities	147,304	139,628	—	7,676
Total AFS securities	4,979,836	174,775	4,797,385	7,676
Short-term investments	169,604	169,604	—	—
Total assets measured at fair value	\$5,149,440	344,379	4,797,385	7,676

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December 31, 2015	Fair Value Measurements Using			
	Quoted			
	Prices			
	Assets	in	Significant	Significant
(\$ in thousands)	Measured	Active	Other	Unobservable
	at	Markets	Observable	Inputs
	Fair Value	for	Inputs	(Level 3)
	at	Identical	(Level 2) <sup>1</sup>	(Level 3)
	12/31/2015	Assets/Liabilities	(Level	
		1) <sup>1</sup>		
Description				
Measured on a recurring basis:				
AFS fixed income securities:				
U.S. government and government agencies	\$ 104,115	42,702	61,413	—
Foreign government	15,181	—	15,181	—
Obligations of states and political subdivisions	1,359,142	—	1,359,142	—
Corporate securities	1,900,182	—	1,900,182	—
ABS	244,154	—	244,154	—
CMBS	243,592	—	243,592	—
RMBS	541,837	—	541,837	—
Total AFS fixed income securities	4,408,203	42,702	4,365,501	—
AFS equity securities:				
Common stock	194,789	191,517	—	3,272
Preferred stock	12,262	12,262	—	—
Total AFS equity securities	207,051	203,779	—	3,272
Total AFS securities	4,615,254	246,481	4,365,501	3,272
Short-term investments	194,819	194,819	—	—
Total assets measured at fair value	\$ 4,810,073	441,300	4,365,501	3,272

<sup>1</sup> There were no transfers of securities between Level 1 and Level 2.

The following table provides a summary of the changes in the fair value of securities measured using Level 3 inputs and related

quantitative information for the nine-month period ended September 30, 2016:

September 30, 2016	Common
(\$ in thousands)	Stock
Fair value, December 31, 2015	\$ 3,272
Total net (losses) gains for the period included in:	
OCI	—
Net income	—
Purchases	6,204
Sales	(1,800 )
Issuances	—
Settlements	—
Transfers into Level 3	—
Transfers out of Level 3	—
Fair value, September 30, 2016	\$ 7,676



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The following tables provide quantitative information regarding our financial assets and liabilities that were disclosed at fair value at September 30, 2016 and December 31, 2015:

September 30, 2016	Assets/ Liabilities Disclosed at Fair Value at 9/30/2016	Fair Value Measurements Using		
		Quoted Prices in Active Markets for Identical Assets/ Liabilities (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
(\$ in thousands)				
<b>Financial Assets</b>				
<b>HTM:</b>				
Obligations of states and political subdivisions	\$ 107,829	—	107,829	—
Corporate securities	25,851	—	18,160	7,691
ABS	51	—	51	—
CMBS	2,363	—	2,363	—
Total HTM fixed income securities	\$ 136,094	—	128,403	7,691
<b>Financial Liabilities</b>				
<b>Short-term debt:</b>				
1.25% borrowings from FHLBI	\$ 45,072	—	45,072	—
Total short-term debt	\$ 45,072	—	45,072	—
<b>Long-term debt:</b>				
7.25% Senior Notes	\$ 60,682	—	60,682	—
6.70% Senior Notes	118,192	—	118,192	—
5.875% Senior Notes	194,324	194,324	—	—
1.61% borrowings from FHLB NY	25,048	—	25,048	—
1.56% borrowings from FHLB NY	24,990	—	24,990	—
Total long-term debt	\$ 423,236	194,324	228,912	—
December 31, 2015		Fair Value Measurements Using		
(\$ in thousands)	Assets/ Liabilities Disclosed at Fair Value at 12/31/2015	Quoted Prices in	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		Active Markets for Identical Assets/ Liabilities (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
<b>Financial Assets</b>				
<b>HTM:</b>				
Obligations of states and political subdivisions	\$ 181,880	—	181,880	—



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Corporate securities	22,015	—	18,679	3,336
ABS	1,028	—	1,028	—
CMBS	4,621	—	4,621	—
Total HTM fixed income securities	\$ 209,544	—	206,208	3,336
Financial Liabilities				
Short-term debt:				
0.63% borrowings from FHLBI	\$ 14,977	—	14,977	—
1.25% borrowings from FHLBI	45,083	—	45,083	—
Total short-term debt	\$ 60,060	—	60,060	—
Long-term debt:				
7.25% Senior Notes	\$ 56,929	—	56,929	—
6.70% Senior Notes	110,363	—	110,363	—
5.875% Senior Notes	192,474	192,474	—	—
Total long-term debt	\$ 359,766	192,474	167,292	—

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## NOTE 7. Reinsurance

The following table contains a listing of direct, assumed, and ceded reinsurance amounts for premiums written, premiums earned, and loss and loss expenses incurred for the periods indicated. For more information concerning reinsurance, refer to

Note 8. "Reinsurance" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

(\$ in thousands)	Quarter ended		Nine Months ended	
	September 30,		September 30,	
	2016	2015	2016	2015
Premiums written:				
Direct	\$669,844	631,429	\$1,981,984	1,851,620
Assumed	7,644	6,099	21,752	17,140
Ceded	(98,715 )	(92,503 )	(281,464 )	(273,514 )
Net	\$578,773	545,025	\$1,722,272	1,595,246
Premiums earned:				
Direct	\$627,520	590,716	\$1,846,587	1,728,865
Assumed	7,163	5,830	20,604	16,831
Ceded	(92,254 )	(89,156 )	(270,372 )	(271,874 )
Net	\$542,429	507,390	\$1,596,819	1,473,822
Loss and loss expense incurred:				
Direct	\$428,520	306,635	\$1,152,223	935,529
Assumed	5,929	4,224	18,424	13,114
Ceded	(118,191 )	(25,698 )	(258,766 )	(86,922 )
Net	\$316,258	285,161	\$911,881	861,721

Ceded premiums and losses related to our participation in the NFIP, under which 100% of our flood premiums, losses, and loss expenses are ceded to the NFIP, are as follows:

(\$ in thousands)	Quarter ended		Nine Months ended	
	September 30,		September 30,	
	2016	2015	2016	2015
Ceded to NFIP				
Ceded premiums written	\$(62,051)	(62,463)	\$(179,205)	(178,784)
Ceded premiums earned	(56,505 )	(58,340)	(169,986 )	(176,119)
Ceded loss and loss expense incurred	(99,200 )	(15,382)	(164,179 )	(36,315 )

## NOTE 8. Segment Information

We classify our business into four reportable segments, which are as follows:

• **Standard Commercial Lines** - comprised of insurance products and services provided in the standard marketplace to commercial enterprises, which are typically businesses, non-profit organizations, and local government agencies.

• **Standard Personal Lines** - comprised of insurance products and services, including flood insurance coverage, provided primarily to individuals acquiring coverage in the standard marketplace.

• **E&S Lines** - comprised of insurance products and services provided to customers who have not obtained coverage in the standard marketplace.

• **Investments** - invests the premiums collected by our insurance operations, as well as our earnings and amounts generated through our capital management strategies, which may include the issuance of debt and equity securities.

In computing the results of each segment, we do not make adjustments for interest expense or net general corporate expenses. While we do not fully allocate taxes to all segments, we do allocate taxes to our Investments segment as we manage that segment on after-tax results. We do not maintain separate investment portfolios for the segments and therefore, do not allocate assets to the segments.

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The following summaries present revenues (net investment income and net realized gains on investments in the case of the Investments segment) and pre-tax income for the individual segments:

Revenue by Segment (\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,		
	2016	2015	2016	2015	
<b>Standard Commercial Lines:</b>					
Net premiums earned:					
Commercial automobile	\$100,612	90,758	294,927	265,771	
Workers compensation	78,596	74,560	229,847	213,991	
General liability	133,981	123,252	391,349	357,430	
Commercial property	74,052	68,587	217,821	199,699	
Businessowners' policies	24,461	23,726	73,016	69,603	
Bonds	5,795	5,031	16,924	15,137	
Other	4,089	3,628	11,868	10,649	
Miscellaneous income	1,925	448	6,182	4,680	
Total Standard Commercial Lines revenue	423,511	389,990	1,241,934	1,136,960	
<b>Standard Personal Lines:</b>					
Net premiums earned:					
Personal automobile	34,865	36,623	106,526	110,373	
Homeowners	32,031	33,670	98,342	101,122	
Other	1,794	1,795	4,851	5,143	
Miscellaneous income	275	250	836	841	
Total Standard Personal Lines revenue	68,965	72,338	210,555	217,479	
<b>E&amp;S Lines:</b>					
Net premiums earned:					
General liability	37,398	32,395	108,372	87,914	
Commercial property	11,853	11,309	35,013	31,428	
Commercial automobile	2,902	2,056	7,963	5,562	
Miscellaneous income	(1	) —	—	—	
Total E&S Lines revenue	52,152	45,760	151,348	124,904	
<b>Investments:</b>					
Net investment income	33,375	32,061	95,326	91,208	
Net realized investment gains	3,688	308	2,749	15,771	
Total Investments revenue	37,063	32,369	98,075	106,979	
Total revenues	\$581,691	540,457	1,701,912	1,586,322	
<b>Income Before Federal Income Tax</b>					
		Quarter ended September 30,		Nine Months ended September 30,	
		2016	2015	2016	2015
(\$ in thousands)					
<b>Standard Commercial Lines:</b>					
Underwriting gain		\$30,124	44,027	101,229	109,304
GAAP combined ratio		92.9	% 88.7	91.8	90.3
Statutory combined ratio		92.0	88.4	90.1	89.4
<b>Standard Personal Lines:</b>					
Underwriting gain (loss)		\$4,271	2,826	19,001	(4,295 )
GAAP combined ratio		93.8	% 96.1	90.9	102.0
Statutory combined ratio		92.0	95.0	90.7	101.7

E&S Insurance Operations:

Underwriting loss	\$(2,362 )	(2,022 )	(3,465 )	(5,033 )
GAAP combined ratio	104.5 %	104.4	102.3	104.0
Statutory combined ratio	101.4	101.1	100.9	101.8

Investments:

Net investment income	\$33,375	32,061	95,326	91,208
Net realized investment gains	3,688	308	2,749	15,771
Total investment income, before federal income tax	37,063	32,369	98,075	106,979
Tax on investment income	9,752	7,614	24,290	26,186
Total investment income, after federal income tax	\$27,311	24,755	73,785	80,793

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Reconciliation of Segment Results to Income Before Federal Income Tax	Quarter ended		Nine Months ended September	
	September 30,	September 30,	September 30,	September 30,
(\$ in thousands)	2016	2015	2016	2015
Underwriting gain (loss), before federal income tax				
Standard Commercial Lines	\$30,124	44,027	101,229	109,304
Standard Personal Lines	4,271	2,826	19,001	(4,295 )
E&S Lines	(2,362 )	(2,022 )	(3,465 )	(5,033 )
Investment income, before federal income tax	37,063	32,369	98,075	106,979
Total all segments	69,096	77,200	214,840	206,955
Interest expense	(5,714 )	(5,610 )	(16,940 )	(16,826 )
General corporate and other expenses	(7,939 )	(5,751 )	(28,271 )	(21,235 )
Income before federal income tax	\$55,443	65,839	169,629	168,894

## NOTE 9. Retirement Plans

SICA's primary pension plan is the Retirement Income Plan for Selective Insurance Company of America (the "Pension Plan"). SICA also sponsors the Supplemental Excess Retirement Plan (the "Excess Plan") and a life insurance benefit plan. All plans are closed to new entrants and benefits ceased accruing under the Pension Plan and the Excess Plan after March 31, 2016. For more information concerning SICA's retirement plans, refer to Note 14. "Retirement Plans" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

The following tables provide information regarding the Pension Plan:

(\$ in thousands)	Pension Plan Quarter ended September 30,		Pension Plan Nine Months ended September 30,	
	2016	2015	2016	2015
Net Periodic Benefit Cost:				
Service cost	\$41	1,913	1,647	5,738
Interest cost	3,049	3,409	9,252	10,225
Expected return on plan assets	(5,006)	(3,991)	(12,982)	(11,972)
Amortization of unrecognized net actuarial loss	1,763	1,643	4,724	4,930
Total net periodic cost	\$(153)	2,974	2,641	8,921

As of December 31, 2015, we anticipated contributing \$11.7 million to the Pension Plan for full year 2016. Actual contributions amounted to \$54.5 million in Nine Months 2016 and we do not anticipate any additional funding this year. The decrease in net periodic cost in Third Quarter 2016 reflects lower expense as a result of the contributions that were higher than our original expectation.

Weighted-Average Expense Assumptions:	Pension Plan Nine Months ended September 30,	
	2016	2015
Discount rate	4.69%	4.29%
Effective interest rate for calculation of service cost	4.89%	— %
Effective interest rate for calculation of interest cost	4.02%	— %
Expected return on plan assets	6.37%	6.27%
Rate of compensation increase <sup>1</sup>	n/a	4.00%

<sup>1</sup>This assumption was 4.0% through March 31, 2016, the date after which benefits ceased accruing for all participants of the Pension Plan.

Effective January 1, 2016, the approach used to calculate the service and interest components of net periodic benefit cost for the Pension Plan was changed to provide a more precise measurement of these costs. Historically, we calculated the service and interest components utilizing a single weighted-average discount rate derived from the yield curve used to measure the benefit obligation at the beginning of the period. On January 1, 2016, we elected to utilize an approach that discounts the individual expected cash flows using the applicable spot rates derived from the yield curve over the projected cash flow period. We accounted for this change prospectively as a change in accounting estimate. The decrease in service cost reflected in the table above is attributable to the discontinuation of benefit accruals for existing participants as of March 31, 2016.

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## NOTE 10. Comprehensive Income

The components of comprehensive income, both gross and net of tax, for Third Quarter and Nine Months 2016 and 2015 were as follows:

## Third Quarter 2016

(\$ in thousands)	Gross	Tax	Net
Net income	\$55,443	16,941	38,502
Components of OCI:			
Unrealized losses on investment securities:			
Unrealized holding losses during period	(12,992 )	(4,548 )	(8,444 )
Amounts reclassified into net income:			
HTM securities	(13 )	(4 )	(9 )
Realized gains on AFS securities	(3,684 )	(1,289 )	(2,395 )
Total unrealized losses on investment securities	(16,689 )	(5,841 )	(10,848 )
Defined benefit pension and post-retirement plans:			
Amounts reclassified into net income:			
Net actuarial loss	1,615	565	1,050
Total defined benefit pension and post-retirement plans	1,615	565	1,050
Other comprehensive loss	(15,074 )	(5,276 )	(9,798 )
Comprehensive income	\$40,369	11,665	28,704

## Third Quarter 2015

(\$ in thousands)	Gross	Tax	Net
Net income	\$65,839	18,843	46,996
Components of OCI:			
Unrealized gains on investment securities:			
Unrealized holding gains during period	8,371	2,929	5,442
Amounts reclassified into net income:			
HTM securities	(97 )	(34 )	(63 )
Realized gains on AFS securities	(305 )	(106 )	(199 )
Total unrealized gains on investment securities	7,969	2,789	5,180
Defined benefit pension and post-retirement plans:			
Amounts reclassified into net income:			
Net actuarial loss	1,709	599	1,110
Total defined benefit pension and post-retirement plans	1,709	599	1,110
Other comprehensive income	9,678	3,388	6,290
Comprehensive income	\$75,517	22,231	53,286

## Nine Months 2016

(\$ in thousands)	Gross	Tax	Net
Net income	\$169,629	50,494	119,135
Components of OCI:			
Unrealized gains on investment securities:			
Unrealized holding gains during period	108,420	37,947	70,473
Non-credit portion of OTTI recognized in OCI	(10 )	(4 )	(6 )
Amounts reclassified into net income:			
HTM securities	(104 )	(36 )	(68 )
Realized gains on AFS securities	(2,747 )	(961 )	(1,786 )
Total unrealized gains on investment securities	105,559	36,946	68,613
Defined benefit pension and post-retirement plans:			
Amounts reclassified into net income:			



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Net actuarial loss	4,648	1,627	3,021
Total defined benefit pension and post-retirement plans	4,648	1,627	3,021
Other comprehensive income	110,207	38,573	71,634
Comprehensive income	\$279,836	89,067	190,769

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## Nine Months 2015

(\$ in thousands)	Gross	Tax	Net
Net income	\$ 168,894	48,422	120,472
Components of OCI:			
Unrealized losses on investment securities:			
Unrealized holding losses during period	(27,896 )	(9,764 )	(18,132 )
Amounts reclassified into net income:			
HTM securities	(543 )	(190 )	(353 )
Non-credit OTTI	357	125	232
Realized gains on AFS securities	(16,778 )	(5,872 )	(10,906 )
Total unrealized losses on investment securities	(44,860 )	(15,701 )	(29,159 )
Defined benefit pension and post-retirement plans:			
Amounts reclassified into net income:			
Net actuarial loss	5,127	1,795	3,332
Total defined benefit pension and post-retirement plans	5,127	1,795	3,332
Other comprehensive loss	(39,733 )	(13,906 )	(25,827 )
Comprehensive income	\$ 129,161	34,516	94,645

The balances of, and changes in, each component of AOCI (net of taxes) as of September 30, 2016 were as follows:  
September 30, 2016

(\$ in thousands)	Net Unrealized Gain on Investment Securities				Defined Benefit Pension and Post-Retirement Plans	Total AOCI
	OTTI Related	HTM Related	All Other	Investments Subtotal		
Balance, December 31, 2015	\$(282)	194	45,083	44,995	(54,420 )	(9,425 )
OCI before reclassifications	(6 )	—	70,473	70,467	—	70,467
Amounts reclassified from AOCI	—	(68 )	(1,786 )	(1,854 )	3,021	1,167
Net current period OCI	(6 )	(68 )	68,687	68,613	3,021	71,634
Balance, September 30, 2016	\$(288)	126	113,770	113,608	(51,399 )	62,209

The reclassifications out of AOCI were as follows:

(\$ in thousands)	Quarter ended		Nine Months ended		Affected Line Item in the Unaudited Consolidated Statement of Income
	September 30, 2016	September 30, 2015	September 30, 2016	September 30, 2015	
OTTI related					
Non-credit OTTI on disposed securities	\$—	—	—	357	Net realized gains
	—	—	—	357	Income before federal income tax
	—	—	—	(125 )	Total federal income tax expense
	—	—	—	232	Net income
HTM related					
Unrealized losses on HTM disposals	73	121	161	258	Net realized gains
Amortization of net unrealized gains on HTM securities	(86 )	(218 )	(265 )	(801 )	Net investment income earned
	(13 )	(97 )	(104 )	(543 )	Income before federal income tax
	4	34	36	190	Total federal income tax expense
	(9 )	(63 )	(68 )	(353 )	Net income

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Realized losses (gains) on AFS and OTTI					
Realized losses (gains) on AFS disposals and OTTI	(3,684 )	(305 )	(2,747 )	(16,778 )	Net realized gains
	(3,684 )	(305 )	(2,747 )	(16,778 )	Income before federal income tax
	1,289	106	961	5,872	Total federal income tax expense
	(2,395 )	(199 )	(1,786 )	(10,906 )	Net income
Defined benefit pension and post-retirement life plans					
Net actuarial loss	351	371	1,009	1,114	Loss and loss expense incurred
	1,264	1,338	3,639	4,013	Policy acquisition costs
Total defined benefit pension and post-retirement life	1,615	1,709	4,648	5,127	Income before federal income tax
	(565 )	(599 )	(1,627 )	(1,795 )	Total federal income tax expense
	1,050	1,110	3,021	3,332	Net income
Total reclassifications for the period	\$(1,354)	848	1,167	(7,695 )	Net income

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NOTE 11. Litigation

In the ordinary course of conducting business, we are named as defendants in various legal proceedings. Most of these proceedings are claims litigation involving our insurance subsidiaries as either: (i) liability insurers defending or providing indemnity for third-party claims brought against our customers; or (ii) insurers defending first-party coverage claims brought against them. We account for such activity through the establishment of unpaid loss and loss expense reserves. We expect that the ultimate liability, if any, with respect to such ordinary course claims litigation, after consideration of provisions made for potential losses and costs of defense, will not be material to our consolidated financial condition, results of operations, or cash flows.

Our insurance subsidiaries are also from time to time involved in other legal actions, some of which assert claims for substantial amounts. These actions include, among others, putative class actions seeking certification of a state or national class. Such putative class actions have alleged, for example, improper reimbursement of medical providers paid under workers compensation and personal and commercial automobile insurance policies. Our insurance subsidiaries also are involved from time to time in individual actions in which extra-contractual damages, punitive damages, or penalties are sought, such as claims alleging bad faith in the handling of insurance claims. We believe that we have valid defenses to these cases. We expect that the ultimate liability, if any, with respect to such lawsuits, after consideration of provisions made for estimated losses, will not be material to our consolidated financial condition. Nonetheless, given the large or indeterminate amounts sought in certain of these actions, and the inherent unpredictability of litigation, an adverse outcome in certain matters could, from time to time, have a material adverse effect on our consolidated results of operations or cash flows in particular quarterly or annual periods. As of September 30, 2016, we do not believe the Company was involved in any legal action that could have a material adverse effect on our consolidated financial condition, results of operations, or cash flows.

NOTE 12. Subsequent Events

Hurricane Matthew impacted the Southern United States in October 2016. We currently estimate catastrophe losses from this event to range from \$10 million to \$14 million in the fourth quarter of 2016. In addition, we currently estimate a partial offset of approximately \$1 million related to the servicing of policies impacted by this event through our participation in the NFIP.

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ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

Forward-Looking Statements

As used herein, the "Company," "we," "us," or "our" refers to Selective Insurance Group, Inc. (the "Parent"), and its subsidiaries, except as expressly indicated or unless the context otherwise requires. In this Quarterly Report on Form 10-Q, we discuss and make statements regarding our intentions, beliefs, current expectations, and projections regarding our company's future operations and performance. Such statements are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements are often identified by words such as "anticipates," "believes," "expects," "will," "should," and "intends" and their negatives. We caution prospective investors that such forward-looking statements are not guarantees of future performance. Risks and uncertainties are inherent in our future performance. Factors that could cause actual results to differ materially from those indicated by such forward-looking statements include, but are not limited to, those discussed under Item 1A. "Risk Factors" below in Part II "Other Information." These risk factors may not be exhaustive. We operate in a continually changing business environment and new risk factors emerge from time to time. We can neither predict such new risk factors nor can we assess the impact, if any, of such new risk factors on our businesses or the extent to which any factor or combination of factors may cause actual results to differ materially from those expressed or implied in any forward-looking statements in this report. In light of these risks, uncertainties, and assumptions, the forward-looking events discussed in this report might not occur. We make forward-looking statements based on currently available information and assume no obligation to update these statements due to changes in underlying factors, new information, future developments, or otherwise.

Introduction

The Parent, through its insurance subsidiaries, offers property and casualty insurance products in the standard and excess and surplus ("E&S") marketplaces. We classify our business into four reportable segments, which are as follows:

Standard Commercial Lines - which represents 79% of our combined insurance segments' net premiums written ("NPW"), sells commercial lines insurance products and services to businesses, non-profit organizations, and local government agencies located primarily in 22 states in the Eastern and Midwestern U.S. and the District of Columbia through approximately 1,160 distribution partners in the standard marketplace.

Standard Personal Lines - which includes our flood business, represents approximately 12% of our combined insurance segments' NPW and sells personal lines insurance products and services to individuals located primarily in 13 states through approximately 700 distribution partners in the standard marketplace. In addition, we have approximately 5,000 distribution partners selling our flood business.

E&S Lines - which represents 9% of our combined insurance segments' NPW, sells commercial lines insurance products and services in all 50 states and the District of Columbia through approximately 80 distribution partners. Insurance policies in this segment are sold to customers that typically have business risks with unique characteristics, such as the nature of the business or its claim history and cannot obtain coverage in the standard marketplace. E&S insurers have more flexibility in coverage terms and rates compared to standard market insurers, generally resulting in policies with higher rates and terms and conditions that are more narrowly customized for specific risks.

Investments - invests the premiums collected by our Standard Commercial Lines, Standard Personal Lines, and E&S Lines, as well as our earnings and amounts generated through our capital management strategies, which may include the issuance of debt and equity securities.

Our Standard Commercial and Standard Personal Lines products and services are written through our nine insurance subsidiaries, some of which write flood business through the Write Your Own ("WYO") program of the National Flood Insurance Program ("NFIP").

Our E&S products and services are written through one subsidiary, Mesa Underwriters Specialty Insurance Company ("MUSIC"). This subsidiary provides us with a nationally-authorized non-admitted platform to offer insurance products and services to customers who have not obtained coverage in the standard marketplace.

Our ten insurance subsidiaries are collectively referred to as the "Insurance Subsidiaries."

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The following is Management's Discussion and Analysis ("MD&A") of the consolidated results of operations and financial condition, as well as known trends and uncertainties, that may have a material impact in future periods. Consequently, investors should read the MD&A in conjunction with the consolidated financial statements in our Annual Report on Form 10-K for the year ended December 31, 2015 ("2015 Annual Report") filed with the U.S. Securities and Exchange Commission ("SEC").

In the MD&A, we will discuss and analyze the following:

• Critical Accounting Policies and Estimates;

• Financial Highlights of Results for the third quarters ended September 30, 2016 ("Third Quarter 2016") and September 30, 2015 ("Third Quarter 2015") and the nine-month periods ended September 30, 2016 ("Nine Months 2016") and September 30, 2015 ("Nine Months 2015");

• Results of Operations and Related Information by Segment;

• Federal Income Taxes;

• Financial Condition, Liquidity, and Capital Resources;

• Ratings;

• Off-Balance Sheet Arrangements; and

• Contractual Obligations, Contingent Liabilities, and Commitments.

#### Critical Accounting Policies and Estimates

Our unaudited interim consolidated financial statements include amounts based on our informed estimates and judgments for those transactions that are not yet complete. Such estimates and judgments affect the reported amounts in the consolidated financial statements. Those estimates and judgments most critical to the preparation of the consolidated financial statements involve the following: (i) reserves for loss and loss expenses; (ii) pension and post-retirement benefit plan actuarial assumptions; (iii) other-than-temporary investment impairments ("OTTI"); and (iv) reinsurance. These estimates and judgments require the use of assumptions about matters that are highly uncertain and, therefore, are subject to change as facts and circumstances develop. If different estimates and judgments had been applied, materially different amounts might have been reported in the financial statements. For additional information regarding our critical accounting policies, refer to pages 36 through 47 of our 2015 Annual Report.

#### Financial Highlights of Results for Third Quarter and Nine Months 2016 and Third Quarter and Nine Months 2015<sup>1</sup>

(\$ and shares in thousands, except per share amounts)	Quarter ended September 30,			Nine Months ended September 30,		
	2016	2015	Change % or Points	2016	2015	Change % or Points
Generally Accepted Accounting Principles ("GAAP") measures:						
Revenues	\$581,691	540,457	8 %	\$1,701,912	1,586,322	7 %
Net investment income earned	33,375	32,061	4	95,326	91,208	5
Income before federal income tax	55,443	65,839	(16 )	169,629	168,894	—
Net income	38,502	46,996	(18 )	119,135	120,472	(1 )
Diluted net income per share	0.66	0.81	(19 )	2.03	2.08	(2 )
Diluted weighted-average outstanding shares	58,731	57,984	1	58,612	57,838	1
GAAP combined ratio	94.1	% 91.2	2.9 pts	92.7	% 93.2	(0.5 ) pts
Statutory combined ratio	92.9	90.5	2.4	91.2	92.3	(1.1 )
Invested assets per dollar of stockholders' equity	\$3.41	3.69	(8 ) %	\$3.41	3.69	(8 ) %
After-tax yield on investments	1.9	% 2.0	(0.1 ) pts	1.8	% 1.9	(0.1 ) pts
Annualized return on average equity ("ROE")	9.8	14.1	(4.3 )	10.7	12.2	(1.5 )
Non-GAAP measures:						

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Operating income <sup>2</sup>	\$36,104	46,796	(23 )	%	\$117,348	110,221	6	%
Diluted operating income per share <sup>2</sup>	0.62	0.81	(23 )		2.00	1.90	5	
Annualized operating ROE <sup>2</sup>	9.2	% 14.0	(4.8 )	pts	10.5	% 11.2	(0.7 )	pts

<sup>1</sup> Refer to the Glossary of Terms attached to our 2015 Annual Report as Exhibit 99.1 for definitions of terms used in this Form 10-Q.

<sup>2</sup> Operating income is used as an important financial measure by us, analysts, and investors, because the realization of investment gains and losses on sales in any given period is largely discretionary as to timing. In addition, these realized investment gains and losses, as well as OTTI that are charged to earnings and the results of discontinued operations, could distort the analysis of trends. See below for a reconciliation of operating income to net income in accordance with GAAP. Annualized operating ROE is calculated by dividing annualized operating income by average stockholders' equity.



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The following table reconciles operating income and net income for the periods presented above:

(\$ in thousands, except per share amounts)	Quarter ended		Nine Months	
	September 30,		ended September 30,	
	2016	2015	2016	2015
Operating income	\$36,104	46,796	\$117,348	110,221
Net realized gains, net of tax	2,398	200	1,787	10,251
Net income	\$38,502	46,996	\$119,135	120,472
Diluted operating income per share	\$0.62	0.81	\$2.00	1.90
Diluted net realized gains per share	0.04	—	0.03	0.18
Diluted net income per share	\$0.66	0.81	\$2.03	2.08

It is our goal to generate an annualized operating ROE that is 300 basis points in excess of our weighted average cost of capital. At September 30, 2016, our weighted-average cost of capital was 7.9%. Our annualized ROE contributions by component were as follows:

ROE	Quarter ended		Nine Months ended	
	September 30,		September 30,	
	2016	2015	2016	2015
Insurance segments	5.3 %	8.7	6.8 %	6.6
Investment income <sup>1</sup>	6.4	7.4	6.5	7.1
Other	(2.5)	(2.1)	(2.8)	(2.5)
Annualized operating ROE	9.2	14.0	10.5	11.2
Net realized gains <sup>1</sup>	0.6	0.1	0.2	1.0
Annualized ROE	9.8 %	14.1	10.7 %	12.2

<sup>1</sup> Investment segment results are the combination of "Net investment income earned" and "Net realized gains".

## Insurance Segments

The key metric in understanding our insurance segments' contribution to annualized operating ROE is the GAAP combined ratio. The following table provides a quantitative foundation for analyzing this ratio:

All Lines	Quarter ended		Change	Nine Months ended		Change
(\$ in thousands)	September 30,		% or	September 30,		% or
	2016	2015	Points	2016	2015	Points
GAAP Insurance Operations Results:						
NPW	\$578,773	545,025	6 %	\$1,722,272	1,595,246	8 %
Net premiums earned ("NPE")	542,429	507,390	7	1,596,819	1,473,822	8
Less:						
Loss and loss expense incurred	316,258	285,161	11	911,881	861,721	6
Net underwriting expenses incurred	193,597	175,477	10	564,361	506,835	11
Dividends to policyholders	541	1,921	(72 )	3,812	5,290	(28 )
Underwriting gain	\$32,033	44,831	(29 ) %	\$116,765	99,976	17 %
GAAP Ratios:						
Loss and loss expense ratio	58.3	%56.2	2.1 pts	57.1	%58.5	(1.4 ) pts
Underwriting expense ratio	35.7	34.6	1.1	35.4	34.3	1.1
Dividends to policyholders ratio	0.1	0.4	(0.3 )	0.2	0.4	(0.2 )
Combined ratio	94.1	91.2	2.9	92.7	93.2	(0.5 )
Statutory Ratios:						

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Loss and loss expense ratio	58.3	56.1	2.2	57.0	58.5	(1.5 )
Underwriting expense ratio	34.5	34.0	0.5	34.0	33.4	0.6
Dividends to policyholders ratio	0.1	0.4	(0.3 )	0.2	0.4	(0.2 )
Combined ratio	92.9	%90.5	2.4 pts	91.2	%92.3	(1.1 ) pts

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The GAAP combined ratio increased 2.9 points in Third Quarter 2016 compared to the same period last year, driven primarily by higher property losses, which were partially offset by favorable prior year casualty reserve development, as illustrated in the table below:

(\$ in millions)	Third Quarter 2016			Third Quarter 2015			Change in Ratio	
	Loss and Expense Incurred	Impact on Loss Expense Ratio	and Loss Expense Ratio	Loss and Expense Incurred	Impact on Loss Expense Ratio	and Loss Expense Ratio		
Catastrophe losses	\$10.4	1.9	pts	\$6.9	1.3	pts	0.6	pts
Non-catastrophe property losses	78.5	14.5		65.2	12.9		1.6	
Favorable prior year casualty reserve development	(19.0)	(3.5)	)	(15.0)	(3.0)	)	(0.5)	)

The GAAP combined ratio improved by 0.5 points in Nine Months 2016 compared to the same period last year, driven by lower property losses, as last year was heavily impacted by severe winter weather and Midwest storms. These lower property losses were partially offset by lower favorable prior year casualty development. Quantitative details are as follows:

(\$ in millions)	Nine Months 2016			Nine Months 2015			Change in Ratio	
	Loss and Expense Incurred	Impact on Loss Expense Ratio	and Loss Expense Ratio	Loss and Expense Incurred	Impact on Loss Expense Ratio	and Loss Expense Ratio		
Catastrophe losses	\$33.2	2.1	pts	\$56.1	3.8	pts	(1.7)	pts
Non-catastrophe property losses	209.2	13.1		206.7	14.0		(0.9)	)
Favorable prior year casualty reserve development	(46.0)	(2.9)	)	(55.0)	(3.8)	)	0.9	

Favorable prior year casualty reserve development by line of business is as follows:  
(Favorable)/Unfavorable Prior Year Casualty Reserve Development

(\$ in millions)	Quarter ended September 30,		Nine Months ended September 30,		
	2016	2015	2016	2015	
General liability	\$(11.0)	(5.0)	(33.0)	(41.0)	
Commercial automobile	7.0	—	20.0	3.0	
Workers compensation	(15.0)	(14.0)	(36.0)	(27.0)	
Businessowners' policies	—	—	—	4.0	
Total Standard Commercial Lines	(19.0)	(19.0)	(49.0)	(61.0)	
E&S	—	4.0	3.0	6.0	
Total (favorable) prior year casualty reserve development	\$(19.0)	(15.0)	(46.0)	(55.0)	
(Favorable) impact on loss ratio	(3.5)	)pts	(3.0)	(2.9)	(3.8)

For a qualitative discussion of this reserve development, please refer to the respective insurance segment section below in

"Results of Operations and Related Information by Segment."

Also impacting the GAAP combined ratio was an increase in the underwriting expense ratio that was driven by higher supplemental commission expense to our agents, due to improved profitability, which increased the ratio by 0.7 points in Third Quarter 2016 and 0.8 points in Nine Months 2016 compared to the same periods last year.

#### Investments Segment

In total, our investment segment contributed 7.0 points to our overall annualized ROE in Third Quarter 2016, compared to 7.5 points in Third Quarter 2015, and 6.7 points in Nine Months 2016, compared to 8.1 points in Nine Months 2015. The primary driver of the 1.4-point decrease for the year-to-date period was a \$13.0 million decrease in pre-tax net realized gains this year compared to last, the timing of which is largely subjective from one period to the next.

#### Other

Our other expenses, which are primarily comprised of expenses at the holding company level, reduced our overall annualized ROE by 2.5 points in Third Quarter 2016 compared to 2.1 points in Third Quarter 2015 and by 2.8 points in Nine Months 2016 compared to 2.5 points in Nine Months 2015. The increase in corporate expenses was driven by higher long-term stock-compensation expense to employees, which reflects the Company's improved profitability and the continued strong stock price of the Parent. Long-term stock compensation expense amounted to \$6.6 million in Third Quarter 2016 compared to \$4.7 million in Third Quarter 2015 and \$22.7 million in Nine Months 2016 compared to \$15.8 million in Nine Months 2015.

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## Outlook

A.M. Best Company, Inc. ("A.M. Best") projected a 2016 industry statutory combined ratio of 99.2% in their Review & Preview Report issued in February 2016. This projection included industry catastrophe losses of 4.7 points and favorable reserve development of 1.7 points. A.M. Best also projected decreasing investment yields to continue into 2016.

In 2016, we celebrated our 90<sup>th</sup> year of business and our pillars of success continue to be: (i) our unique field model combined with sophisticated underwriting and claims capabilities; (ii) true franchise value with our "ivy league" distribution partners; and (iii) delivering a superior customer experience with our "best in class" employees. We plan to leverage our competitive advantages by: (i) increasing our share of wallet with existing agents while adding agents in areas with strong new business opportunities; and (ii) exploring geographic expansion beginning with Arizona and New Hampshire, which are expected to be operational by the end of 2017 for our standard commercial lines operations.

We remain focused on becoming a more customer-centric company. In 2015, we made key strategic investments in technology as part of our efforts to deliver a superior customer experience across all interactions. In 2016, we continued to roll out self-servicing capabilities via our mobile application, mobile web, and on the desktop, and we relaunched our public website with simplified navigation, richer content, and responsive capabilities. These investments have enabled us to provide our customers with 24/7 access to transactional capabilities and information. We are also working to identify points of friction in the customer's experience between us and our distribution partners. These friction points provide opportunities for us to increase efficiency and improve the customer's impression of both us and our distribution partner. Customers expect this level of service and access from every company with which they conduct business. We view omni-channel service delivery as a key to future success in our industry and we continue to focus our efforts in this area.

For Nine Months 2016, our statutory combined ratio was 91.2%, which included 2.1 points of catastrophe losses and 2.9 points of favorable prior year casualty reserve development. Based on these results and our expectations for the remainder of the year, we provide the following guidance for full-year 2016:

• An ex-catastrophe combined ratio of approximately 89.5%. This assumes no additional prior year casualty reserve development in the fourth quarter;

• 3.0 points of catastrophe losses, down from our previous guidance of 3.5 points;

• After-tax investment income of approximately \$95 million; and

• Weighted average shares of approximately 58.5 million.

Our goal is to generate an annualized operating ROE that is 300 basis points in excess of our weighted average cost of capital. Our weighted average cost of capital was 7.9% as of September 30, 2016. In Nine Months 2016, our annualized operating ROE was 10.5%.

## Results of Operations and Related Information by Segment

## Standard Commercial Lines

(\$ in thousands)	Quarter ended September 30,			Nine Months ended September 30,		
	2016	2015	Change % or Points	2016	2015	Change % or Points
GAAP Insurance Operations Results:						
NPW	\$449,544	414,031	9 %	\$1,353,615	1,240,110	9 %
NPE	421,586	389,542	8	1,235,752	1,132,280	9
Less:						
Loss and loss expense incurred	238,215	203,621	17	683,183	619,857	10
Net underwriting expenses incurred	152,706	139,973	9	447,528	397,829	12

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Dividends to policyholders	541	1,921	(72 )	3,812	5,290	(28 )
Underwriting gain	\$30,124	44,027	(32 ) %	\$101,229	109,304	(7 ) %
GAAP Ratios:						
Loss and loss expense ratio	56.5	%52.3	4.2 pts	55.3	%54.7	0.6 pts
Underwriting expense ratio	36.3	35.9	0.4	36.2	35.1	1.1
Dividends to policyholders ratio	0.1	0.5	(0.4 )	0.3	0.5	(0.2 )
Combined ratio	92.9	88.7	4.2	91.8	90.3	1.5
Statutory Ratios:						
Loss and loss expense ratio	56.5	52.2	4.3	55.2	54.7	0.5
Underwriting expense ratio	35.4	35.7	(0.3 )	34.6	34.2	0.4
Dividends to policyholders ratio	0.1	0.5	(0.4 )	0.3	0.5	(0.2 )
Combined ratio	92.0	%88.4	3.6 pts	90.1	%89.4	0.7 pts

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The increases in NPW in Third Quarter and Nine Months 2016 compared to Third Quarter and Nine Months 2015 were driven by: (i) increases in direct new business; (ii) renewal pure price increases; and (iii) strong retention.

	Quarter ended September 30,		Nine Months ended September 30,	
(\$ in millions)	2016	2015	2016	2015
Retention	84	%84	83	%83
Renewal pure price increases	2.5	2.8	2.6	3.1
Direct new business	\$89.2	83.9	\$272.4	262.3

The NPE increases in Third Quarter and Nine Months 2016 compared to Third Quarter and Nine Months 2015 were consistent with the fluctuation in NPW for the twelve-month period ended September 30, 2016 compared with the twelve-month period ended September 30, 2015.

The GAAP loss and loss expense ratio increased 4.2 points in Third Quarter 2016 compared to Third Quarter 2015 and 0.6 points in Nine Months 2016 compared to Nine Months 2015. Information regarding these drivers is as follows:

(\$ in millions)	Third Quarter 2016			Third Quarter 2015			Change in Ratio
	Loss and Loss Expense Incurred	Impact on Loss and Loss Expense Ratio	pts	Loss and Loss Expense Incurred	Impact on Loss and Loss Expense Ratio	pts	
Catastrophe losses	\$6.2	1.5	pts	\$0.7	0.2	pts	1.3
Non-catastrophe property losses	51.6	12.2		37.9	9.7		2.5
Favorable prior year casualty reserve development	(19.0)	(4.5)	)	(19.0)	(4.9)	)	0.4

(\$ in millions)	Nine Months 2016			Nine Months 2015			Change in Ratio
	Loss and Loss Expense Incurred	Impact on Loss and Loss Expense Ratio	pts	Loss and Loss Expense Incurred	Impact on Loss and Loss Expense Ratio	pts	
Catastrophe losses	\$21.5	1.7	pts	\$33.0	2.9	pts	(1.2)
Non-catastrophe property losses	136.8	11.1		120.8	10.7		0.4
Favorable prior year casualty reserve development	(49.0)	(4.0)	)	(61.0)	(5.4)	)	1.4

For additional information regarding the favorable prior year casualty reserve development by line of business, see the "Financial Highlights" section above and the line of business discussions below.

The increases in the GAAP underwriting expense ratio in the quarter and year-to-date periods of 0.4 points and 1.1 points, respectively, were primarily attributable to higher supplemental commission expense to our distribution partners of approximately 0.9 and 1.0 points, respectively.

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The following is a discussion of our most significant Standard Commercial Lines of business and their respective statutory results:

General Liability

(\$ in thousands)	Quarter ended September 30,			Nine Months ended September 30,		
	2016	2015	Change % or Points	2016	2015	Change % or Points
Statutory NPW	\$141,556	130,722	8 %	\$431,751	395,840	9 %
Direct new business	25,646	24,739	4	80,622	77,144	5
Retention	84	%84	— pts	83	%83	— pts
Renewal pure price increases	1.7	2.3	(0.6 )	1.8	2.8	(1.0 )
Statutory NPE	\$133,981	123,252	9 %	\$391,349	357,430	9 %
Statutory combined ratio	84.7	%89.1	(4.4 ) pts	83.9	%80.0	3.9 pts
% of total statutory Standard Commercial Lines NPW	31	32		32	32	



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The statutory combined ratio decrease in Third Quarter 2016 compared to Third Quarter 2015 was driven by favorable prior year casualty reserve development as illustrated in the tables below:

	Third Quarter 2016	Third Quarter 2015	
(\$ in millions)	(Benefit) Impact on Expense Combined Ratio	(Benefit) Impact on Expense Combined Ratio	Change Points
Favorable prior year casualty reserve development	\$(11.0)(8.2 ) pts	\$(5.0)(4.1 ) pts	(4.1 ) pts
	Nine Months 2016	Nine Months 2015	
(\$ in millions)	(Benefit) Impact on Expense Combined Ratio	(Benefit) Impact on Expense Combined Ratio	Change Points
Favorable prior year casualty reserve development	\$(33.0)(8.4 ) pts	\$(41.0)(11.5 ) pts	3.1 pts

The significant drivers of the development were as follows:

Third Quarter and Nine Months 2016: Development was primarily attributable to lower severities in the 2008 through 2014 accident years.

Third Quarter and Nine Months 2015: Development was primarily attributable to lower claims frequencies and severities in the 2009 through 2013 accident years.

Commercial Automobile

	Quarter ended		Change	Nine Months ended		Change
(\$ in thousands)	September 30,	September 30,	% or	September 30,	September 30,	% or
	2016	2015	Points	2016	2015	Points
Statutory NPW	\$108,655	97,941	11 %	\$325,751	291,547	12 %
Direct new business	18,953	17,345	9	58,225	54,200	7
Retention	85	% 85	— pts	84	% 84	— pts
Renewal pure price increases	4.8	3.7	1.1	4.9	3.7	1.2
Statutory NPE	\$100,612	90,758	11 %	\$294,927	265,771	11 %
Statutory combined ratio	114.5	% 104.5	10.0 pts	108.9	% 101.5	7.4 pts
% of total statutory Standard Commercial Lines NPW	24	24		24	24	

The 10.0-point increase in the statutory combined ratio in Third Quarter 2016 compared to Third Quarter 2015, and the 7.4-point increase in the statutory combined ratio in Nine Months 2016 compared to Nine Months 2015, were primarily due to: (i) higher unfavorable prior year casualty reserve development; (ii) an increase in the current year loss reserve estimate; and (iii) higher non-catastrophe property losses.

Quantitative information regarding the development and non-catastrophe property losses is as follows:

	Third Quarter 2016	Third Quarter 2015	Change in Ratio
(\$ in millions)	Impact on Losses Incurred Ratio	Impact on Losses Incurred Ratio	
Unfavorable prior year casualty reserve development	\$7.07.0 pts	\$— pts	7.0 pts
Increase in current year casualty reserve estimate	7.0 7.0	3.3 3.7	3.7

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Non-catastrophe property losses	16.6	16.5	14.2	14.6	0.9	
	Nine Months		Nine Months			
	2016		2015			
		Impact		Impact		Change
	Losses	on	Losses	on		in
(\$ in millions)	Incur	Loss	Incur	Loss		Ratio
		Ratio		Ratio		
Unfavorable prior year casualty reserve development	\$20.0	6.8	pts	\$3.0	1.1	pts 5.7
Increase in current year casualty reserve estimate	7.0	2.4		3.0	1.1	1.3
Non-catastrophe property losses	46.4	15.7		40.1	15.1	0.6

Unfavorable prior year casualty reserve development in Third Quarter and Nine Months 2016 was primarily due to higher severities in the 2013 and 2014 accident years coupled with higher claims frequencies in the 2015 accident year. The increase in the current year casualty reserve estimate in Third Quarter and Nine Months 2016 was driven by higher than expected claim frequencies.

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## Workers Compensation

(\$ in thousands)	Quarter ended September 30,			Nine Months ended September 30,		
	2016	2015	Change % or Points	2016	2015	Change % or Points
Statutory NPW	\$81,646	74,446	10 %	\$252,032	233,722	8 %
Direct new business	17,952	17,116	5	52,763	55,394	(5 )
Retention	85	%84	1 pts	84	%83	1 pts
Renewal pure price increases	0.9	2.5	(1.6 )	1.3	2.9	(1.6 )
Statutory NPE	\$78,596	74,560	5 %	\$229,847	213,991	7 %
Statutory combined ratio	80.2	%84.0	(3.8 ) pts	82.8	%87.7	(4.9 ) pts
% of total statutory Standard Commercial Lines NPW	18	18		19	19	

The decrease in the statutory combined ratio in Third Quarter and Nine Months 2016 compared to the same prior year periods were due to favorable prior year casualty reserve development, as illustrated in the tables below, and policyholder dividends that were down 2.3 points in the quarter and 1.4 points in the year-to-date period, compared to the same periods last year.

Information regarding prior year casualty reserve development is as follows:

(\$ in millions)	Third Quarter 2016		Third Quarter 2015		Change Points
	(Benefit) Expense	Impact on Combined Ratio	(Benefit) Expense	Impact on Combined Ratio	
Favorable prior year casualty reserve development	\$(15.0)	(19.1 ) pts	\$(14.0)	(18.8 ) pts	(0.3 ) pts
(\$ in millions)	Nine Months 2016		Nine Months 2015		Change Points
	(Benefit) Expense	Impact on Combined Ratio	(Benefit) Expense	Impact on Combined Ratio	
Favorable prior year casualty reserve development	\$(36.0)	(15.7 ) pts	\$(27.0)	(12.6 ) pts	(3.1 ) pts

Favorable prior year casualty reserve development in the quarter and year-to-date periods related primarily to lower severities in accident years 2014 and prior. We believe these claim outcome improvements are due, in part, to lower medical inflation than originally anticipated and the various claims initiatives that we have implemented, including, but not limited to, the centralization of workers compensation claims handling, the implementation of a strategic case management unit for the handling of workers compensation claims with high exposure and/or significant escalation risk, and more proactive case management in the areas of medical, pharmaceutical, and physical therapy treatments. For more information regarding the initiatives that we have undertaken regarding this line of business, refer to the Standard Market Workers Compensation Line of Business discussion within the Reserves for Losses and Loss Expenses section of "Critical Accounting Policies and Estimates" of our 2015 Annual Report.

## Commercial Property

(\$ in thousands)	Quarter ended September 30,			Nine Months ended September 30,		
	2016	2015	Change % or Points	2016	2015	Change % or Points
Statutory NPW	\$82,695	77,674	6 %	\$237,693	219,308	8 %
Direct new business	18,743	17,730	6	56,892	54,457	4

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Retention	82	%83	(1 )	pts	82	%82	—	pts
Renewal pure price increases	2.0	2.7	(0.7 )		2.3	2.8	(0.5 )	
Statutory NPE	\$74,052	68,587	8	%	\$217,821	199,699	9	%
Statutory combined ratio	85.2	%67.8	17.4	pts	85.0	%86.9	(1.9 )	pts
% of total statutory Standard Commercial Lines NPW	18	19			18	18		

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The fluctuations in the statutory combined ratio in Third Quarter 2016 compared to Third Quarter 2015 and in Nine Months 2016 compared to Nine Months 2015 were driven by the following:

(\$ in millions)	Third Quarter 2016		Third Quarter 2015		Change % or Points	
	(Benefit) Expense	Impact on Combined Ratio	(Benefit) Expense	Impact on Combined Ratio		
Catastrophe losses	\$3.44.5	pts	\$(0.5)	(0.8 ) pts	5.3 pts	
Non-catastrophe property losses	27.7	37.4	17.4	25.3	12.1	
(\$ in millions)	Nine Months 2016		Nine Months 2015		Change % or Points	
	(Benefit) Expense	Impact on Combined Ratio	(Benefit) Expense	Impact on Combined Ratio		
Catastrophe losses	\$16.5	7.6	pts	\$25.6	12.8	pts(5.2 ) pts
Non-catastrophe property losses	74.0	34.0	62.6	31.3	2.7	

The increase in non-catastrophe property losses in Third Quarter 2016 was driven by higher fire and weather-related losses than in Third Quarter 2015, reflecting volatility from period to period that is normally associated with our commercial property line of business.

## Standard Personal Lines

(\$ in thousands)	Quarter ended September 30,			Nine Months ended September 30,			Change % or Points
	2016	2015	Change % or Points	2016	2015	Change % or Points	
GAAP Insurance Operations Results:							
NPW	\$76,225	76,927	(1 ) %	\$213,770	217,937	(2 ) %	
NPE	68,690	72,088	(5 )	209,719	216,638	(3 )	
Less:							
Loss and loss expense incurred	41,582	49,588	(16 )	123,489	156,490	(21 )	
Net underwriting expenses incurred	22,837	19,674	16	67,229	64,443	4	
Underwriting gain (loss)	\$4,271	2,826	51 %	\$19,001	(4,295 )	542 %	
GAAP Ratios:							
Loss and loss expense ratio	60.5	%68.8	(8.3 ) pts	58.9	%72.2	(13.3 ) pts	
Underwriting expense ratio	33.3	27.3	6.0	32.0	29.8	2.2	
Combined ratio	93.8	96.1	(2.3 )	90.9	102.0	(11.1 )	
Statutory Ratios:							
Loss and loss expense ratio	60.7	68.7	(8.0 )	58.9	72.4	(13.5 )	
Underwriting expense ratio	31.3	26.3	5.0	31.8	29.3	2.5	
Combined ratio	92.0	%95.0	(3.0 ) pts	90.7	%101.7	(11.0 ) pts	

The NPW in Third Quarter 2016 was flat compared to Third Quarter 2015, while on a year-to-date basis new business was not sufficient to compensate for the attrition reflected in the 2016 retention ratios illustrated in the table below.

(\$ in millions)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
New business	\$12.0	9.1	\$29.0	25.0

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Retention	83	%83	82	%82
Renewal pure price increases	4.7	5.4	5.0	6.3

The NPE decreases in Third Quarter and Nine Months 2016 compared to Third Quarter and Nine Months 2015 were consistent with the fluctuations in NPW for the twelve-month period ended September 30, 2016 compared with the twelve-month period ended September 30, 2015.

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The GAAP loss and loss expense ratio decreased 8.3 points in Third Quarter 2016 compared to Third Quarter 2015 and 13.3 points in Nine Months 2016 compared to Nine Months 2015. These decreases were driven by lower property losses and flood claims handling fees related to the flooding in Louisiana in Third Quarter 2016. The quantitative breakout of these drivers were as follows:

(\$ in millions)	Third Quarter 2016			Third Quarter 2015			Change in Ratio
	Loss and Expense Incurred	Impact on Loss Expense Ratio	pts	Loss and Expense Incurred	Impact on Loss Expense Ratio	pts	
Catastrophe losses	\$2.5	3.6	pts	\$5.8	8.0	pts	(4.4 ) pts
Non-catastrophe property losses	18.9	27.6		21.0	29.1		(1.5 )
Flood claims handling fees	(2.0 )	(2.9 )		(0.8 )	(1.1 )		(1.8 )

(\$ in millions)	Nine Months 2016			Nine Months 2015			Change in Ratio
	Loss and Expense Incurred	Impact on Loss Expense Ratio	pts	Loss and Expense Incurred	Impact on Loss Expense Ratio	pts	
Catastrophe losses	\$6.8	3.2	pts	20.4	9.4	pts	(6.2 ) pts
Non-catastrophe property losses	53.6	25.6		68.0	31.4		(5.8 )
Flood claims handling fees	(4.0 )	(1.9 )		(2.0 )	(0.9 )		(1.0 )

The increase in the GAAP underwriting expense ratio in the quarter and year-to-date periods was primarily driven by increased costs associated with: (i) capital technology improvements; (ii) underwriting expenses from third-party data vendors; and (iii) higher supplemental commission expense to our distribution partners. Additionally, the GAAP underwriting expense ratio increased in Third Quarter 2016 compared to Third Quarter 2015, due to a year-to-date reallocation of overhead expenses to Standard Commercial Lines to match actual production in the Third Quarter 2015.

## E&amp;S Insurance Operations

(\$ in thousands)	Quarter ended September 30,			Change % or Points	Nine Months ended September 30,			Change % or Points
	2016	2015			2016	2015		
GAAP Insurance Operations Results:								
NPW	\$53,004	54,067	(2 ) %	\$154,887	137,199	13	%	
NPE	52,153	45,760	14	151,348	124,904	21		
Less:								
Loss and loss expense incurred	36,461	31,952	14	105,209	85,374	23		
Net underwriting expenses incurred	18,054	15,830	14	49,604	44,563	11		
Underwriting loss	\$(2,362 )	(2,022 )	(17 ) %	\$(3,465 )	(5,033 )	31	%	
GAAP Ratios:								
Loss and loss expense ratio	69.9	%69.8	0.1 pts	69.5	%68.4	1.1	pts	

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Underwriting expense ratio	34.6	34.6	—	32.8	35.6	(2.8 )
Combined ratio	104.5	104.4	0.1	102.3	104.0	(1.7 )
Statutory Ratios:						
Loss and loss expense ratio	70.0	69.9	0.1	69.5	68.3	1.2
Underwriting expense ratio	31.4	31.2	0.2	31.4	33.5	(2.1 )
Combined ratio	101.4	% 101.1	0.3	pts 100.9	% 101.8	(0.9 ) pts

We continue to focus on profitability drivers in our E&S operations and have achieved price increases of 5.8% in the quarter and 4.8% in the year-to-date period. In this competitive marketplace, this focus has put pressure on NPW, which was down 2%, to \$53 million, in the quarter and up 13%, to \$154.9 million, in the year-to-date period.

Quantitative information is as follows:

	Quarter ended September 30,		Nine Months ended September 30,	
(\$ in millions)	2016	2015	2016	2015
Direct new business	\$24.2	27.1	72.1	74.2
Price increases	5.8	%3.4	4.8	%1.8



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The NPE increases in Third Quarter and Nine Months 2016, compared to Third Quarter and Nine Months 2015, were consistent with the fluctuations in NPW for the twelve-month period ended September 30, 2016 compared with the twelve-month period ended September 30, 2015.

The GAAP loss and loss expense ratio remained flat in Third Quarter 2016 and increased 1.1 points in Nine Months 2016 compared to the same prior year periods. Both periods included a 3.7-point increase in current year loss costs, as well as the following:

(\$ in millions)	Third Quarter 2016		Third Quarter 2015		Change	
	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	in Ratio	
Non-catastrophe property losses	\$7.9	15.2 pts	\$6.3	13.7 pts	1.5	pts
Unfavorable prior year casualty development	—	—	4.0	8.6	(8.6)	)
Catastrophe losses	1.7	3.3	0.3	0.7	2.6	
(\$ in millions)	Nine Months 2016		Nine Months 2015		Change	
	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	Loss and Impact on Loss Expense Ratio	in Ratio	
Non-catastrophe property losses	\$18.8	12.4 pts	\$18.0	14.4 pts	(2.0)	) pts
Unfavorable prior year casualty development	3.0	2.0	6.0	4.8	(2.8)	)
Catastrophe losses	4.9	3.2	2.8	2.2	1.0	

The GAAP underwriting expense ratio decreased 2.8 points in Nine Months 2016, compared to Nine Months 2015, primarily due to the following:

- 1.8-point reduction in Nine Months 2016 from a lower annual cash incentive plan payment for employees in this segment based on 2015 underwriting results; and
- 0.7-point decrease in Nine Months 2016 from lower commission expenses to our distribution partners reflecting a change in the mix of business written in this segment, as well as lower supplemental commission expense.

We are working to improve the results in this segment of our business by implementing targeted price increases, underwriting changes, and the integration of claims handling functions into our corporate operations to improve claims outcomes. For more information regarding the initiatives that we have undertaken, refer to the E&S Lines discussion within the Reserves for Losses and Loss Expenses section of "Critical Accounting Policies and Estimates" of our 2015 Annual Report. We believe these initiatives will position this segment for improved results in the coming years.

#### Reinsurance

We have successfully completed negotiations of our July 1, 2016 excess of loss treaties, which provide coverage for our Standard Commercial Lines, Standard Personal Lines, and E&S Lines. The renewal of these treaties included some enhancements in terms and conditions, with the same structure as the expiring treaties as follows:

Property Excess of Loss

The property excess of loss treaty ("Property Treaty") provides \$58.0 million of coverage in excess of a \$2.0 million retention:

- The per occurrence cap on the first and second layers is \$84.0 million.
- The first layer has unlimited reinstatements and a limit of \$8.0 million in excess of \$2.0 million.
- The annual aggregate limit for the \$30.0 million in excess of \$10.0 million second layer is \$120.0 million.
- A third layer has a limit of \$20.0 million excess of \$40.0 million with an annual aggregate limit of approximately \$70.0 million.
- The Property Treaty excludes nuclear, biological, chemical, and radiological ("NBCR") terrorism losses.

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## Casualty Excess of Loss

The casualty excess of loss treaty (“Casualty Treaty”) provides \$88.0 million of coverage in excess of a \$2.0 million retention:

• The first through sixth layers provide coverage for 100% of up to \$88.0 million in excess of a \$2.0 million retention.

• The Casualty Treaty includes a \$25.0 million limit, per life, on our workers compensation business, which is a \$4.0 million increase from the prior treaty.

• The Casualty Treaty excludes NBCR terrorism losses and has annual aggregate non-NBCR terrorism limits of \$208.0 million.

## Investments

Our investment philosophy includes certain return and risk objectives for the fixed income, equity, and other investment portfolios. After-tax yield and income generation are key drivers to our investment strategy, which has historically been balanced with a long-term “buy-and-hold,” low turnover approach.

In the fourth quarter of 2016, we will be implementing a change to our fixed income strategy to more actively manage the portfolio to maximize after-tax income and total return, while maintaining a similar level of credit quality and duration risk. We have evaluated our existing strategy in the context of the current market environment, and concluded that this change was necessary to more effectively navigate and manage the portfolio in response to the persistently low interest rate environment.

## Total Invested Assets

(\$ in thousands)	September 30, December 31,		Change	
	2016	2015	% or Points	
Total invested assets	\$5,368,424	5,089,269	5	%
Unrealized gain – before tax	174,781	69,224	152	
Unrealized gain – after tax	113,608	44,996	152	
Invested assets per dollar of stockholders' equity	3.41	3.64	(6	)
Annualized after-tax yield on investment portfolio	1.8	% 1.9	(0.1	) pts
Annualized ROE	6.5	7.0	(0.5	)

The increase in invested assets at September 30, 2016 compared to December 31, 2015 was driven by higher unrealized gains, primarily on our fixed income securities portfolio, as well as operating cash flow of \$177.5 million. During Nine Months 2016, interest rates on the 10-year U.S. Treasury Note fell by 68 basis points, which drove a \$105.6 million increase in unrealized gains on the fixed income securities portfolio. While the low interest rate environment favorably impacts our unrealized position, it presents a challenge to us in generating after-tax return, as new purchase yields are below the average yield on bonds that are currently maturing. Additionally, the increase in unrealized gains resulted in an \$0.08 reduction in our invested assets per dollar of stockholders' equity in Nine Months 2016.

## Fixed Income Securities

At September 30, 2016, our fixed income securities portfolio represented 92% of our total invested assets, compared to our December 31, 2015 allocation of 91%. The average duration of the fixed income securities portfolio as of September 30, 2016 was 3.7 years, including short-term investments, compared to the Insurance Subsidiaries' liability duration of approximately 4.3 years. The current duration of the fixed income securities portfolio is within our historical range, and is monitored and managed to maximize yield while managing interest rate risk at an acceptable level. We maintain a well-diversified portfolio across sectors, credit quality, and maturities that affords us ample liquidity. Every purchase or sale is made with the intent of maximizing risk-adjusted investment returns in the current market environment while balancing capital preservation. Our fixed income securities portfolio had a weighted average credit rating of "AA-" as of both September 30, 2016 and December 31, 2015.

The sector composition and credit quality of our major asset categories within our fixed income securities portfolio did not significantly change from December 31, 2015. Our top 10 state exposures represented 54% of the total municipal bond portfolio as of September 30, 2016 and had an average rating of "AA." A portion of our municipal bond portfolio contains insurance enhancements; however, the ratings of the securities with and without insurance remained unchanged as we generally purchase securities based on their underlying credit quality. For details regarding this credit quality information, see Item 7A. "Quantitative and Qualitative Disclosures About Market Risk." of our 2015 Annual Report.

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## Net Investment Income

The components of net investment income earned for the indicated periods were as follows:

(\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
Fixed income securities	\$32,453	30,601	95,850	92,227
Equity securities	1,506	2,370	5,940	6,546
Short-term investments	192	24	493	72
Other investments	1,628	1,337	(49 )	(781 )
Investment expenses	(2,404 )	(2,271 )	(6,908 )	(6,856 )
Net investment income earned – before tax	33,375	32,061	95,326	91,208
Net investment income tax expense	(8,462 )	(7,506 )	(23,328)	(20,666)
Net investment income earned – after tax	\$24,913	24,555	71,998	70,542
Effective tax rate	25.4	% 23.4	24.5	22.7
Annualized after-tax yield on fixed income securities	2.0	2.1	2.0	2.1
Annualized after-tax yield on investment portfolio	1.9	2.0	1.8	1.9

Income on our fixed income securities portfolio increased in both Third Quarter and Nine Months 2016, reflecting a higher asset base in this portfolio.

## Realized Gains and Losses

Our general philosophy for sales of securities is to reduce our exposure to securities and sectors based on economic evaluations and when the fundamentals for that security or sector have deteriorated, or to opportunistically trade out of securities to other securities with better economic return characteristics. Net realized gains for the indicated periods were as follows:

(\$ in thousands)	Quarter ended September 30,		Nine Months ended September 30,	
	2016	2015	2016	2015
Net realized gains, excluding OTTI	\$4,030	1,590	7,233	23,598
OTTI	(342 )	(1,282)	(4,484)	(7,827 )
Total net realized gains (losses)	3,688	308	2,749	15,771

Net realized gains excluding OTTI in Nine Months 2015 reflect the sale of AFS equity securities related to a change in our dividend strategy from a quantitative, model-driven stock selection strategy to a fundamentally-based stock selection approach.

For further discussion of our realized gains and losses, as well as our OTTI methodology, see Note 2. "Summary of Significant Accounting Policies" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report. For additional information about our OTTI charges, see Note 4. "Investments" in Item 1. "Financial Statements." of this Form 10-Q.

## Federal Income Taxes

The following table provides information regarding federal income taxes:

Quarter ended September 30,	Nine Months ended
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(\$ in millions)	2016	2015	September	
			2016	2015
Federal income tax expense	\$ 16.9	18.8	50.5	48.4
Effective tax rate	31	% 29	30	29

The effective tax rate remained relatively stable with the comparable prior year periods, as tax-advantaged income remained flat compared to the fluctuation in overall pre-tax income. The effective federal income tax rate differs from the normal statutory rate primarily as a result of recurring non-taxable items, such as tax-advantaged interest and dividends received deduction.

We believe that our future effective tax rate will continue to be impacted by similar items, assuming no significant changes to tax laws occur that would impact our tax-advantaged investments.

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### Financial Condition, Liquidity, and Capital Resources

Capital resources and liquidity reflect our ability to generate cash flows from business operations, borrow funds at competitive rates, and raise new capital to meet operating and growth needs.

#### Liquidity

We manage liquidity with a focus on generating sufficient cash flows to meet the short-term and long-term cash requirements of our business operations. Our cash and short-term investment position of \$171 million at September 30, 2016 was comprised of \$23 million at the Parent and \$148 million at the Insurance Subsidiaries. Short-term investments are generally maintained in "AAA" rated money market funds approved by the National Association of Insurance Commissioners. The Parent maintains a fixed income security investment portfolio containing high-quality, highly-liquid government and corporate fixed income securities. This portfolio amounted to \$75 million at September 30, 2016, compared to \$62 million at December 31, 2015.

#### Sources of Liquidity

Sources of cash for the Parent have historically consisted of dividends from the Insurance Subsidiaries, the investment portfolio discussed above, borrowings under lines of credit and loan agreements with certain Insurance Subsidiaries, and the issuance of stock and debt securities. We continue to monitor these sources, giving consideration to our long-term liquidity and capital preservation strategies.

#### Insurance Subsidiary Dividends

We currently anticipate that the Insurance Subsidiaries will pay \$61 million in total dividends to the Parent in 2016. Cash dividends of \$46 million were paid during Nine Months 2016. As of December 31, 2015, our allowable ordinary maximum dividend was \$178 million for 2016.

Any dividends to the Parent are subject to the approval and/or review of the insurance regulators in the respective Insurance Subsidiaries' domiciliary states and are generally payable only from earned surplus as reported in the statutory annual statements of those subsidiaries as of the preceding December 31. Although past dividends have historically been met with regulatory approval, there is no assurance that future dividends that may be declared will be approved. Indiana state regulators passed legislation revising the calculation to determine an extraordinary dividend, which became effective on July 1, 2016. For additional information regarding dividend restrictions, refer to Note 19. "Statutory Financial Information, Capital Requirements, and Restrictions on Dividends and Transfers of Funds" in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

The Insurance Subsidiaries generate liquidity through insurance float, which is created by collecting premiums and earning investment income before losses are paid. The period of the float can extend over many years. Our investment portfolio consists of maturity dates that continually provide a source of cash flows for claims payments in the ordinary course of business. The duration of the fixed income securities portfolio, including short-term investments, was 3.7 years as of September 30, 2016, while the liabilities of the Insurance Subsidiaries have a duration of 4.3 years. As protection for the capital resources at the Insurance Subsidiaries, we purchase reinsurance coverage for any significantly large claims or catastrophes that may occur during the year.

#### Line of Credit

The Parent's line of credit with Wells Fargo Bank, National Association, as administrative agent, and Branch Banking and Trust Company (BB&T) (referred to as our "Line of Credit"), was renewed effective December 1, 2015 with a borrowing capacity of \$30 million, which can be increased to \$50 million with the approval of both lending partners. This Line of Credit expires on December 1, 2020 and has an interest rate which varies and is based on, among other factors, the Parent's debt ratings. There were no balances outstanding under the Line of Credit at September 30, 2016 or at any time during 2016.

The Line of Credit agreement contains representations, warranties, and covenants that are customary for credit facilities of this type, including, without limitation, financial covenants under which we are obligated to maintain a minimum consolidated net worth, a minimum combined statutory surplus, and a maximum ratio of consolidated debt to total capitalization, as well as covenants limiting our ability to: (i) merge or liquidate; (ii) incur debt or liens; (iii) dispose of assets; (iv) make certain investments and acquisitions; and (v) engage in transactions with affiliates.



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The table below outlines information regarding certain of the covenants in the Line of Credit:

	Required as of September 30, 2016	Actual as of September 30, 2016
Consolidated net worth	\$1.0 billion	\$1.6 billion
Statutory surplus	Not less than \$750 million	\$1.6 billion
Debt-to-capitalization ratio <sup>1</sup>	Not to exceed 35%	21.5%
A.M. Best financial strength rating	Minimum of A-	A

<sup>1</sup> Calculated in accordance with the Line of Credit agreement.

Several of our Insurance Subsidiaries are members of certain branches of the Federal Home Loan Bank, which provides those subsidiaries with additional access to liquidity. Membership is as follows:

Branch	Insurance Subsidiary Member
Federal Home Loan Bank of Indianapolis ("FHLBI")	Selective Insurance Company of South Carolina ("SICSC") <sup>1</sup> Selective Insurance Company of the Southeast ("SICSE") <sup>1</sup>
Federal Home Loan Bank of New York ("FHLBNY")	Selective Insurance Company of America ("SICA") Selective Insurance Company of New York ("SICNY")

<sup>1</sup>These subsidiaries are jointly referred to as the "Indiana Subsidiaries" as they are domiciled in Indiana.

The Line of Credit permits aggregate borrowings from the FHLBI and the FHLBNY up to 10% of the respective member company's admitted assets for the previous year. Additionally, the FHLBNY limits borrowings by SICA and SICNY to 5% of admitted assets for the previous year. All borrowings from both the FHLBI and the FHLBNY are required to be secured by investments pledged as collateral. For additional information regarding collateral outstanding, refer to Note 4. "Investments" in Item 1. "Financial Statements." of this Form 10-Q. The following table provides information on the remaining capacity for Federal Home Loan Bank borrowings based on these restrictions, as well as the amount of additional stock that would need to be purchased to allow these member companies to borrow their remaining capacity:

(\$ in millions)	Admitted Assets as of December 31, 2015	Borrowing Limitation	Amount Borrowed	Remaining Capacity	Additional Stock Requirements
As of September 30, 2016					
SICSC	\$ 594.3	\$ 59.4	27.0	32.4	1.2
SICSE	461.8	46.2	18.0	28.2	0.8
SICA	2,140.7	107.0	50.0	57.0	2.6
SICNY	403.4	20.2	—	20.2	0.9
Total		\$ 232.8	95.0	137.8	5.5

#### Intercompany Loan Agreements

The Parent has lending agreements with the Indiana Subsidiaries that have been approved by the Indiana Department of Insurance, which provide additional liquidity to the Parent. Similar to the Line of Credit agreement, these lending agreements limit borrowings by the Parent from the Indiana Subsidiaries to 10% of the admitted assets of the respective Indiana Subsidiary. The following table provides information on the Parent's borrowings and remaining borrowing capacity from the Indiana Subsidiaries:

(\$ in millions)	Admitted Assets as of December 31, 2015	Borrowing Limitation	Amount Borrowed	Remaining Capacity
As of September 30, 2016				
SICSC	\$ 594.3	\$ 59.4	28.3	31.1
SICSE	461.8	46.2	18.2	28.0

Total	\$ 105.6	46.5	59.1
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#### Short-term Borrowings

In Nine Months 2016, SICA borrowed an aggregate of \$105 million from the FHLBNY, of which \$55 million has already matured and has been paid. The remaining \$50 million is due in 2021. For further information regarding these and other borrowings, see Note 5. "Indebtedness" in Item 1. "Financial Statements." of this Form 10-Q.

#### Capital Market Activities

The Parent had no private or public issuances of stock or debt instruments during Nine Months 2016.

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### Uses of Liquidity

The liquidity generated from the sources discussed above is used, among other things, to pay dividends to our shareholders. Dividends on shares of the Parent's common stock are declared and paid at the discretion of the Board of Directors based on our operating results, financial condition, capital requirements, contractual restrictions, and other relevant factors. On October 26, 2016, our Board of Directors declared, for stockholders of record as of November 15, 2016, a \$0.16 per share dividend to be paid on December 1, 2016. This is a 7% increase compared with the dividend declared on July 27, 2016.

Our ability to meet our interest and principal repayment obligations on our debt, as well as our ability to continue to pay dividends to our stockholders, is dependent on liquidity at the Parent coupled with the ability of the Insurance Subsidiaries to pay dividends, if necessary, and/or the availability of other sources of liquidity to the Parent. We have a scheduled repayment of our \$45 million outstanding borrowing from the FHLBI in December 2016, which we anticipate refinancing. Subsequent to that payment, our next principal debt repayment is due in 2021.

Restrictions on the ability of the Insurance Subsidiaries to declare and pay dividends, without alternative liquidity options, could materially affect our ability to service debt and pay dividends on common stock.

### Capital Resources

Capital resources provide protection for policyholders, furnish the financial strength to support the business of underwriting insurance risks, and facilitate continued business growth. At September 30, 2016, we had statutory surplus of \$1.6 billion and GAAP stockholders' equity of \$1.6 billion. With total debt of \$424 million, our debt-to-capital ratio was approximately 21%.

Our cash requirements include, but are not limited to, principal and interest payments on various notes payable, dividends to stockholders, payment of claims, payment of commitments under limited partnership agreements and capital expenditures, as well as other operating expenses, which include commissions to our distribution partners, labor costs, premium taxes, general and administrative expenses, and income taxes. For further details regarding our cash requirements, refer to the section below entitled, "Contractual Obligations, Contingent Liabilities, and Commitments."

We continually monitor our cash requirements and the amount of capital resources that we maintain at the holding company and operating subsidiary levels. As part of our long-term capital strategy, we strive to maintain capital metrics, relative to the macroeconomic environment, that support our targeted financial strength. Based on our analysis and market conditions, we may take a variety of actions, including, but not limited to, contributing capital to the Insurance Subsidiaries in our insurance operations, issuing additional debt and/or equity securities, repurchasing shares of the Parent's common stock, and increasing stockholders' dividends.

Our capital management strategy is intended to protect the interests of the policyholders of the Insurance Subsidiaries and our stockholders, while enhancing our financial strength and underwriting capacity.

Book value per share increased to \$27.22 as of September 30, 2016, up from \$24.37 as of December 31, 2015, due to \$2.03 in net income and \$1.19 in unrealized gains on our investment portfolio, partially offset by \$0.45 in dividends to our shareholders.

### Ratings

We are rated by major rating agencies that issue opinions on our financial strength, operating performance, strategic position, and ability to meet policyholder obligations. We believe that our ability to write insurance business is most influenced by our rating from A.M. Best. We have been rated "A" or higher by A.M. Best for the past 86 years. A downgrade from A.M. Best to a rating below "A-" is an event of default under our Line of Credit and could affect our

ability to write new business with customers and/or distribution partners, some of whom are required (under various third-party agreements) to maintain insurance with a carrier that maintains a specified A.M. Best minimum rating.

On October 25, 2016, S&P Global Ratings ("S&P") upgraded our financial strength rating to "A" from "A-" with a stable outlook. This rating reflects S&P's view of our strong business risk profile and strong financial risk profile, built on our strong competitive position and very strong capital and earnings. In addition, our stable outlook reflects S&P's expectation that we will sustain our strong competitive position and operating performance.

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Our other ratings have not changed from those reported in our "Ratings" section of Item 7. "Management's Discussion and Analysis of Financial Condition and Results of Operations." in our 2015 Annual Report and continue to be as follows:

	Financial Strength Rating	Outlook
NRSRO		
A.M. Best	A	Stable
Moody's Investor Services ("Moody's")	A2	Stable
Fitch Ratings ("Fitch")	A+	Stable

Our S&P, Moody's, and Fitch financial strength and associated credit ratings affect our ability to access capital markets. The interest rate on our Line of Credit varies and is based on, among other factors, the Parent's debt ratings. There can be no assurance that our ratings will continue for any given period of time or that they will not be changed. It is possible that positive or negative ratings actions by one or more of the rating agencies may occur in the future.

**Off-Balance Sheet Arrangements**

At September 30, 2016 and December 31, 2015, we did not have any material relationships with unconsolidated entities or financial partnerships, also referred to as structured finance or special purpose entities, which would have been established for the purpose of facilitating off-balance sheet arrangements or for other contractually narrow or limited purposes. As such, we are not exposed to any material financing, liquidity, market, or credit risk that could arise if we had engaged in such relationships.

**Contractual Obligations, Contingent Liabilities, and Commitments**

Our future cash payments associated with: (i) loss and loss expense reserves; (ii) contractual obligations pursuant to operating leases for office space and equipment; and (iii) notes payable have not materially changed since December 31, 2015. As of September 30, 2016, we had contractual obligations that expire at various dates through 2030 that may require us to invest up to an additional \$134 million in alternative and other investments. There is no certainty that any such additional investment will be required. Additionally, as of September 30, 2016, we had contractual obligations that expire in 2019 to invest \$12.9 million in a non-publicly traded common stock within our AFS portfolio. We expect to have the capacity to repay and/or refinance these obligations as they come due.

We have issued no material guarantees on behalf of others and have no trading activities involving non-exchange traded contracts accounted for at fair value. We have no material transactions with related parties other than those disclosed in Note 16. "Related Party Transactions" included in Item 8. "Financial Statements and Supplementary Data." of our 2015 Annual Report.

**ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK.**

There have been no material changes in the information about market risk set forth in our 2015 Annual Report.

**ITEM 4. CONTROLS AND PROCEDURES.**

Our management, with the participation of our Chief Executive Officer and Chief Accounting Officer, who has assumed certain additional responsibilities related to disclosure controls and procedures in the absence of a sitting Chief Financial Officer, has evaluated the effectiveness of our disclosure controls and procedures (as such term is defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended ("Exchange Act")), as of the end of the period covered by this report. In performing this evaluation, management used the criteria set forth by the Committee of Sponsoring Organizations of the Treadway Commission in Internal Control – Integrated Framework ("COSO Framework") in 2013. Based on this evaluation, our Chief Executive Officer and Chief Accounting Officer have concluded that, as of the end of such period, our disclosure controls and procedures are: (i) effective in recording, processing, summarizing, and reporting information on a timely basis that we are required to disclose in the reports that we file or submit under the Exchange Act; and (ii) effective in ensuring that information

that we are required to disclose in the reports that we file or submit under the Exchange Act is accumulated and communicated to our management, including our Chief Executive Officer and Chief Accounting Officer, as appropriate, to allow timely decisions regarding required disclosure. No changes in our internal control over financial reporting (as such term is defined in Rule 13a-15(f) of the Exchange Act) occurred during Nine Months 2016 that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

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## PART II. OTHER INFORMATION

## ITEM 1. LEGAL PROCEEDINGS.

In the ordinary course of conducting business, we are named as defendants in various legal proceedings. Most of these proceedings are claims litigation involving our Insurance Subsidiaries as either: (i) liability insurers defending or providing indemnity for third-party claims brought against our customers; or (ii) insurers defending first-party coverage claims brought against them. We account for such activity through the establishment of unpaid loss and loss expense reserves. We expect that the ultimate liability, if any, with respect to such ordinary course claims litigation, after consideration of provisions made for potential losses and costs of defense, will not be material to our consolidated financial condition, results of operations, or cash flows.

Our Insurance Subsidiaries are also from time to time involved in other legal actions, some of which assert claims for substantial amounts. These actions include, among others, putative class actions seeking certification of a state or national class. Such putative class actions have alleged, for example, improper reimbursement of medical providers paid under workers compensation and personal and commercial automobile insurance policies. Our Insurance Subsidiaries are also involved from time to time in individual actions in which extra-contractual damages, punitive damages, or penalties are sought, such as claims alleging bad faith in the handling of insurance claims. We believe that we have valid defenses to these cases. We expect that the ultimate liability, if any, with respect to such lawsuits, after consideration of provisions made for estimated losses, will not be material to our consolidated financial condition. Nonetheless, given the large or indeterminate amounts sought in certain of these actions, and the inherent unpredictability of litigation, an adverse outcome in certain matters could, from time to time, have a material adverse effect on our consolidated results of operations or cash flows in particular quarterly or annual periods. As of September 30, 2016, we do not believe the Company was involved in any legal action that could have a material adverse effect on our consolidated financial condition, results of operations, or cash flows.

## ITEM 1A. RISK FACTORS.

Certain risk factors exist that can have a significant impact on our business, liquidity, capital resources, results of operations, financial condition, and debt ratings. The impact of these risk factors also could impact certain actions that we take as part of our long-term capital strategy, including but not limited to, contributing capital to any or all of the Insurance Subsidiaries, issuing additional debt and/or equity securities, repurchasing our equity securities, redeeming our fixed income securities, or increasing or decreasing stockholders dividends. We operate in a continually changing business environment and new risk factors emerge from time to time. Consequently, we can neither predict such new risk factors nor assess the potential future impact, if any, they might have on our business. There have been no material changes from the risk factors disclosed in Item 1A. "Risk Factors." in our 2015 Annual Report.

## ITEM 2. UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS.

The following table provides information regarding our purchases of our common stock in Third Quarter 2016:

Period	Total Number of Shares Purchased <sup>1</sup>	Average Price Paid per Share	Total Number of Shares Purchased as Part of Publicly Announced Programs	Maximum Number of Shares that May Yet Be Purchased Under the Announced Programs
July 1 – 31, 2016	—	\$ —	—	—
August 1 - 31, 2016	—	—	—	—
September 1 - 30, 2016	14,385	39.35	—	—

Total	14,385	\$ 39.35	—	—
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<sup>1</sup>During Third Quarter 2016, 14,385 shares were purchased from employees in connection with the vesting of restricted stock units. These repurchases were made to satisfy tax withholding obligations with respect to those employees. These shares were not purchased as part of any publicly announced program. The shares that were purchased in connection with the vesting of restricted stock units were purchased at fair market value as defined in the Selective Insurance Group, Inc. 2014 Omnibus Stock Plan and the Selective Insurance Group, Inc. 2005 Omnibus Stock Plan As Amended and Restated Effective as of May 1, 2010.

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ITEM 6. EXHIBITS.

Exhibit No.

- \* 11 Statement Re: Computation of Per Share Earnings.
- \* 31.1 Certification of Chief Executive Officer in accordance with Section 302 of the Sarbanes-Oxley Act of 2002.
- \* 31.2 Certification of Chief Accounting Officer in accordance with Section 302 of the Sarbanes-Oxley Act of 2002.
- \* 32.1 Certification of Chief Executive Officer in accordance with Section 906 of the Sarbanes-Oxley Act of 2002.
- \* 32.2 Certification of Chief Accounting Officer in accordance with Section 906 of the Sarbanes-Oxley Act of 2002.
- \*\* 101.INS XBRL Instance Document.
- \*\* 101.SCH XBRL Taxonomy Extension Schema Document.
- \*\* 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document.
- \*\* 101.LAB XBRL Taxonomy Extension Label Linkbase Document.
- \*\* 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document.
- \*\* 101.DEF XBRL Taxonomy Extension Definition Linkbase Document.

\* Filed herewith.

\*\* Furnished and not filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Report to be signed on its behalf by the undersigned thereunto duly authorized.

SELECTIVE INSURANCE GROUP, INC.

Registrant

By: /s/ Gregory E. Murphy October 27, 2016

Gregory E. Murphy  
Chairman of the Board and Chief Executive Officer

By: /s/ Anthony D. Harnett October 27, 2016

Anthony D. Harnett  
Senior Vice President and Chief Accounting Officer  
(principal accounting officer)