

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

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2023
OF THE CONDITION AND AFFAIRS OF THE
MUTUAL OF OMAHA INSURANCE COMPANY

NAIC Group Code 0261 (Current) 0261 (Prior) NAIC Company Code 71412 Employer's ID Number 47-0246511

Organized under the Laws of Nebraska, State of Domicile or Port of Entry NE

Country of Domicile United States of America

Licensed as business type: Life, Accident and Health [X] Fraternal Benefit Societies [ ]

Incorporated/Organized 03/05/1909 Commenced Business 01/10/1910

Statutory Home Office Mutual of Omaha Plaza (Street and Number) Omaha, NE, US 68175 (City or Town, State, Country and Zip Code)

Main Administrative Office 3300 Mutual of Omaha Plaza (Street and Number) Omaha, NE, US 68175 (City or Town, State, Country and Zip Code) 402-342-7600 (Area Code) (Telephone Number)

Mail Address 3300 Mutual of Omaha Plaza (Street and Number or P.O. Box) Omaha, NE, US 68175 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 3300 Mutual of Omaha Plaza (Street and Number) Omaha, NE, US 68175 (City or Town, State, Country and Zip Code) 402-342-7600 (Area Code) (Telephone Number)

Internet Website Address www.mutualofomaha.com

Statutory Statement Contact Amanda R. Hawkins (Name) amanda.hawkins@mutualofomaha.com (E-mail Address) 402-351-2402 (Area Code) (Telephone Number) 402-351-3595 (FAX Number)

OFFICERS

Chief Executive Officer James Todd Blackledge Corporate Secretary Jay Alan Vankat Treasurer Scott Lawrence Herchenbach Actuary Benjamin Roger Grohmann

OTHER

Timothy Scott Ault, Executive Vice President Richard Raymond Hrabchak, Chief Financial Officer and Chief Investment Officer Stacy Ann Scholtz, Executive Vice President Bradley Neal Buechler, Executive Vice President Michael Alan Lechtenberger, Chief Information Officer Nancy Louise Crawford, General Counsel Elizabeth Ann Mazzotta, Chief Administrative Officer

DIRECTORS OR TRUSTEES

James Todd Blackledge Kimberly Nicole Ellison-Taylor Rodrigo López Edward John Bonach Tamara Simpkins Franklin # Derek Ray McClain James Richard Boyle Wayne Gary Gates Paula Rae Meyer

State of Nebraska County of Douglas SS:

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

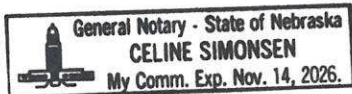
Signature of James T. Blackledge, Chief Executive Officer

Signature of Jay A. Vankat, Corporate Secretary

Signature of Scott L. Herchenbach, Treasurer

Subscribed and sworn to before me this 10 day of November 2023 Celine Simonsen

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



STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company

**ASSETS**

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	5,369,333,606	0	5,369,333,606	4,930,425,543
2. Stocks:				
2.1 Preferred stocks .....	14,241,139	0	14,241,139	14,245,603
2.2 Common stocks .....	2,596,901,845	7,751,720	2,589,150,125	2,556,710,037
3. Mortgage loans on real estate:				
3.1 First liens .....	469,323,093	0	469,323,093	437,644,631
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ .....0 encumbrances) .....	86,794,741	0	86,794,741	40,753,050
4.2 Properties held for the production of income (less \$ .....0 encumbrances) .....	4,887,555	0	4,887,555	4,906,555
4.3 Properties held for sale (less \$ .....0 encumbrances) .....	9,752,059	0	9,752,059	9,646,600
5. Cash (\$ .....3,465,241 ), cash equivalents (\$ .....8 ) and short-term investments (\$ .....15,500,000 ) .....	18,965,249	0	18,965,249	68,242,225
6. Contract loans (including \$ .....0 premium notes) .....	0	0	0	0
7. Derivatives .....	10,744,401	0	10,744,401	10,175,611
8. Other invested assets .....	613,335,551	2,830,836	610,504,715	581,607,661
9. Receivables for securities .....	393,625	0	393,625	4,367,077
10. Securities lending reinvested collateral assets .....	252,698,264	0	252,698,264	281,644,682
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	9,447,371,128	10,582,556	9,436,788,572	8,940,369,275
13. Title plants less \$ .....0 charged off (for Title insurers only) .....	0	0	0	0
14. Investment income due and accrued .....	59,824,898	0	59,824,898	50,883,802
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	208,215,794	2,338,170	205,877,624	207,172,256
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ .....0 earned but unbilled premiums) .....	0	0	0	0
15.3 Accrued retrospective premiums (\$ .....0 ) and contracts subject to redetermination (\$ .....0 ) .....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	3,036,855	0	3,036,855	2,965,223
16.2 Funds held by or deposited with reinsured companies .....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts .....	3,707,110	0	3,707,110	3,488,792
17. Amounts receivable relating to uninsured plans .....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon ....	34,511,324	0	34,511,324	21,093,785
18.2 Net deferred tax asset .....	245,512,268	171,764,025	73,748,243	79,018,152
19. Guaranty funds receivable or on deposit .....	6,119,296	0	6,119,296	7,107,205
20. Electronic data processing equipment and software .....	92,303,242	74,576,385	17,726,857	12,763,596
21. Furniture and equipment, including health care delivery assets (\$ .....0 ) .....	2,168,370	2,168,370	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates .....	225,521,195	0	225,521,195	212,584,573
24. Health care (\$ .....0 ) and other amounts receivable .....	81,593	81,593	0	0
25. Aggregate write-ins for other than invested assets .....	681,175,323	96,045,988	585,129,336	633,731,418
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	11,009,548,398	357,557,086	10,651,991,312	10,171,178,077
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0	0
28. Total (Lines 26 and 27)	11,009,548,398	357,557,086	10,651,991,312	10,171,178,077
<b>DETAILS OF WRITE-INS</b>				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Life insurance cash value .....	566,277,627	0	566,277,627	614,977,207
2502. Other miscellaneous assets .....	45,827,360	34,924,889	10,902,470	15,816,665
2503. Prepaid expenses .....	41,603,371	41,603,371	0	(479,148)
2598. Summary of remaining write-ins for Line 25 from overflow page .....	27,466,966	19,517,727	7,949,239	3,416,694
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	681,175,323	96,045,988	585,129,336	633,731,418

## STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company

**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$ .....0 less \$ .....0 included in Line 6.3 (including \$ .....0 Modco Reserve) .....	0	0
2. Aggregate reserve for accident and health contracts (including \$ .....0 Modco Reserve) .....	4,650,371,629	4,391,314,716
3. Liability for deposit-type contracts (including \$ .....0 Modco Reserve).....	0	0
4. Contract claims:		
4.1 Life .....	0	0
4.2 Accident and health .....	674,599,927	663,954,784
5. Policyholders' dividends/refunds to members \$ .....3,242 and coupons \$ .....0 due and unpaid .....	3,242	4,186
6. Provision for policyholders' dividends, refunds to members and coupons payable in following calendar year - estimated amounts:		
6.1 Policyholders' dividends and refunds to members apportioned for payment (including \$ .....0 Modco) .....	0	0
6.2 Policyholders' dividends and refunds to members not yet apportioned (including \$ .....0 Modco) .....	0	0
6.3 Coupons and similar benefits (including \$ .....0 Modco).....	0	0
7. Amount provisionally held for deferred dividend policies not included in Line 6 .....	0	0
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ .....0 discount; including \$ .....38,700,830 accident and health premiums .....	38,700,830	48,003,977
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts .....	0	0
9.2 Provision for experience rating refunds, including the liability of \$ .....455,856 accident and health experience rating refunds of which \$ .....0 is for medical loss ratio rebate per the Public Health Service Act .....	455,856	1,322,347
9.3 Other amounts payable on reinsurance, including \$ .....0 assumed and \$ .....0 ceded .....	0	0
9.4 Interest Maintenance Reserve .....	19,086,465	21,384,725
10. Commissions to agents due or accrued-life and annuity contracts \$ .....0, accident and health \$ .....3,594,078 and deposit-type contract funds \$ .....0 .....	3,594,078	6,713,265
11. Commissions and expense allowances payable on reinsurance assumed .....	38,023,355	45,856,382
12. General expenses due or accrued .....	173,910,213	153,352,084
13. Transfers to Separate Accounts due or accrued (net) (including \$ .....0 accrued for expense allowances recognized in reserves, net of reinsured allowances) .....	0	0
14. Taxes, licenses and fees due or accrued, excluding federal income taxes .....	11,044,379	14,169,702
15.1 Current federal and foreign income taxes, including \$ .....0 on realized capital gains (losses) .....	0	0
15.2 Net deferred tax liability .....	0	0
16. Unearned investment income .....	0	0
17. Amounts withheld or retained by reporting entity as agent or trustee .....	74,415,913	55,503,893
18. Amounts held for agents' account, including \$ .....3,964,237 agents' credit balances .....	49,648,967	50,292,314
19. Remittances and items not allocated .....	6,008,296	6,156,246
20. Net adjustment in assets and liabilities due to foreign exchange rates .....	0	0
21. Liability for benefits for employees and agents if not included above .....	130,541,089	163,961,700
22. Borrowed money \$ .....247,570,000 and interest thereon \$ .....13,441,734 .....	261,011,733	49,104,260
23. Dividends to stockholders declared and unpaid .....	0	0
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve .....	150,172,012	129,832,288
24.02 Reinsurance in unauthorized and certified (\$ .....0 ) companies .....	0	0
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$ .....0 ) reinsurers .....	0	0
24.04 Payable to parent, subsidiaries and affiliates .....	0	5,500,000
24.05 Drafts outstanding .....	11,464,773	10,232,163
24.06 Liability for amounts held under uninsured plans .....	0	0
24.07 Funds held under coinsurance .....	0	0
24.08 Derivatives .....	0	0
24.09 Payable for securities .....	1,194,339	0
24.10 Payable for securities lending .....	252,698,264	281,644,682
24.11 Capital notes \$ .....0 and interest thereon \$ .....0 .....	0	0
25. Aggregate write-ins for liabilities .....	62,955,577	61,284,732
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25) .....	6,609,900,938	6,159,588,445
27. From Separate Accounts Statement .....	0	0
28. Total liabilities (Lines 26 and 27) .....	6,609,900,938	6,159,588,445
29. Common capital stock .....	0	0
30. Preferred capital stock .....	0	0
31. Aggregate write-ins for other than special surplus funds .....	0	0
32. Surplus notes .....	711,156,733	710,997,741
33. Gross paid in and contributed surplus .....	0	0
34. Aggregate write-ins for special surplus funds .....	0	0
35. Unassigned funds (surplus) .....	3,330,933,641	3,300,591,891
36. Less treasury stock, at cost:		
36.1 .....0 shares common (value included in Line 29 \$ .....0 ) .....	0	0
36.2 .....0 shares preferred (value included in Line 30 \$ .....0 ) .....	0	0
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ .....0 in Separate Accounts Statement) .....	4,042,090,374	4,011,589,632
38. Totals of Lines 29, 30 and 37 .....	4,042,090,374	4,011,589,632
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3) .....	10,651,991,311	10,171,178,077
<b>DETAILS OF WRITE-INS</b>		
2501. Miscellaneous liabilities .....	40,726,345	41,668,135
2502. Deferred gain on affiliate exchanges .....	22,229,233	19,616,597
2503. ....	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above) .....	62,955,577	61,284,732
3101. ....	0	0
3102. ....	0	0
3103. ....	0	0
3198. Summary of remaining write-ins for Line 31 from overflow page .....	0	0
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above) .....	0	0
3401. ....	0	0
3402. ....	0	0
3403. ....	0	0
3498. Summary of remaining write-ins for Line 34 from overflow page .....	0	0
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above) .....	0	0

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company

**SUMMARY OF OPERATIONS**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts	2,962,023,382	2,863,306,995	3,843,098,763
2. Considerations for supplementary contracts with life contingencies	0	0	0
3. Net investment income	170,693,133	152,576,114	206,695,759
4. Amortization of Interest Maintenance Reserve (IMR)	1,048,976	2,024,447	2,018,510
5. Separate Accounts net gain from operations excluding unrealized gains or losses	0	0	0
6. Commissions and expense allowances on reinsurance ceded	32,218,011	34,300,540	45,070,262
7. Reserve adjustments on reinsurance ceded	0	0	0
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	0	0	0
8.2 Charges and fees for deposit-type contracts	0	0	0
8.3 Aggregate write-ins for miscellaneous income	29,152,913	14,438,344	22,403,218
9. Totals (Lines 1 to 8.3)	3,195,136,415	3,066,646,441	4,119,286,512
10. Death benefits	0	0	0
11. Matured endowments (excluding guaranteed annual pure endowments)	0	0	0
12. Annuity benefits	0	0	0
13. Disability benefits and benefits under accident and health contracts	2,265,538,357	2,107,822,054	2,823,915,684
14. Coupons, guaranteed annual pure endowments and similar benefits	0	0	0
15. Surrender benefits and withdrawals for life contracts	0	0	0
16. Group conversions	0	0	0
17. Interest and adjustments on contract or deposit-type contract funds	27,847	16,677	19,702
18. Payments on supplementary contracts with life contingencies	0	0	0
19. Increase in aggregate reserves for life and accident and health contracts	228,393,604	188,294,523	278,104,693
20. Totals (Lines 10 to 19)	2,493,959,808	2,296,133,254	3,102,040,079
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	156,627,423	153,964,349	205,983,124
22. Commissions and expense allowances on reinsurance assumed	333,153,649	356,889,441	477,758,178
23. General insurance expenses and fraternal expenses	214,361,830	197,323,458	268,416,724
24. Insurance taxes, licenses and fees, excluding federal income taxes	34,159,532	34,888,925	43,591,369
25. Increase in loading on deferred and uncollected premiums	0	0	0
26. Net transfers to or (from) Separate Accounts net of reinsurance	0	0	0
27. Aggregate write-ins for deductions	772,680	119,900,364	96,668,360
28. Totals (Lines 20 to 27)	3,233,034,922	3,159,099,790	4,194,457,833
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	(37,898,507)	(92,453,349)	(75,171,321)
30. Dividends to policyholders and refunds to members	11,176	12,004	16,190
31. Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes (Line 29 minus Line 30)	(37,909,682)	(92,465,353)	(75,187,511)
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	1,928,896	(5,304,027)	(5,448,331)
33. Net gain from operations after dividends to policyholders, refunds to members and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	(39,838,578)	(87,161,326)	(69,739,180)
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ 0 (excluding taxes of \$ (332,088) transferred to the IMR)	6,948	(7,031,368)	(7,487,242)
35. Net income (Line 33 plus Line 34)	(39,831,630)	(94,192,693)	(77,226,422)
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
36. Capital and surplus, December 31, prior year	4,011,589,632	3,996,597,022	3,996,597,022
37. Net income (Line 35)	(39,831,630)	(94,192,693)	(77,226,422)
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ 3,491,912	136,348,977	(112,299,967)	(20,318,974)
39. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
40. Change in net deferred income tax	26,264,545	11,629,762	(24,333,721)
41. Change in nonadmitted assets	(31,916,443)	(47,134,908)	(13,766,826)
42. Change in liability for reinsurance in unauthorized and certified companies	0	0	0
43. Change in reserve on account of change in valuation basis, (increase) or decrease	(5,409,344)	(95,909,690)	(89,192,290)
44. Change in asset valuation reserve	(20,339,724)	39,265,307	31,122,732
45. Change in treasury stock	0	0	0
46. Surplus (contributed to) withdrawn from Separate Accounts during period	0	0	0
47. Other changes in surplus in Separate Accounts Statement	0	0	0
48. Change in surplus notes	158,992	148,305	200,167
49. Cumulative effect of changes in accounting principles	0	0	0
50. Capital changes:			
50.1 Paid in	0	0	0
50.2 Transferred from surplus (Stock Dividend)	0	0	0
50.3 Transferred to surplus	0	0	0
51. Surplus adjustment:			
51.1 Paid in	0	0	0
51.2 Transferred to capital (Stock Dividend)	0	0	0
51.3 Transferred from capital	0	0	0
51.4 Change in surplus as a result of reinsurance	0	0	0
52. Dividends to stockholders	0	0	0
53. Aggregate write-ins for gains and losses in surplus	(34,774,631)	23,492,555	208,507,942
54. Net change in capital and surplus for the year (Lines 37 through 53)	30,500,742	(275,001,330)	14,992,610
55. Capital and surplus, as of statement date (Lines 36 + 54)	4,042,090,374	3,721,595,691	4,011,589,632
<b>DETAILS OF WRITE-INS</b>			
08.301. Other miscellaneous income	26,012,159	14,438,344	22,403,218
08.302. Increase in accrued life insurance cash value	3,140,754	0	0
08.303.	0	0	0
08.398. Summary of remaining write-ins for Line 8.3 from overflow page	0	0	0
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	29,152,913	14,438,344	22,403,218
2701. Other deductions	772,680	649,920	909,892
2702. Decrease in accrued life insurance cash value	0	119,250,444	95,758,468
2703.	0	0	0
2798. Summary of remaining write-ins for Line 27 from overflow page	0	0	0
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	772,680	119,900,364	96,668,360
5301. Income tax benefit (cost) of consolidated return	18,348,053	8,975,953	6,859,209
5302. Minimum pension liability adjustment	0	0	198,554,743
5303. Unrealized gain/loss - deferred gain on affiliate exchanges	(2,612,636)	2,717,055	9,152,176
5398. Summary of remaining write-ins for Line 53 from overflow page	(50,510,048)	11,799,547	(6,058,187)
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)	(34,774,631)	23,492,555	208,507,942

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company

**CASH FLOW**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	2,950,985,030	2,862,655,992	3,844,548,125
2. Net investment income .....	166,147,543	159,970,535	208,861,851
3. Miscellaneous income .....	58,189,294	49,219,537	68,257,328
4. Total (Lines 1 to 3) .....	3,175,321,867	3,071,846,065	4,121,667,303
5. Benefit and loss related payments .....	2,254,992,693	2,085,698,176	2,779,249,592
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	787,421,984	784,970,541	1,007,750,558
8. Dividends paid to policyholders .....	12,120	12,984	16,467
9. Federal and foreign income taxes paid (recovered) net of \$ ..... (921,467) tax on capital gains (losses) .....	(9,391,262)	(4,349,837)	(13,788,849)
10. Total (Lines 5 through 9) .....	3,033,035,535	2,866,331,864	3,773,227,768
11. Net cash from operations (Line 4 minus Line 10) .....	142,286,332	205,514,201	348,439,535
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	194,874,937	269,204,406	576,458,169
12.2 Stocks .....	207,222,496	132,907,358	165,989,653
12.3 Mortgage loans .....	20,537,142	25,971,046	39,744,778
12.4 Real estate .....	16,075	32,000	32,000
12.5 Other invested assets .....	42,149,939	52,531,678	70,687,594
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	(796)	82	(719)
12.7 Miscellaneous proceeds .....	5,167,791	3,240,170	0
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	469,967,584	483,886,741	852,911,475
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	636,839,199	370,311,656	805,865,996
13.2 Stocks .....	121,722,591	72,086,310	90,309,839
13.3 Mortgage loans .....	52,300,000	25,814,264	29,814,264
13.4 Real estate .....	46,949,251	165,045	26,193,574
13.5 Other invested assets .....	59,224,948	49,249,630	74,553,707
13.6 Miscellaneous applications .....	0	28,618,905	3,979,494
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	917,035,989	546,245,810	1,030,716,874
14. Net increase (or decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(447,068,405)	(62,359,069)	(177,805,399)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	158,992	148,305	200,167
16.2 Capital and paid in surplus, less treasury stock .....	0	0	0
16.3 Borrowed funds .....	207,682,300	(314,626,800)	(293,939,100)
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied) .....	47,663,806	8,067,353	(34,704,142)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	255,505,097	(306,411,142)	(328,443,074)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(49,276,976)	(163,256,010)	(157,808,938)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	68,242,225	226,051,163	226,051,163
19.2 End of period (Line 18 plus Line 19.1) .....	18,965,249	62,795,154	68,242,225

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

20.0001. Stocks disposed and acquired .....	80,565,171	99,376,495	113,249,099
20.0002. Change in securities lending .....	28,946,418	58,188,503	28,155,882
20.0003. Bonds disposed and acquired .....	8,572,654	37,080,522	1,556,299
20.0004. Mortgage Loan Transfer Value .....	0	4,341,736	4,341,736
20.0005. Capital contribution through payable to subsidiary .....	0	0	5,500,000

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

**Note 1 Summary of Significant Accounting Policies and Going Concern**

Within these notes to the financial statements, the following abbreviations are used for company and affiliate names, if applicable.

Legal Name	Abbreviation	Legal Name	Abbreviation
Mutual of Omaha Insurance Company	("the Company")	Mutual of Omaha Holdings, Inc.	("Mutual of Omaha Holdings")
Mutual of Omaha Insurance Company	("Mutual of Omaha")	Mutual of Omaha Structured Settlement Company	("Mutual Structured Settlement")
Omaha Insurance Company	("Omaha Insurance")	Cloverlay Sports Assets SPV L.P.	("Cloverlay")
Mutual of Omaha Medicare Advantage Company	("Omaha Medicare Advantage")	Fulcrum Growth Partners III, L.L.C.	("Fulcrum")
Omaha Health Insurance Company	("Omaha Health")	Boston Financial Opportunity Zone Fund I LP	("Boston Fund")
Omaha Supplemental Insurance Company	("Omaha Supplemental")	East Campus Realty, LLC	("East Campus")
United of Omaha Life Insurance Company	("United of Omaha")	Turner Park North, LLC	("Turner Park")
Companion Life Insurance Company	("Companion")	MGG Rated Debt Feeder Fund LP	("MGG Fund")
Omaha Reinsurance Company	("Omaha Re")	MHEG OZ Fund 1, LP	("MHEG Fund")
Medicare Advantage Insurance Company of Omaha	("Medicare Advantage Company")	Mutual of Omaha Opportunities Fund, L.P.	("MOOF Fund")
United World Life Insurance Company	("United World")	UM Holdings, LLC	("UM Holdings")
Omaha Financial Holdings, Inc.	("OFHI")	Mutual DMLT Holdings, LLC	("Mutual DMLT Trust")
Mutual of Omaha Mortgage, Inc.	("Mutual of Omaha Mortgage")	United DMLT Holdings, LLC	("United DMLT Trust")
Discovery Mortgage Loan Trust	("DMLT Trust")	Mutual of Omaha Investor Services, Inc.	("Mutual of Omaha Investor Services")
Endeavor Mortgage Loan Trust (M)	("EMLT-M")	Endeavor Mortgage Loan Trust (U)	("EMLT-U")
Mutual of Omaha Mortgage Servicing, Inc.	("Mutual of Omaha Mortgage Servicing")	Review Counsel LLC	("Review Counsel")
Legacy Benefits Origination Trust	("Legacy Trust")		

**A. Accounting Practices**

The Company has prepared the accompanying statutory financial statements in conformity with accounting practices prescribed or permitted by the State of Nebraska Department of Insurance ("NDOI"). The state of Nebraska has adopted the National Association of Insurance Commissioners' ("NAIC") statutory accounting principles ("NAIC SAP") as the basis of its statutory accounting practices. The Director of the NDOI has the right to permit other specific practices that may deviate from NAIC SAP. The Company does not utilize any permitted practices and there are not any prescribed practices applicable.

The following is a reconciliation of the Company's net income (loss) and capital and surplus between the practices prescribed or permitted by the NDOI and NAIC SAP as of and for the period ended September 30 and December 31:

	SSAP #	F/S Page	F/S Line #	2023	2022
<b>NET INCOME</b>					
(1) State basis (Page 4, Line 35, Columns 1 & 2)	XXX	XXX	XXX	\$ (39,831,630)	\$ (77,226,422)
(2) State Prescribed Practices that are an increase/ (decrease) from NAIC SAP:				—	—
(3) State Permitted Practices that are an increase/ (decrease) from NAIC SAP:				—	—
(4) NAIC SAP (1-2-3=4)	XXX	XXX	XXX	<u>\$ (39,831,630)</u>	<u>\$ (77,226,422)</u>
<b>SURPLUS</b>					
(5) State basis (Page 3, Line 38, Columns 1 & 2)	XXX	XXX	XXX	\$ 4,042,090,374	\$ 4,011,589,632
(6) State Prescribed Practices that are an increase/ (decrease) from NAIC SAP:				—	—
(7) State Permitted Practices that are an increase/ (decrease) from NAIC SAP:				—	—
(8) NAIC SAP (5-6-7=8)	XXX	XXX	XXX	<u>\$ 4,042,090,374</u>	<u>\$ 4,011,589,632</u>

**B. Use of Estimates in the Preparation of the Financial Statements**

No Change

**C. Accounting Policy**

The Company used the following accounting policies:

- (1) No Change
- (2) Bonds are stated at amortized cost using the effective yield method, except for certain bonds with an NAIC designation of 6, which are stated at lower of amortized cost or fair value. Exchange Traded Funds, eligible for bond reporting by the NAIC Securities Valuation Office ("SVO Identified Funds-ETFs"), captured within the scope of Statement of Statutory Accounting Principles ("SSAP") No. 26R, Bonds ("SSAP No. 26R"), are stated at fair value and classified as bonds.
- (3) - (5) No Change
- (6) Premiums and discounts on loan-backed bonds and structured securities are amortized using the prospective or retrospective method based on anticipated prepayments from the date of purchase. Changes in estimated cash flows due to changes in estimated prepayments are accounted for using the prospective method for impaired securities and securities valued based on an index, and the retrospective method for all other securities.
- (7) - (13) No Change

**D. Going Concern**

Management's evaluation of all known and reasonably knowable conditions and events for the Company, as of September 30, 2023, has concluded there are no substantial doubts about the entity's ability to continue as a going concern, or meet its obligations within one year of the financial statement's issuance date.

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

**Note 2 Accounting Changes and Corrections of Errors**

During 2023, the Company discovered the following errors that were recorded as adjustment to unassigned surplus in 2023, in accordance with SSAP No. 3, Accounting Changes and Corrections of Errors (SSAP No. 3).

The accounting of pension liabilities and incorrect recognition of the Mutual of Omaha Retirement Income Plan overfunded status as of December 31, 2022. Net admitted assets were correctly stated, however, gross total assets and non-admitted assets were both understated by \$30,559,856, as a result of both Deferred tax assets (Page 2 Line 18.2) and Aggregate write-ins for other investment assets (Page 2 Line 25) understatement of \$5,303,777 and \$25,256,079, respectively. Total liabilities were understated by \$25,256,079, as a result of General expenses due or accrued (Page 3 Line 12) understatement of \$30,739,134 and overstatement of both Liability for benefits and employees and agents if not included above (Page 3 Line 21) and Aggregate write-ins for liabilities (Page 3 Line 25) of \$2,340,525 and \$3,142,530, respectively. Total surplus was overstated by \$25,256,079, as a result of Change in nonadmitted assets (Page 4 Line 41) overstatement of \$30,559,856 and Aggregate write-ins for gains and losses in surplus (Page 4 Line 53) understatement of \$5,303,777. In accordance with SSAP No. 3 Accounting Changes and Corrections of Errors, the impact of the error was recorded as an adjustment to unassigned surplus in 2023.

The trending of claim costs within the calculation of active life reserves within the Medicare supplement product; the use of current situs vs. situs at time of disablement for disabled long-term care policies; and the application of a grace period to long-term care policies terminated due to death, resulting in a \$13,544,799, \$5,438,160 and \$6,271,010 understatement, respectively, of the prior year aggregate reserve for accident and health contracts (page 3, line 2) and increase in aggregate reserve for life and accident and health contracts (page 4, line 19), and a total \$25,253,969 overstatement of unassigned surplus as of December 31, 2022.

During 2022, the Company discovered an error in a benefit period calculation within the disability income product and in the calculation of active life reserves within the long-term care product, resulting in a \$1,200,000 overstatement and \$7,258,187 understatement, respectively, of the prior year aggregate reserve of both accident and health contracts (page 3, line 2) and increase in aggregate reserve for life and accident and health contracts (page 4, line 19) and a net \$6,058,187 overstatement of unassigned surplus as of December 31, 2021. In accordance with SSAP No. 3 Accounting Changes and Corrections of Errors, the impacts of these errors were recorded as an adjustment to unassigned surplus in 2022.

**Note 3 Business Combinations and Goodwill**

No Change

**Note 4 Discontinued Operations**

Not Applicable

**Note 5 Investments**

A. Mortgage Loans, including Mezzanine Real Estate Loans

No Material Change

B. Debt Restructuring

No Material Change

C. Reverse Mortgages

Not Applicable

D. Loan-Backed Securities

- (1) Prepayment assumptions for loan-backed securities are based on information obtained from brokers or internal estimates based on original term sheets, offer memoranda, historical performance, or other forecasts.
- (2) Securities with a recognized other-than-temporary impairment ("OTTI") due to intent to sell, inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis:  
Not Applicable
- (3) Securities with a recognized OTTI due to present value of cash flows expected to be collected is less than the amortized cost basis of the security:  
Not Applicable
- (4) All impaired loan-backed securities (fair value is less than amortized cost) for which an OTTI has not been recognized in earnings as a realized loss (including securities with a recognized OTTI for non-interest related declines when a non-recognized interest related impairment remains) were as follows:

a) The aggregate amount of unrealized losses:

1. Less than 12 months	\$	15,894,708
2. 12 months or longer		73,418,532

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

1. Less than 12 months	\$	241,252,152
2. 12 months or longer		460,217,218

- (5) If the Company does not have the intent to sell and has the ability to retain the loan-backed security until recovery, OTTI is recognized when the present value of future cash flows discounted at the security's effective interest rate is less than the amortized cost basis as of the balance sheet date.

E. Dollar Repurchase Agreements and/or Securities Lending Transactions

(1) - (2) No Change

(3) Collateral Received

a. Aggregate Amount Collateral Received

1. Securities lending

		Fair Value
(a) Open	\$	—
(b) 30 days or less		73,165,372
(c) 31 to 60 days		13,285,006
(d) 61 to 90 days		26,185,615
(e) Greater than 90 days		139,608,871
(f) Subtotal (a+b+c+d+e)	\$	252,244,864
(g) Securities received		—
(h) Total collateral received (f+g)	\$	<u>252,244,864</u>

2. Not Applicable

b. The fair value of collateral and of the portion of collateral that it has sold or repledged \$252,244,864.

c. No Change



STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

(4) Securities Lending Transactions Administered by an Affiliated Agent

Not Applicable

(5) Collateral Reinvestment

a. Aggregate Amount Collateral Reinvested

1. Securities lending	Amortized Cost	Fair Value
(a) Open	\$ —	\$ —
(b) 30 days or less	73,165,385	73,165,372
(c) 31 to 60 days	13,285,336	13,285,006
(d) 61 to 90 days	26,185,603	26,185,615
(e) 91 to 120 days	13,173,693	13,158,832
(f) 121 to 180 days	17,411,544	17,403,399
(g) 181 to 365 days	53,906,159	53,863,280
(h) 1 to 2 years	42,805,205	42,592,036
(i) 2 to 3 years	9,438,148	9,306,566
(j) Greater than 3 years	3,327,191	3,284,758
(k) Subtotal (Sum of a through j)	<u>\$ 252,698,264</u>	<u>\$ 252,244,864</u>
(l) Securities received	—	—
(m) Total collateral reinvested (k+l)	<u>\$ 252,698,264</u>	<u>\$ 252,244,864</u>

2. Not Applicable

b. The Company has securities of \$252,244,864 at fair value in response to the possible \$235,404,660 that could be called within one day's notice. Excess liquidity at the enterprise level would be used to fulfill any remaining obligation due to the Company's lending/repurchase counterparties.

(6) Collateral Accepted that is not Permitted to Sell or Repledge

Not Applicable

(7) Collateral for securities lending transactions that extend beyond one year from the reporting date

Description of Collateral	Amount
TELOS CLO LTD CLO	\$ 2,304,768
Madison Park Funding Ltd CLO	4,359,104
NEUBERGER CLO CLO	4,815,389
MARINER LDC CLO	1,324,954
COMMONWEALTH BANK OF AUSTRALIA CORP FRGN FLOATER	2,250,000
ING INVESTMENT MANAGEMENT CLO CLO	916,292
UBS AG (LONDON BRANCH) CORP FOREIGN	2,824,830
PALMER SQUARE CLO CLO	3,599,015
CARLYLE CLO	1,970,498
SHACKLETON I CLO LTD CLO	1,966,210
CREDIT SUISSE MORTGAGE CAPITAL CMBS	4,987,591
BARINGS CLO CLO	2,486,552
BMW US CAP CORP LLC CORP FLOATER	3,000,000
PRINCIPAL LIFE GLOBAL FUNDING CORP FLOATER	3,000,000
CITIBANK NA CORP FLOATER	3,000,000
DBGS MORTGAGE TRUST DBGS_18-BI CMBS	1,740,176
DBCG MORTGAGE TRUST DBCG_17-BB CMBS	2,697,972
KNDL 2019-KNSQ CMBS	2,000,000
WELLS FARGO BANK NA CORP FLOATER	3,000,000
CAMB COMMERCIAL MORTGAGE TRUST CMBS	2,329,623
IRRADIANT CLO CLO	997,568
Total collateral extending beyond one year of the reporting date	<u>\$ 55,570,544</u>

F. Repurchase Agreements Transactions Accounted for as Secured Borrowing

(1) The Company has repurchase agreements whereby unrelated parties, primarily major brokerage firms, borrow securities from the Company. The Company requires a minimum of 95% of the fair value of the securities loaned at the outset of the contract as collateral. The Company continues to retain control over and receive interest on loaned securities, and accordingly, the repurchase agreement securities continue to be reported as bonds. Cash collateral received is invested in cash equivalents and securities, and the Company records a corresponding liability for the collateral which is included in payable for securities lending on the statutory financial statements. The Company had no outstanding balances under repurchase agreements as of September 30, 2023.

Repurchase Transactions - Cash Taker - Overview of Secured Borrowing Transactions

(2) Type of Repo Trades Used

Not Applicable

(3) Original (Flow) & Residual Maturity

Not Applicable

(4) Fair Value of Securities Sold and/or Acquired that Resulted in Default

Not Applicable

(5) Securities Sold Under Repo – Secured Borrowing

Not Applicable

(6) Securities Sold Under Repo – Secured Borrowing by NAIC Designation

Not Applicable

(7) Collateral Received – Secured Borrowing

Not Applicable



STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

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(8) Cash & Non-Cash Collateral Received – Secured Borrowing by NAIC Designation

Not Applicable

(9) Allocation of Aggregate Collateral by Remaining Contractual Maturity

Not Applicable

(10) Allocation of Aggregate Collateral Reinvested by Remaining Contractual Maturity

Not Applicable

(11) Liability to Return Collateral – Secured Borrowing (Total)

Not Applicable

G. Reverse Repurchase Agreements Transactions Accounted for as Secured Borrowing

Not Applicable

H. Repurchase Agreements Transactions Accounted for as a Sale

Not Applicable

I. Reverse Repurchase Agreements Transactions Accounted for as a Sale

Not Applicable

J. Real Estate

No Material Change

K. Low-Income Housing Tax Credits ("LIHTC")

No Material Change

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

L. Restricted Assets

1. Restricted Assets (Including Pledged)

Restricted Asset Category	Gross (Admitted & Nonadmitted) Restricted						
	Current Year					6	7
	1	2	3	4	5		
Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	
a. Subject to contractual obligation for which liability is not shown	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
b. Collateral held under security lending agreements	252,698,264	—	—	—	252,698,264	281,644,682	(28,946,418)
c. Subject to repurchase agreements	—	—	—	—	—	—	—
d. Subject to reverse repurchase agreements	—	—	—	—	—	—	—
e. Subject to dollar repurchase agreements	—	—	—	—	—	—	—
f. Subject to dollar reverse repurchase agreements	—	—	—	—	—	—	—
g. Placed under option contracts	—	—	—	—	—	—	—
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock	—	—	—	—	—	—	—
i. FHLB capital stock	9,426,500	—	—	—	9,426,500	1,795,300	7,631,200
j. On deposit with states	3,626,831	—	—	—	3,626,831	3,598,150	28,681
k. On deposit with other regulatory bodies	—	—	—	—	—	—	—
l. Pledged collateral to FHLB (including assets backing funding agreements)	766,991,417	—	—	—	766,991,417	706,970,464	60,020,952
m. Pledged as collateral not captured in other categories	—	—	—	—	—	—	—
n. Other restricted assets	5,000	—	—	—	5,000	5,000	—
<b>o. Total restricted assets (Sum of a through n)</b>	<b>\$ 1,032,748,012</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 1,032,748,012</b>	<b>\$ 994,013,596</b>	<b>\$ 38,734,416</b>

Restricted Asset Category	Current Year			
	8	9	Percentage	
			10	11
Total Non-admitted Restricted	Total Admitted Restricted (5 minus 8)	Gross (Admitted & Non-admitted) Restricted to Total Assets (c)	Admitted Restricted to Total Admitted Assets (d)	
a. Subject to contractual obligation for which liability is not shown	\$ —	\$ —	0.000%	0.000%
b. Collateral held under security lending agreements	—	252,698,264	2.295%	2.372%
c. Subject to repurchase agreements	—	—	0.000%	0.000%
d. Subject to reverse repurchase agreements	—	—	0.000%	0.000%
e. Subject to dollar repurchase agreements	—	—	0.000%	0.000%
f. Subject to dollar reverse repurchase agreements	—	—	0.000%	0.000%
g. Placed under option contracts	—	—	0.000%	0.000%
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock	—	—	0.000%	0.000%
i. FHLB capital stock	—	9,426,500	0.086%	0.088%
j. On deposit with states	—	3,626,831	0.033%	0.034%
k. On deposit with other regulatory bodies	—	—	0.000%	0.000%
l. Pledged collateral to FHLB (including assets backing funding agreements)	—	766,991,417	6.967%	7.200%
m. Pledged as collateral not captured in other categories	—	—	0.000%	0.000%
n. Other restricted assets	—	5,000	0.000%	0.000%
<b>o. Total restricted assets (Sum of a through n)</b>	<b>\$ —</b>	<b>\$ 1,032,748,012</b>	<b>9.380%</b>	<b>9.695%</b>

2. Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts That Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Not Applicable

**STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company**  
**NOTES TO FINANCIAL STATEMENTS**

3. Detail of Other Restricted Assets (Contracts That Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

Description of Assets	Gross (Admitted & Nonadmitted) Restricted							Percentage		
	Current Year					6	7	8	9	
	1	2	3	4	5				9	10
	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross (Admitted & Non-admitted) Restricted to Total	Admitted Restricted to Total Admitted Assets
Cash on deposit for DMLT asset	\$ 5,000	\$ —	\$ —	\$ —	\$ 5,000	\$ 5,000	\$ —	\$ 5,000	0.000%	0.000%
<b>Total (c)</b>	<b>\$ 5,000</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 5,000</b>	<b>\$ 5,000</b>	<b>\$ —</b>	<b>\$ 5,000</b>	<b>0.000%</b>	<b>0.000%</b>

(a) Subset of column 1

(b) Subset of column 3

(c) Total Line for Columns 1 through 7 should equal 5L(1)n Columns 1 through 7 respectively and Total Line for Columns 8 through 10 should equal 5L(1)n Columns 9 through 11 respectively.

4. Collateral Received and Reflected as Assets Within the Reporting Entity's Financial Statements

Collateral Assets	1 Book/Adjusted Carrying Value (BACV)	2 Fair Value	3 % of BACV to Total Assets (Admitted and Nonadmitted)*	4 % of BACV to Total Admitted Assets **
<b>General account:</b>				
a. Cash, cash equivalents and short-term investments	\$ 14,750,000	\$ 14,750,000	0.134%	0.138%
b. Schedule D, Part 1	—	—	0.000%	0.000%
c. Schedule D, Part 2, Section 1	—	—	0.000%	0.000%
d. Schedule D, Part 2, Section 2	—	—	0.000%	0.000%
e. Schedule B	—	—	0.000%	0.000%
f. Schedule A	—	—	0.000%	0.000%
g. Schedule BA, Part 1	—	—	0.000%	0.000%
h. Schedule DL, Part 1	252,698,264	252,244,864	2.295%	2.372%
i. Other	—	—	0.000%	0.000%
<b>j. Total collateral assets (a+b+c+d+e+f+g+h+i)</b>	<b>\$ 267,448,264</b>	<b>\$ 266,994,864</b>	<b>2.429%</b>	<b>2.511%</b>
<b>Separate account:</b>				
k. Cash, cash equivalents and short-term investments	\$ —	\$ —	0.000%	0.000%
l. Schedule D, Part 1	—	—	0.000%	0.000%
m. Schedule D, Part 2, Section 1	—	—	0.000%	0.000%
n. Schedule D, Part 2, Section 2	—	—	0.000%	0.000%
o. Schedule B	—	—	0.000%	0.000%
p. Schedule A	—	—	0.000%	0.000%
q. Schedule BA, Part 1	—	—	0.000%	0.000%
r. Schedule DL, Part 1	—	—	0.000%	0.000%
s. Other	—	—	0.000%	0.000%
<b>t. Total collateral assets (k+l+m+n+o+p+q+r+s)</b>	<b>\$ —</b>	<b>\$ —</b>	<b>0.000%</b>	<b>0.000%</b>

\* j = Column 1 divided by Asset Page, Line 26 (Column 1)

t = Column 1 divided by Asset Page, Line 27 (Column 1)

\*\* j = Column 1 divided by Asset Page, Line 26 (Column 3)

t = Column 1 divided by Asset Page, Line 27 (Column 3)

	1 Amount	2 % of Liability to Total Liabilities *
u. Recognized obligation to return collateral asset (general account)	\$ 267,448,264	4.046%
v. Recognized obligation to return collateral asset (separate account)	—	0.000%

\* u = Column 1 divided by Liability Page, Line 26 (Column 1)

v = Column 1 divided by Liability Page, Line 27 (Column 1)

M. Working Capital Finance Investments

Not Applicable

N. Offsetting and Netting of Assets and Liabilities

Not Applicable

O. 5GI Securities

Not Applicable

P. Short Sales

Not Applicable

Q. Prepayment Penalty and Acceleration Fees

No Material Change

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

Not Applicable

**Note 6 Joint Ventures, Partnerships and Limited Liability Companies**

No Material Change

**Note 7 Investment Income**

No Change

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

**Note 8 Derivative Instruments**

A. Derivatives under SSAP No. 86, Derivatives

(1) - (7) No Material Change

(8) Derivative contracts with financing premium

Not Applicable

B. Derivatives under SSAP No. 108, Derivative Hedging Variable Annuity Guarantees

Not Applicable

**Note 9 Income Taxes**

No Material Change

**Note 10 Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

A. No Change

B. The Company had the following transactions with affiliates:

2023						
Date	Extraordinary Return of Capital Received (Paid)	Purchase	Capital Contribution Received (Paid)	Dividend Received (Paid) /Income	Affiliate	Description of Assets
March 23, 2023	\$ 100,000,000	\$ —	\$ —	\$ —	Omaha Health	Cash
August 22, 2023	60,000,000	—	—	—	Omaha Health	Cash
Q1 & Q3	—	—	(74,000,000)	—	OFHI	Cash

2022						
Date	Return of Capital Received (Paid)	Purchase	Capital Contribution Received (Paid)	Dividend Received (Paid) /Income	Affiliate	Description of Assets
Q4	\$ —	\$ —	\$ (5,500,000)	\$ — *	Omaha Supplemental	Cash
December 27, 2022	15,000,000	—	—	—	Omaha Medicare Advantage	Cash

\*As of December 31, 2022, the Company accrued a \$5,500,000 capital contribution to Omaha Supplemental that was paid with cash on January 24, 2023.

C - O. No Material Change

**Note 11 Debt**

A. Capital Notes and All Other Debt

Effective December 29, 2022, the Company entered into an amendment to its senior unsecured five-year credit facility to extend the maturity date of the facility to December 29, 2027. The facility includes letter-of-credit and short-term sub-facilities that allow for an aggregate maximum borrowing of \$300,000,000. The Company may elect to increase the commitment at any time in an amount not to exceed \$100,000,000. There were no outstanding borrowings under this agreement as of September 30, 2023.

Effective March 17, 2023, the Company entered into a \$550,000,000 senior unsecured credit agreement that is available for purposes of funding the new home office building. The Company may elect to increase the commitment at any time in an amount not to exceed \$50,000,000. There were \$37,800,000 outstanding borrowings under this agreement as of September 30, 2023.

The Company has the following bilateral unsecured revolving line of credit notes available from affiliates as of September 30, 2023.

Lending Company	Date Credit Issued	Maximum Borrowing	Amount Outstanding
United of Omaha	03/24/2023	\$ 500,000,000	\$ —
Omaha Insurance	10/07/2022	30,000,000	—
Companion	11/17/2022	23,000,000	—
United World	03/24/2023	20,000,000	300,000

The Company has the following borrowing agreements available to affiliates as of September 30, 2023, which are substantially similar to the agreements held in the prior year, unless otherwise noted.

Borrowing Company	Date Issued	Type of Borrowing	Interest Rates	Maximum Borrowing	Amount Outstanding
United of Omaha	03/24/2023	Bilateral unsecured revolving credit note	4.43%-5.43%	\$ 250,000,000	\$ 12,000,000
Omaha Health	11/29/2022	Unsecured demand revolving credit note	6.26%-7.23%	250,000,000	1,100,000
Omaha Insurance	10/07/2022	Bilateral unsecured revolving credit note	4.43%-5.43%	30,000,000	2,400,000
Omaha Supplemental	07/21/2023	Unsecured demand revolving credit note	4.43%-5.43%	30,000,000	—
Omaha Re	09/22/2023	Unsecured demand revolving credit note	4.43%-5.43%	30,000,000	—
Companion	11/17/2022	Bilateral unsecured revolving credit note	4.43%-5.43%	23,000,000	—
United World	03/24/2023	Bilateral unsecured revolving credit note	4.43%-5.43%	20,000,000	—
East Campus	11/21/2022	Unsecured demand revolving credit note	4.43%-5.43%	5,000,000	—
* Mutual of Omaha Mortgage Servicing	03/03/2023	Unsecured demand revolving credit note	4.86%-5.59%	20,000,000	—

\* Note was new in 2023 and was not effective in 2022.

B. Federal Home Loan Bank ("FHLB") Agreements

(1) The Company is a member of the FHLB of Topeka. The Company has an agreement with the FHLB under which the Company pledges FHLB approved collateral in return for extensions of credit. It is part of the Company's strategy to utilize these funds for operations or other long-term projects. Balances outstanding under this agreement are included in borrowed money. The Company holds FHLB stock as part of the borrowing agreement, which is included in common stocks. The Company and United of Omaha have been authorized by their Boards of Directors to obtain extensions of credit under their agreements with the FHLB on a combined basis in an amount not to exceed \$2,500,000,000. As of September 30, 2023, the Company has no long-term outstanding borrowings from the FHLB and \$209,470,000 short-term outstanding borrowings from the FHLB.

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

(2) FHLB Capital Stock

a. Aggregate Totals

	1 Total 2+3	2 General Account	3 Separate Accounts
1. Current year			
(a) Membership stock - class A	\$ 500,000	\$ 500,000	\$ —
(b) Membership stock - class B	—	—	—
(c) Activity stock	8,926,200	8,926,200	—
(d) Excess stock	300	300	—
(e) Aggregate total (a+b+c+d)	<u>\$ 9,426,500</u>	<u>\$ 9,426,500</u>	<u>\$ —</u>
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 2,500,000,000	XXX	XXX
2. Prior year-end			
(a) Membership stock - class A	\$ 500,000	\$ 500,000	\$ —
(b) Membership stock - class B	—	—	—
(c) Activity stock	1,295,000	1,295,000	—
(d) Excess stock	300	300	—
(e) Aggregate total (a+b+c+d)	<u>\$ 1,795,300</u>	<u>\$ 1,795,300</u>	<u>\$ —</u>
(f) Actual or estimated borrowing capacity as determined by the insurer	\$ 2,500,000,000	XXX	XXX

11B(2)a1(f) should be equal to or greater than 11B(4)a1(d)  
11B(2)a2(f) should be equal to or greater than 11B(4)a2(d)

b. Membership Stock (Class A and B) Eligible and Not Eligible for Redemption

	1	2	Eligible for Redemption			
			3	4	5	6
	Current Year Total (2+3+4+5+6)	Not Eligible for Redemption	Less Than 6 Months	6 Months to Less Than 1 Year	1 to Less Than 3 Years	3 to 5 Years
Membership stock						
1. Class A	\$ 500,000	\$ 500,000	\$ —	\$ —	\$ —	\$ —
2. Class B	—	—	—	—	—	—

11B(2)b1 Current Year Total (Column 1) should equal 11B(2)a1(a) Total (Column 1)  
11B(2)b2 Current Year Total (Column 1) should equal 11B(2)a1(b) Total (Column 1)

(3) Collateral Pledged to FHLB

a. Amount Pledged as of Reporting Date

	1 Fair Value	2 Carrying Value	3 Aggregate Total Borrowing
1. Current year total general and separate accounts total collateral pledged (Lines 2+3)	\$ 637,056,830	\$ 766,991,417	\$ 209,470,000
2. Current year general account total collateral pledged	637,056,830	766,991,417	209,470,000
3. Current year separate accounts total collateral pledged	—	—	—
4. Prior year-end total general and separate accounts total collateral pledged	609,643,793	706,970,464	39,887,700

11B(3)a1 (Columns 1, 2 and 3) should be equal to or less than 11B(3)b1 (Columns 1, 2 and 3 respectively)  
11B(3)a2 (Columns 1, 2 and 3) should be equal to or less than 11B(3)b2 (Columns 1, 2 and 3 respectively)  
11B(3)a3 (Columns 1, 2 and 3) should be equal to or less than 11B(3)b3 (Columns 1, 2 and 3 respectively)  
11B(3)a4 (Columns 1, 2 and 3) should be equal to or less than 11B(3)b4 (Columns 1, 2 and 3 respectively)

b. Maximum Amount Pledged During Reporting Period

	1 Fair Value	2 Carrying Value	3 Amount Borrowed at Time of Maximum Collateral
1. Current year total general and separate accounts maximum collateral pledged (Lines 2+3)	\$ 662,006,800	\$ 767,883,317	\$ 176,376,000
2. Current year general account maximum collateral pledged	662,006,800	767,883,317	176,376,000
3. Current year separate accounts maximum collateral pledged	—	—	—
4. Prior year-end total general and separate accounts maximum collateral pledged	618,057,652	710,662,341	78,877,000

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
**NOTES TO FINANCIAL STATEMENTS**

(4) Borrowing from FHLB

a. Amount as of Reporting Date

	1	2	3	4
	Total 2+3	General Account	Separate Accounts	Funding Agreements Reserves Established
1. Current year				
(a) Debt	\$ 209,470,000	\$ 209,470,000	\$ —	XXX
(b) Funding agreements	—	—	—	—
(c) Other	—	—	—	XXX
(d) Aggregate total (a+b+c)	<u>\$ 209,470,000</u>	<u>\$ 209,470,000</u>	<u>\$ —</u>	<u>\$ —</u>
2. Prior year-end				
(a) Debt	\$ 39,887,700	\$ 39,887,700	\$ —	XXX
(b) Funding agreements	—	—	—	—
(c) Other	—	—	—	XXX
(d) Aggregate total (a+b+c)	<u>\$ 39,887,700</u>	<u>\$ 39,887,700</u>	<u>\$ —</u>	<u>\$ —</u>

b. Maximum Amount During Reporting Period (Current Year)

	1	2	3
	Total 2+3	General Account	Separate Accounts
1. Debt	\$ 209,470,000	\$ 209,470,000	\$ —
2. Funding agreements	—	—	—
3. Other	—	—	—
4. Aggregate total (1+2+3)	<u>\$ 209,470,000</u>	<u>\$ 209,470,000</u>	<u>\$ —</u>

11B(4)b4 (Columns 1, 2 and 3) should be equal to or greater than 11B(4)a1(d) (Columns 1, 2 and 3 respectively)

c. FHLB - Prepayment Obligations

	Does the company have prepayment obligations under the following arrangements (YES/NO)?
1. Debt	No
2. Funding agreements	No
3. Other	No

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

A. Defined-Benefit Plan

(1) - (2) No Material Change

(3) Funded status as of the period ended September 30, 2023 and December 31, 2022:

	Pension Benefits		Postretirement Benefits	
	2023	2022	2023	2022
a. Components:				
1. Prepaid benefit costs	\$ 109,430,192	\$ 115,168,547	\$ —	\$ —
2. Overfunded plan assets	(89,912,465)	—	—	—
3. Accrued benefit costs	30,180,127	30,739,135	24,482,308	30,226,968
4. Liability for pension benefits	9,704,041	(15,552,041)	(12,846,571)	(12,846,571)
b. Assets and liabilities recognized:				
1. Assets (nonadmitted)	19,517,727	115,168,547	—	—
2. Liabilities recognized	39,884,168	15,187,094	11,635,737	17,380,397
c. Unrecognized liabilities	—	—	—	—

See Note 2 for explanation of changes to the components of pension amounts in 2023. Additional changes in 2023 are due to net periodic pension cost accruals.

(4) Components of net periodic benefit cost as of the period ended September 30, 2023 and December 31, 2022:

	Pension Benefits		Postretirement Benefits		Special or Contractual Benefits Per SSAP No. 11	
	2023	2022	2023	2022	2023	2022
a. Service cost	\$ 1,704,924	\$ 3,720,113	\$ 5,038	\$ 38,647	\$ —	\$ —
b. Interest cost	41,713,739	39,371,805	910,944	1,017,467	—	—
c. Expected return on plan assets	(36,021,285)	(54,045,256)	(77,404)	(121,601)	—	—
d. Transition asset or obligation	—	—	—	—	—	—
e. Gains and losses	341,954	7,909,332	(1,563,667)	(185,115)	—	—
f. Prior service cost or credit	—	—	(807,728)	—	—	—
g. Gain or loss recognized due to a settlement or curtailment	—	—	—	—	—	—
h. Total net periodic benefit cost	<u>\$ 7,739,332</u>	<u>\$ (3,044,006)</u>	<u>\$ (1,532,817)</u>	<u>\$ 749,398</u>	<u>\$ —</u>	<u>\$ —</u>

(5) - (18) No Material Change

B. - I. No Material Change

STATEMENT AS OF SEPTEMBER 30, 2023 OF THE Mutual of Omaha Insurance Company  
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**Note 13 Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations**

No Material Change

**Note 14 Liabilities, Contingencies and Assessments**

A. Contingent Commitments

(1) As of September 30, 2023, the Company has commitments for additional investments in:

Limited partnership investments	\$ 75,902,765
Bonds	28,750,000
Mortgage lending	11,000,000
Total contingent liabilities:	<u>\$ 115,652,765</u>

(2) - (3) No Material Change

B. - F. No Material Change

**Note 15 Leases**

No Material Change

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

Not Applicable

**Note 17 Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

A. Transfers of Receivables Reported as Sales

Not Applicable

B. Transfer and Servicing of Financial Assets

(1) The Company has securities lending agreements whereby unrelated parties, primarily large brokerage firms, borrow securities from the Company. The Company requires a minimum of 102% of the fair value of the domestic securities, loaned at the outset of the contract as collateral. The Company continues to retain control over and receive interest on loaned securities, and accordingly, the loaned securities continue to be reported as bonds. The securities loaned are on open terms and can be returned to the Company on the next business day requiring a return of the collateral. Collateral received is invested in cash equivalents and securities, and the Company records a corresponding liability for the collateral which is included in payable for securities lending on the statutory financial statements. The Company cannot access the collateral unless the borrower fails to deliver loaned securities. To further minimize the credit risks related to this securities lending program, the Company regularly monitors the financial condition of counterparties to these agreements and also receives an indemnification from the financial intermediary who structures the transactions.

The Company had securities with a fair value of \$241,092,469 on loan for security lending as of September 30, 2023. The Company was liable for cash collateral of \$252,698,264 for security lending as of September 30, 2023. The Company does not hold any security collateral as of September 30, 2023, which is not reflected in the accompanying financial statements.

Of the collateral received, the Company has \$55,570,544 in collateral for securities lending that extends beyond one year from September 30, 2023.

(2) Servicing Assets and Servicing Liabilities

Not Applicable

(3) Servicing Assets and Servicing Liabilities Subsequently Measured at Fair Value

Not Applicable

(4) Securitizations, Asset-Backed Financing Arrangements and Similar Transfers Accounted for as Sales When the Transferor has Continuing Involvement With the Transferred Financial Assets

Not Applicable

(5) The transfers of financial assets accounted for as secured borrowings as of September 30, 2023 and December 31, 2022, were as follows:

	2023	2022
Assets:		
Cash	\$ 37,499,866	\$ 37,500,799
Cash equivalents	83,435,371	108,784,250
Short-term	20,686,799	31,548,222
Long-term	111,076,228	103,811,431
Total securities lending cash collateral	<u>\$ 252,698,264</u>	<u>\$ 281,644,682</u>
Liabilities:		
Payable for securities lending	<u>\$ 252,698,264</u>	<u>\$ 281,644,682</u>

The Company cannot access the cash collateral unless the borrower fails to deliver the loaned securities.

(6) - (7) Not Applicable

C. Wash Sales

Not Applicable

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

A. Administrative Services Only ("ASO") Plans

No Material Change

B. Administrative Services Contract ("ASC") Plans

Not Applicable

C. Medicare or Similarly Structured Cost Based Reimbursement Contract

Not Applicable



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**NOTES TO FINANCIAL STATEMENTS**

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

No Material Change

**Note 20 Fair Value Measurements**

A. Assets and Liabilities Reported at Fair Value or Net Asset Value ("NAV")

Financial assets and liabilities have been categorized into a three-level fair value hierarchy, based on the priority of the inputs to the respective valuation technique. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). An asset or liability's classification within the fair value hierarchy is based on the lowest level of significant input to valuation. The input levels are as follows:

Level 1 — Fair value is based on unadjusted quoted prices in active markets that are accessible to the Company for identical assets or liabilities. These generally provide the most reliable evidence and are used to measure fair value whenever available.

Level 2 — Fair value is based on significant inputs that are observable for the asset or liability, either directly or indirectly, through corroboration with observable market data. Level 2 inputs include quoted market prices in active markets for similar assets and liabilities, quoted market prices in markets that are not active for identical or similar assets or liabilities, and other market observable inputs. Valuations are generally obtained from third party pricing services for identical or comparable assets or liabilities and validated or determined through use of valuation methodologies using observable market inputs.

Level 3 — Fair value is based on significant unobservable inputs for the asset or liability. These inputs reflect assumptions about what market participants would use in pricing the asset or liability. Prices are determined using valuation methodologies such as option pricing models, discounted cash flow models, and other similar techniques. Fair value for certain investment in qualifying investment funds is approximated by using the fund's NAV per share.

(1) Fair Value Measurements at Reporting Date

Description for Each Class of Asset or Liability	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Total
<b>a. Assets at fair value</b>					
Asset-backed securities	\$ —	\$ —	\$ 552,706	\$ —	\$ 552,706
Preferred stocks	—	319,400	—	—	319,400
Common stocks	34,608,067	9,426,500	—	38,103,141	82,137,708
Securities lending cash collateral	252,698,264	—	—	—	252,698,264
All other governments	—	—	227,000	—	227,000
U.S. corporate	—	—	193,590	—	193,590
SVO Identified Funds - ETFs	1,803,918	—	—	—	1,803,918
<b>Total assets at fair value/NAV</b>	<b>\$ 289,110,249</b>	<b>\$ 9,745,900</b>	<b>\$ 973,296</b>	<b>\$ 38,103,141</b>	<b>\$ 337,932,586</b>

Description for Each Class of Asset or Liability	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Total
<b>b. Liabilities at fair value</b>					
Payable for Securities Lending	\$ 252,698,264	\$ —	\$ —	\$ —	\$ 252,698,264
Derivative cash collateral	14,750,000	—	—	—	14,750,000
<b>Total liabilities at fair value</b>	<b>\$ 267,448,264</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ 267,448,264</b>

(2) Fair Value Measurements in Level 3 of the Fair Value Hierarchy

Description	Beginning Balance at 07/01/2023	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at 09/30/2023
<b>a. Assets</b>										
Asset-backed securities	\$ 645,572	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —	\$ (9,076)	\$ (83,790)	\$ 552,706
All other governments	227,000	—	—	—	—	—	—	—	—	227,000
U.S. corporate	404,051	—	—	(210,461)	—	—	—	—	—	193,590
<b>Total assets</b>	<b>\$ 1,276,623</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ (210,461)</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ (9,076)</b>	<b>\$ (83,790)</b>	<b>\$ 973,296</b>

(3) Policy on Transfers into and out of Level 3

Assets and liabilities are transferred into or out of Level 3 when a significant input can no longer be corroborated or can be corroborated with market observable data and are assumed to occur at the beginning of the period. This occurs when market activity decreases or increases related to certain securities and transparency to the underlying inputs is no longer available or can be observed with current pricing.

(4) Inputs and Techniques Used for Level 2 and Level 3 Fair Values

Level 2 Measurements

Preferred Stocks — These securities are principally valued using the market approach. The valuation of these securities is based principally on observable inputs including quoted prices in markets that are not considered active.

Common Stocks — These FHLB capital stocks are only redeemable at par, so the fair value is presumed to be par.

Level 3 Measurements

Asset-Backed Securities and All Other Governments — These securities are principally valued using the market approach. The valuation of these securities is based primarily on matrix pricing or other similar techniques that utilize inputs that are unobservable or cannot be derived principally from, or corroborated by, observable market data, or are based on independent non-binding broker quotations.

U.S. Corporate — These securities are principally valued using the market and income approaches with significant adjustments that utilize unobservable inputs or cannot be derived principally from, or corroborated by, observable market data, including additional spread adjustments to reflect industry trends or specific credit-related issues. Valuations may be based on independent non-binding broker quotations. The use of independent non-binding broker quotations to value investments generally indicates there is a lack of liquidity or the general lack of transparency to develop the valuation estimates generally causing these investments to be classified in Level 3. Generally, below investment grade privately placed or distressed securities included in this level are valued using discounted cash flow methodologies which rely upon significant, unobservable inputs and inputs that cannot be derived principally from, or corroborated by, observable market data.

(5) Fair Value Disclosures for Derivative Assets and Liabilities

Not Applicable

B. Other Fair Value Disclosures

Not Applicable

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C. Presented below are the aggregate fair value or NAV and admitted values for all financial instruments.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Net Asset Value (NAV)	Not Practicable (Carrying Value)
<b>Assets:</b>							
Bonds	\$ 4,492,727,333	\$ 5,369,333,606	\$ 1,803,918	\$ 4,261,201,286	\$ 229,722,129	\$ —	\$ —
Cash and cash equivalents	3,465,249	3,465,249	3,465,249	—	—	—	—
Preferred stocks	13,963,982	14,241,139	—	7,669,627	—	—	6,294,355
Common stocks - unaffiliated	82,812,607	82,812,608	34,608,066	9,426,500	—	38,103,141	674,900
Mortgage loans	407,993,010	469,323,093	—	—	407,993,010	—	—
Other invested assets - surplus note	35,300,174	49,488,072	—	35,300,174	—	—	—
Short-term investments	15,500,000	15,500,000	—	15,500,000	—	—	—
Securities lending cash collateral	252,244,864	252,698,264	252,244,864	—	—	—	—
Derivative assets	13,986,159	10,744,401	—	13,986,159	—	—	—
<b>Liabilities:</b>							
Borrowings	248,052,551	248,052,551	247,645,721	406,830	—	—	—
Payable for securities lending	252,244,864	252,698,264	252,244,864	—	—	—	—
Derivative cash collateral	14,750,000	14,750,000	14,750,000	—	—	—	—

The following methods and assumptions were used by the Company in estimating its fair value disclosures for financial instruments:

**Bonds** — Fair values for bonds, including loan-backed securities, are based on quoted market prices, where available. For bonds for which market values are not readily available, fair values were estimated by the Company using projected future cash flows, current market rates, credit quality, and maturity date.

**Cash and Cash Equivalents** — The carrying value for cash and other cash equivalents approximates fair value.

**Preferred Stocks** — Fair values for preferred stocks are based on market value, where available. For preferred stocks for which market values are not available, fair values were estimated by the Company using projected future cash flows, current market rates, credit quality, and maturity date.

**Common Stocks-Unaffiliated** — These securities are principally valued using the market approach. The valuation of these securities is based principally on observable inputs including quoted prices in active markets.

**Mortgage Loans** — Fair values for mortgage loans are estimated by discounting expected future cash flows using current interest rates for similar loans with similar credit risk.

**Other Invested Assets-Surplus Notes** — Fair values for other invested assets-surplus notes are based on quoted market prices for similar assets.

**Short-term Investments** — Fair values for short-term investments includes public bonds and short-term revolvers. The public bonds are valued using a discounted cash flow methodology using standard market observable inputs, and inputs derived from, or corroborated by, market observable data, including the market yield curve, duration, call provisions, observable prices, and spreads for similar publicly traded issues that incorporate the credit quality and industry sector of the issuer. The carrying value of short-term unsecured revolving credit notes approximates fair value and are included within Level 2 due to the internal nature and with no public market.

**Securities Lending Cash Collateral and Payable for Securities Lending** - Comprised of U.S. Direct Obligation/Full Faith and Credit Exempt money market instruments, commercial paper, cash, and all highly-liquid debt securities purchased with an original maturity of less than three months. The money market instruments are valued using unadjusted quoted prices in active markets that are accessible for identical assets and are primarily classified as Level 1. If public quotations are not available for commercial paper or debt securities, because of the highly-liquid nature of these assets, the carrying amount may be used to approximate fair value.

**Derivative Assets** — These derivatives are principally valued using an income approach. The valuation of these securities is based on present value techniques and option pricing models, which utilize significant inputs that may include implied volatility, the swap yield curve, LIBOR basis curves, and repurchase rates.

**Borrowings** — Fair values of long-term FHLB borrowings are estimated by discounting expected future cash flows using current interest rates for debt with comparable terms and included in Level 2. Fair values of short-term FHLB borrowings and other borrowings approximates carrying value and thus is included in Level 1. The carrying value of short-term unsecured revolving credit notes approximates fair value and are included within Level 2 due to the internal nature and with no public market.

**Derivative Cash Collateral** — Comprised of U.S. Direct Obligation/Full Faith and Credit Exempt money market instruments, commercial paper, cash, and all highly-liquid debt securities purchased with an original maturity of less than three months. The money market instruments are valued using unadjusted quoted prices in active markets that are accessible for identical assets and are primarily classified as Level 1. If public quotations are not available for commercial paper or debt securities, because of the highly-liquid nature of these assets, the carrying amount may be used to approximate fair value.

D. Not Practicable to Estimate Fair Value

Type or Class of Financial Instrument	Carrying Value	Effective Interest Rate	Maturity Date	Explanation
Preferred stocks	\$ 6,294,355	0.000%		It is not practicable to measure the fair value in certain private preferred stock.
Common stocks - unaffiliated	\$ 674,900	0.000%		It is not practicable to measure the fair value when using the equity method and when measuring fair value in certain private common stock.

E. The Company has one investment measured using the NAV as a practical expedient pursuant to SSAP No. 100R, Fair Value. The investment's NAV per share is \$3,997. Lion Industrial Trust makes real estate value added investments in the industrial sector. If there is a liquidation of the underlying assets, the period of time for assets to be liquidated will be longer than a year. The Company has no unfunded commitments related to the investment. An investor may redeem assets on a quarterly basis with a 90 day notice period. No other significant restrictions exist on the ability to sell investment at the measurement date.

**Note 21 Other Items**

No Material Change

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**NOTES TO FINANCIAL STATEMENTS**

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**Note 22 Events Subsequent**

The Company has evaluated events subsequent to September 30, 2023 through November 9, 2023, the date these financial statements were available to be issued.

Type I - Recognized Subsequent Events: None

Type II - Nonrecognized Subsequent Events:

The Company paid a \$150,000,000 cash capital contribution to United of Omaha on October 20, 2023.

On October 23, 2023, Omaha Health's management executed an approval of up to \$60,000,000 extraordinary cash return of capital. Order Approving Extraordinary Distribution is pending approval from NDOI and upon approval will be payable on or before December 31, 2023 to the Company.

No other material subsequent events have been identified.

**Note 23 Reinsurance**

No Change

**Note 24 Retrospectively Rated Contracts and Contracts Subject to Redetermination**

A.- C. No Material Change

D. No Change

E. Risk Sharing Provisions of the Affordable Care Act

(1) Did the reporting entity write accident and health insurance premium that is subject to the Affordable Care Act risk-sharing provisions?

Yes ( ) No (X)

(2) - (5) Not Applicable

**Note 25 Change in Incurred Losses and Loss Adjustment Expenses**

A. Accident and health claim reserves as of December 31, 2022 were \$1,297,583,288. As of September 30, 2023, \$674,846,349 has been paid for accident and health claim incurred losses and loss adjustment expenses attributable to insured events of prior years. Accident and health claim reserves remaining for prior years are now \$630,930,478 as a result of re-estimation of unpaid claims and claim adjustment expenses. The resulting unfavorable incurred claims amount for the prior year, \$8,193,538, does not include the impact of aging on the liability estimates for claims not yet due.

B. The Company did not have any significant changes in methodologies or assumptions used in calculating the liability for unpaid losses and loss adjustment expenses.

**Note 26 Intercompany Pooling Arrangements**

Not Applicable

**Note 27 Structured Settlements**

Not Applicable

**Note 28 Health Care Receivables**

Not Applicable

**Note 29 Participating Policies**

Not Applicable

**Note 30 Premium Deficiency Reserves**

No Material Change

**Note 31 Reserves for Life Contracts and Annuity Contracts**

Not Applicable

**Note 32 Analysis of Annuity Actuarial Reserve and Deposit Type Contract Liabilities by Withdrawal Characteristics**

Not Applicable

**Note 33 Analysis of Life Actuarial Reserve by Withdrawal Characteristics**

Not Applicable

**Note 34 Premium & Annuity Considerations Deferred and Uncollected**

Not Applicable

**Note 35 Separate Accounts**

Not Applicable

**Note 36 Loss/Claim Adjustment Expenses**

No Material Change