

CERTIFIED MAIL NUMBER: 7004 1160 0000 3835 9913

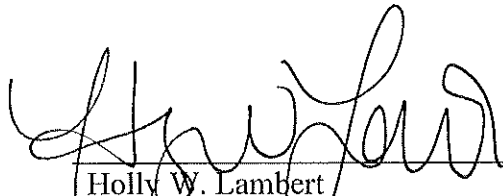
1. The suggested modifications to the Verified Report of Examination submitted by the Company are reasonable and shall be incorporated into the Verified Examination Report. A copy of the Verified Report of Examination, as amended, is attached hereto.

2. The Verified Report of Examination, as amended, is true and accurate report of the financial condition and affairs of the Company as of December 31, 2024.
3. The Examiners' recommendations are reasonable and necessary in order for the Company to comply with the insurance laws of the state of Indiana.

Based on the FINDINGS, the Commissioner does hereby ORDER:

1. Pursuant to Ind. Code § 27-1-3.1-11(a)(1), the Verified Report of Examination is adopted and shall be filed. Hereafter the Verified Report of Examination, as amended, may constitute prima facie evidence of the facts contained therein in any action or proceeding taken by the Indiana Department of Insurance against the Company, its officers, directors, or agents.
2. The Company shall comply with the Examiner's Recommendations enumerated in summary form and throughout the text of the Verified Report of Examination, as amended. A written response to these recommendations should be provided to the Department within 30 days of receipt of this order.
3. Compliance with the Examiner's recommendations shall be completed on or before the filing of the subsequent annual statement. In the event it is not feasible to comply with a recommendation before the filing of the subsequent annual statement, the Company shall submit a written explanation as to why it was not feasible with the filing of the annual statement.

Signed this 30th day of June, 2026.


Holly W. Lambert
Insurance Commissioner
Indiana Department of Insurance

ABOUT AFFIRMATIONS

The following pages for affirmations need to be signed by each Board Member and returned to the Indiana Department of Insurance within thirty (30) days in accordance with I.C. §27-1-3.1-12(b).

If your affirmations list individuals that are no longer on your Board of Directors, you may simply retype the form on plain white paper with the correct names and a line to the right for signature. If the names are misspelled, you may do the same, simply re-type the corrected form with a line to the right for signature.

Should you have any questions or difficulties with these forms or you require additional time past the thirty (30) day requirement, please do not hesitate to contact this department at (317) 232-2390.

STATE OF INDIANA
Department of Insurance
REPORT OF EXAMINATION
OF

THE STATE LIFE INSURANCE COMPANY

NAIC Co. CODE 69116
NAIC GROUP CODE 0619

As of

December 31, 2024

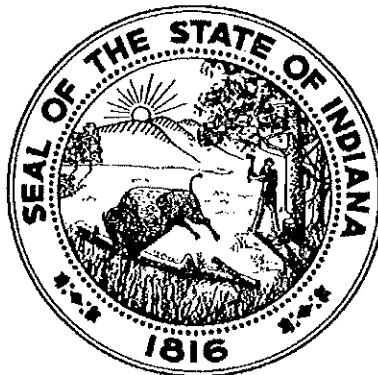


TABLE OF CONTENTS

SALUTATION.....	2
SCOPE OF EXAMINATION	3
HISTORY.....	3
CAPITAL AND SURPLUS.....	4
DIVIDENDS TO STOCKHOLDERS	4
MANAGEMENT AND CONTROL.....	4
Directors.....	4
Officers.....	5
CONFLICT OF INTEREST	6
OATH OF OFFICE	6
CORPORATE RECORDS.....	6
Articles of Incorporation	6
Bylaws.....	6
Minutes.....	6
AFFILIATED COMPANIES.....	7
Organizational Structure	7
Affiliated Agreements.....	7
FIDELITY BOND AND OTHER INSURANCE.....	8
TERRITORY AND PLAN OF OPERATION.....	8
REINSURANCE.....	8
Ceded Reinsurance.....	8
Assumed Reinsurance	8
FINANCIAL STATEMENTS	9
Assets	10
Liabilities, Surplus and Other Funds.....	11
Summary of Operations	12
Reconciliation of Capital and Surplus Account	13
COMMENTS ON THE FINANCIAL STATEMENTS	14
OTHER SIGNIFICANT ISSUES	14
SUBSEQUENT EVENTS.....	14
AFFIDAVIT.....	15



STATE OF INDIANA

MIKE BRAUN, GOVERNOR

Indiana Department of Insurance

Holly W. Lambert, Commissioner
311 W. Washington Street, Suite 103
Indianapolis, Indiana 46204-2787
Telephone: 317-232-3520
Fax: 317-232-5251
Website: in.gov/idoi

June 17, 2026

Honorable Holly W. Lambert, Commissioner
Indiana Department of Insurance
311 West Washington Street, Suite 300
Indianapolis, Indiana 46204-2787

Dear Commissioner:

Pursuant to the authority vested in Appointment Number 4231, an examination has been made of the affairs and financial condition of:

**The State Life Insurance Company
One American Square
Indianapolis, Indiana 46282-0001**

hereinafter referred to as the "Company" or "SLIC," an Indiana domestic stock, life insurance company. The examination was conducted remotely with assistance from the corporate office staff in Indianapolis, Indiana.

The Report of Examination, reflecting the status of the Company as of December 31, 2024, is hereby respectfully submitted.

ACCREDITED BY THE NATIONAL ASSOCIATION OF INSURANCE COMMISSIONERS

AGENCY SERVICES 317-232-2389	COMPANY COMPLIANCE 317-232-3495	CONSUMER SERVICES 317-232-2395/1-800-622-4461	FINANCIAL SERVICES 317-232-2390	MEDICAL MALPRACTICE 317-232-5253	COMPANY RECORDS 317-232-2383	STATE HEALTH INSURANCE PROGRAM 1-800-452-4800
---------------------------------	------------------------------------	--	------------------------------------	-------------------------------------	---------------------------------	--

SCOPE OF EXAMINATION

The Company was last examined by representatives of the Indiana Department of Insurance (INDOI) and covered the period from January 1, 2015, through December 31, 2019. The present risk-focused examination was conducted by Noble Consulting Services, Inc., and covered the period from January 1, 2020, through December 31, 2024, and included any material transactions and/or events occurring subsequent to the examination date and noted during the course of this examination.

The examination was conducted in accordance with the NAIC *Financial Condition Examiners Handbook* (Handbook). The Handbook requires that we plan and perform the examination to evaluate the financial condition, assess corporate governance, identify current and prospective risks of the Company, and evaluate system controls and procedures used to mitigate those risks. An examination also includes identifying and evaluating significant risks that could cause an insurer's surplus to be materially misstated both currently and prospectively.

The examination of the Indiana domestic insurance companies of OneAmerica Financial Partners, Inc. (OneAmerica) was called by the INDOI in accordance with the Handbook guidelines, through the NAIC's Financial Examination Electronic Tracking System. The INDOI served as the lead state on the examination, and the North Dakota Insurance Department served as a participant.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This may include assessing significant estimates made by management and evaluating management's compliance with Statutory Accounting Principles. The examination does not attest to the fair presentation of the financial statements included herein. If, during the course of the examination an adjustment is identified, the impact of such adjustment will be documented separately following the Company's financial statements.

This examination report includes significant findings of fact, as mentioned in the Indiana Code (IC) 27-1-3.1-10 and general information about the insurer and its financial condition. There may be other items identified during the examination that, due to their nature (e.g., subjective conclusions, proprietary information, etc.), are not included within the examination report but separately communicated to other regulators and/or the Company.

HISTORY

SLIC commenced business under the laws of Indiana in 1894 and is headquartered in Indianapolis, Indiana.

In 2004, SLIC converted from a mutual life insurance company to a stock life insurance company. SLIC is a wholly-owned stock subsidiary of OneAmerica, an intermediate stock holding company. American United Mutual Insurance Holding Company, a mutual insurance holding company, owns OneAmerica.

In October 2005, SLIC acquired, through an indemnity reinsurance transaction, the Financial Services Division of Golden Rule Insurance Company (GRIC). As a result of the acquisition, SLIC's Care Solutions Portfolio includes Annuity Care (annuity with Long Term Care benefits), Immediate Care (immediate annuity for individuals currently receiving long-term care), Asset-Care (whole life insurance with Long Term Care benefits), and Legacy Care (senior-focused deferred annuity).

American United Life Insurance Company (AULIC) guarantees the insurance liabilities of SLIC in the event SLIC becomes unable to honor those liabilities.

CAPITAL AND SURPLUS

The Company had 30,000 authorized shares of common stock with a par value of \$100 per share and 30,000 shares issued and outstanding throughout the examination period.

No capital contributions were made or received during the examination period.

DIVIDENDS TO STOCKHOLDERS

The Company paid ordinary dividends totaling \$30 million to OneAmerica in 2024. No dividends were paid in 2020 through 2023.

In accordance with IC 27-1-23-4(h), the payment of dividends to holding companies or affiliated insurers may not exceed the greater of 10% of the prior year's surplus or the net gain from operations of such insurer of the prior year. The dividends paid during the examination period were ordinary in nature and did not require prior regulatory approval. In accordance with IC 27-1-23-1.5, the Company notified the INDOI of all declared dividends to the parent during the examination period.

MANAGEMENT AND CONTROL

Directors

The Company's Bylaws provide that the business affairs of the Company are to be managed by a Board of Directors (Board) consisting of no less than six (6) and no more than eighteen (18) directors. The policyholders, at each annual meeting, elect the members of the Board. IC27-1-7-11 requires that at least one (1) of the directors must be a resident of Indiana.

The following is a listing of persons serving as directors as of December 31, 2024, and their principal occupations as of that date:

Name and Location	Principal Occupation
J. Scott Davison Zionsville, Indiana	Chairman, President, and Chief Executive Officer OneAmerica Financial Partners, Inc.
Richard Ellery Noblesville, Indiana	Senior Vice President, General Counsel and Secretary OneAmerica Financial Partners, Inc.
Kelley Gay Zionsville, Indiana	Senior Vice President and Chief Marketing Officer OneAmerica Financial Partners, Inc.
Dennis Martin Carmel, Indiana	President, Individual Life and Financial Services OneAmerica Financial Partners, Inc.
Sandra McCarthy Indianapolis, Indiana	President, Retirement Services OneAmerica Financial Partners, Inc.
Andrew Michie Zionsville, Indiana	Chief Financial Officer OneAmerica Financial Partners, Inc.
Karin Sarratt Carmel, Indiana	Senior Vice President and Chief Human Resource Officer OneAmerica Financial Partners, Inc.

Officers

The Bylaws state that the elected officers of the Company shall consist of a Chairman of the Board, a President, a Chief Executive Officer, one (1) or more Senior Vice Presidents and one (1) or more additional Vice Presidents, a General Counsel, a Secretary, a Treasurer, a Controller, a Chief Actuary, and such other officers as the Board may elect. The Chairman of the Board, the President, and the Chief Executive Officer shall be chosen from among the directors of the corporation, and if any one (1) of those officers ceases to be a director, they shall cease to hold that office as soon as their successor is elected and qualified. More than one (1) office may be held by the same person, except the duties of the President and Secretary shall not be performed by the same person.

The following is a list of key officers and their respective titles as of December 31, 2024:

Name	Office
J. Scott Davison	Chairman, President and Chief Executive Officer
Andrew Michie	Chief Financial Officer and Treasurer
Richard Ellery	General Counsel and Secretary
James Humphrey	Actuary
Timothy Bischof	Chief Actuary and Senior Vice President
David Weisenburger	Senior Vice President

CONFLICT OF INTEREST

Directors and officers are required to review and sign Conflict of Interest statements annually. It was determined that all directors and officers listed in the Management and Control section of this Report of Examination have reviewed and signed their statements as of December 31, 2024.

OATH OF OFFICE

IC 27-1-7-10(i) stipulates that every director, when elected, shall take and subscribe to an oath stating that he or she will faithfully, honestly, and diligently administer the affairs of the Company and will not knowingly violate any of the laws applicable to such Company. It was determined that all directors listed in the Management and Control section of this Report of Examination have subscribed to an oath as of December 31, 2024.

CORPORATE RECORDS

Articles of Incorporation

There were no amendments made to the Articles of Incorporation during the examination period.

Bylaws

There were no amendments made to the Bylaws during the examination period.

Minutes

The Board and shareholders meeting minutes were reviewed for the period under examination through the fieldwork date. Significant actions taken during each meeting were noted.

IC 27-1-7-7(b) states an annual meeting of shareholders, members, or policyholders shall be held within five (5) months after the close of each fiscal year of the Company and at such time within that period as the Bylaws may provide. For each year under review, the annual meeting of shareholders was held within five (5) months following the close of each fiscal year.

The Company committee meeting minutes for the examination period, and through the fieldwork date, were reviewed for the following committees: Audit Committee, Compensation and Nominating Committee, Executive Committee and Investment Committee.

AFFILIATED COMPANIES

Organizational Structure

The following abbreviated organizational chart shows the Company's parent and affiliates as of December 31, 2024 that were included in this examination:

	<u>NAIC Co. Code</u>	<u>Domiciliary State/Country</u>
American United Mutual Insurance Holding Company		
OneAmerica Financial Partners, Inc.		IN
OneAmerica Asset Management, LLC		IN
Pioneer Mutual Life Insurance Company	67911	ND
The State Life Insurance Company	69116	IN
American United Life Insurance Company	60895	IN

Affiliated Agreements

The following affiliated agreements and transactions were disclosed as part of the Form B – Holding Company Registration Statement and were filed with the INDOL, as required, in accordance with IC 27-1-23-4.

Administrative Services Agreement

The Company is a party to an Administrative Services Agreement with AULIC to receive various administrative services. Fees paid by SLIC to AULIC in 2024 were \$129 million.

Investment Management Agreement

The Company is a party to an Investment Management Agreement with OneAmerica Asset Management, LLC (OAM) to receive investment management services. OAM acts as an investment manager for SLIC for an annual fee in an amount sufficient to cover OAM's services. Fees paid by SLIC to OAM in 2024 were \$10.6 million.

Loan Agreement

In 2008, the Company, along with AULIC, Pioneer Mutual Life Insurance Company (PMLIC), and OneAmerica entered into a Loan Agreement under which they may make certain loans to one another, on an ongoing basis, for liquidity and general corporate purposes. No loans are outstanding pursuant to this Agreement as of December 31, 2024.

Tax Sharing Agreement

The Company, SLIC, and PMLIC are parties to a Tax Sharing Agreement with OneAmerica whereby the companies file a consolidated tax return with other affiliates. The method of allocation between the companies is based upon separate tax return calculations with current credit for losses and tax credits.

FIDELITY BOND AND OTHER INSURANCE

The Company protects itself against loss from any fraudulent or dishonest acts by any employees through a fidelity bond issued by Fidelity and Deposit Company of Maryland. The fidelity bond is adequate to meet the minimum coverage suggested by the NAIC.

The Company had additional types of coverage in-force as of December 31, 2024, including but not limited to business automobile, business travel, computer crime, cyber, directors' and officers' liability, excess fidelity, general liability, mortgage protection, property, umbrella, and workers' compensation.

TERRITORY AND PLAN OF OPERATION

The Company is licensed in forty-nine (49) states and the District of Columbia. SLIC is focused on asset-based products (Care Solutions) using life insurance and annuities coupled with a long-term care rider. SLIC also offers a range of life and annuity products to individuals, families, small business owners, and the retirement markets. The Company primarily markets its products through a nationwide network of financial institutions, independent marketing organizations, and brokerage general agencies. Products may also be sold through AULIC's career agents and general agents.

REINSURANCE

Ceded Reinsurance

The Company engages in reinsurance transactions as part of its overall underwriting and risk-management strategy. The Company's reinsurance program includes ceded coverages that limit the amount of individual claims to a fixed amount or percentage. As of December 31, 2024, SLIC ceded a material amount of Life and A&H reserves under the following agreements:

Effective January 1, 2022, SLIC entered into an agreement with Commonwealth Annuity and Life Insurance Company to cede a block of in-force individual and group annuities through 100% indemnity coinsurance. In 2024, this transaction resulted in a reserve credit of \$196.8 million.

In 2017, SLIC entered into a 90% modified coinsurance treaty with Canada Life Insurance Company to help support growth of the Care Solutions business. This treaty is amended annually to include policies issued in the current year. In 2024, this transaction resulted in a reserve credit of \$134.0 million.

Effective September 1, 1999, the Company entered into an agreement with Employers Reassurance Corporation to cede 100% of individual long term nursing care policies administered by LifeCare Assurance Company. In 2024, this transaction resulted in a reserve credit of \$849.1 million.

Assumed Reinsurance

As of December 31, 2024, SLIC assumed a material amount of Life reserves from GRIC. In 2005, the Company acquired GRIC, as described above in the History section. The acquisition was facilitated using indemnity reinsurance as the transfer vehicle. SLIC also acquired the underlying administrative platforms and now manages the ongoing administration of this business.

FINANCIAL STATEMENTS

The following financial statements are based on the statutory financial statements filed by the company with the INDOI and present the financial condition of the company for the period ending December 31, 2024. The accompanying comments on financial statements reflect any examination adjustments to the amounts reported in the annual statement and should be considered an integral part of the financial statements.

THE STATE LIFE INSURANCE COMPANY

Assets

As of December 31, 2024

(in 000s)

	<u>Per Company*</u>
Bonds	\$ 9,293,639
Stocks:	
Common stocks	50,984
Mortgage loans on real estate:	
First liens	1,468,172
Cash, cash equivalents and short-term investments	169,862
Contract loans	22,140
Derivatives	31,338
Other invested assets	358,293
Receivables for securities	6,937
Securities lending reinvested collateral assets	<u>328,279</u>
Subtotals, cash and invested assets	11,729,615
Investment income due and accrued	98,087
Premiums and considerations:	
Uncollected premiums and agents' balances in course of collection	3,896
Deferred premiums, agents' balances and installments booked but deferred and not yet due	8,919
Reinsurance:	
Amounts recoverable from reinsurers	1,690
Other amounts receivable under reinsurance contracts	6,101
Current federal and foreign income tax recoverable and interest thereon	16,034
Net deferred tax asset	32,279
Guaranty funds receivable or on deposit	1,338
Aggregate write-ins for other-than-invested assets	<u>50,943</u>
Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts	<u>11,948,904</u>
Totals	<u>\$ 11,948,904</u>

* The balances include immaterial rounding differences.

THE STATE LIFE INSURANCE COMPANY

Liabilities, Surplus and Other Funds As of December 31, 2024 (in 000s)

	<u>Per Company*</u>
Aggregate reserve for life contracts	\$ 9,838,565
Aggregate reserve for accident and health contracts	351
Liability for deposit-type contracts	927,023
Contract claims:	
Life	29,154
Provision for policyholders' dividends, refunds to members and coupon payable in following calendar year – estimated amounts:	
Policyholders' dividends and refunds to members apportioned for payment	1,158
Premiums and annuity considerations for life and accident and health contracts received in advance less discount; including accident and health premiums	4,812
Contract liabilities not included elsewhere:	
Other amounts payable on reinsurance including assumed and ceded	257
Commissions and expense allowances payable on reinsurance assumed	38
Taxes, licenses and fees due or accrued, excluding federal income taxes	3,309
Unearned investment income	666
Amounts withheld or retained by reporting entity as agent or trustee	2,154
Amounts held for agents' account, including agents' credit balances	1
Remittances and items not allocated	6,615
Miscellaneous liabilities:	
Asset valuation reserve	115,293
Payable to parent, subsidiaries and affiliates	8,093
Derivatives	26,377
Payable for securities	13,356
Payable for securities lending	328,279
Aggregate write-ins for liabilities	19,597
Total liabilities excluding Separate Accounts	<u>11,325,098</u>
Total liabilities	<u>11,325,098</u>
Common capital stock	3,000
Surplus notes	30,000
Gross paid in and contributed surplus	110,550
Aggregate write-ins for special surplus funds	50,943
Unassigned funds (surplus)	429,313
Surplus	<u>620,806</u>
Total Capital and Surplus	<u>623,806</u>
Totals	<u>\$ 11,948,904</u>

* The balances include immaterial rounding differences.

THE STATE LIFE INSURANCE COMPANY
Summary of Operations
For the Year Ended December 31, 2024
(in 000s)

	Per Company*
Premiums and annuity considerations for life and accident and health contracts	\$ 830,041
Net investment income	404,081
Amortization of Interest Maintenance Reserve	(2,459)
Commissions and expense allowances on reinsurance ceded	45,368
Reserve adjustments on reinsurance ceded	74,827
Total	<u>1,351,858</u>
Death benefits	122,574
Matured endowments (excluding guaranteed annual pure endowments)	51
Annuity benefits	108,905
Disability benefits and benefits under accident and health contracts	659
Surrender benefits and withdrawals for life contracts	173,798
Interest and adjustments on contract or deposit-type contract funds	42,232
Payments on supplementary contracts with life contingencies	51
Increase in aggregate reserves for life and accident and health contracts	542,326
Total	<u>990,596</u>
Commissions on premiums, annuity considerations, and deposit-type contract funds	80,798
Commissions and expense allowances on reinsurance assumed	326
General insurance expenses and fraternal expenses	153,981
Insurance taxes, licenses and fees, excluding federal income taxes	19,460
Increase in loading on deferred and uncollected premiums	(183)
Aggregate write-ins for deductions	985
Total	<u>1,245,963</u>
Net gain from operations before dividends to policyholders, refunds to members and federal income taxes	105,896
Dividends to policyholders and refunds to members	<u>768</u>
Net gain from operations after dividends to policyholders, refunds to members and before federal income taxes	105,128
Federal and foreign income taxes incurred	<u>38,134</u>
Net gain from operations after dividends to policyholders, refunds to members and federal income taxes and before realized capital gains or (losses)	66,994
Net realized capital gains(losses) less capital gains tax	<u>(1,822)</u>
Net income	<u>\$ 65,171</u>

* The balances include immaterial rounding differences.

THE STATE LIFE INSURANCE COMPANY
Reconciliation of Capital and Surplus Account
(in 000s)

	2024	2023	2022	2021	2020
Surplus as regards policyholders, December 31 prior year	\$ 603,553	\$ 559,063	\$ 581,630	\$ 559,493	\$ 554,962
Net income	65,171	(2,460)	54,178	22,973	26,582
Change in net unrealized capital gains or (losses) less capital gains tax	(1,735)	5,308	(5,270)	9,978	(1,979)
Change in net unrealized foreign exchange capital gain (loss)	330	-	-	-	-
Change in net deferred income tax	15,348	16,751	1,463	20,286	20,428
Change in nonadmitted assets	(22,418)	38,716	(68,699)	(13,249)	(20,863)
Change in asset valuation reserve	(6,443)	(13,825)	(5,570)	(18,166)	(9,638)
Dividends to stockholders	(30,000)	-	-	-	-
Aggregate write-ins for gains and losses in surplus	-	-	1,331	315	-
Net Change in capital and surplus for the year	20,253	44,490	(22,567)	22,137	14,531
Surplus as regards policyholders, December 31 current year	<u>\$ 623,806</u>	<u>\$ 603,553</u>	<u>\$ 559,063</u>	<u>\$ 581,630</u>	<u>\$ 559,493</u>

COMMENTS ON THE FINANCIAL STATEMENTS

There were no recommended adjustments to the financial statements as of December 31, 2024, based on the results of this examination.

OTHER SIGNIFICANT ISSUES

No significant issues were identified during the examination.

SUBSEQUENT EVENTS

In January 2025, Sandra McCarthy, President, Retirement Services, retired. David Weisenburger was appointed to the SLIC Board to replace Ms. McCarthy.

In March 2025, Timothy Bischof was named the Chief Financial Officer of SLIC after the departure of Andrew Michie. Mr. Bischof also holds the position of OneAmerica's Chief Actuary and was appointed to the SLIC Board as Mr. Michie's replacement.

AFFIDAVIT

This is to certify that the undersigned is a duly qualified Examiner-in-Charge appointed by the Indiana Department of Insurance and that they, in coordination with staff assistance from Noble Consulting Services, Inc., and actuarial assistance from Mark Alberts, FSA, MAAA, performed an examination of The State Life Insurance Company, as of December 31, 2024.

The Indiana Department of Insurance is accredited under the National Association of Insurance Commissioners Financial Regulation Accreditation Standards.

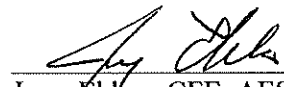
This examination was performed in accordance with those procedures required by the NAIC Financial Condition Examiners Handbook and other procedures tailored for this examination. Such procedures performed on this examination do not constitute an audit made in accordance with generally accepted auditing standards and no audit opinion is expressed on the financial statements contained in this report.

The attached Report of Examination is a true and complete report of the condition of The State Life Insurance Company as of December 31, 2024, as determined by the undersigned.



Karen Milster, CFE, CPA
Noble Consulting Services, Inc.

Under the Supervision of:



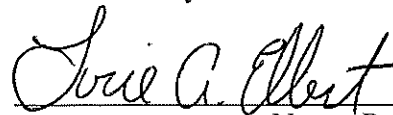
Jerry Ehlers, CFE, AES
Examinations Manager
Indiana Department of Insurance

State of: Indiana
County of: Marion

On this 16th day of June, 2026, before me personally appeared, Karen Milster and Jerry Ehlers, to sign this document.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal in said County and State, the day and year last above written.

My commission expires: July 20, 2033



Notary Public

