Employers Holdings, Inc.
Form 10-Q
July 28, 2016

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

R QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the Quarterly Period Ended June 30, 2016

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For the transition period from ____ to ____

Commission file number: 001-33245

EMPLOYERS HOLDINGS, INC.
(Exact name of registrant as specified in its charter)

Nevada	04-3850065
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Number)

10375 Professional Circle, Reno, Nevada 89521
(Address of principal executive offices and zip code)
(888) 682-6671
(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes R No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes R No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer," "non-accelerated filer," and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):
Large accelerated filer R Accelerated filer o Non-accelerated filer o Smaller reporting company o

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

Class	July 21, 2016
Common Stock, $0.01 par value per share	32,438,110 shares outstanding

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PART I – FINANCIAL INFORMATION
Item 1. Consolidated Financial Statements
Employers Holdings, Inc. and Subsidiaries
Consolidated Balance Sheets
(in thousands, except share data)

Assets	As of June 30, 2016 (unaudited)	As of December 31, 2015
Available for sale:		
Fixed maturity securities at fair value (amortized cost $2,205,500 at June 30, 2016 and $2,221,100 at December 31, 2015)	$2,326,500	$2,288,500
Equity securities at fair value (cost $113,400 at June 30, 2016 and $137,500 at December 31, 2015)	181,400	198,700
Short-term investments at fair value (amortized cost $2,000 at June 30, 2016)	2,000	—
Total investments	2,509,900	2,487,200
Cash and cash equivalents	128,200	56,600
Restricted cash and cash equivalents	2,400	2,500
Accrued investment income	20,600	20,600
Premiums receivable (less bad debt allowance of $9,900 at June 30, 2016 and $12,200 at December 31, 2015)	330,400	301,100
Reinsurance recoverable for:		
Paid losses	7,300	7,700
Unpaid losses	598,800	628,200
Deferred policy acquisition costs	48,400	44,300
Deferred income taxes, net	41,100	67,900
Property and equipment, net	23,100	24,900
Intangible assets, net	8,400	8,500
Goodwill	36,200	36,200
Contingent commission receivable—LPT Agreement	31,100	29,200
Other assets	46,500	40,900
Total assets	$3,832,400	$3,755,800
Liabilities and stockholders' equity		
Claims and policy liabilities:		
Unpaid losses and loss adjustment expenses	$2,332,300	$2,347,500
Unearned premiums	336,100	308,900
Total claims and policy liabilities	2,668,400	2,656,400
Commissions and premium taxes payable	50,700	52,500
Accounts payable and accrued expenses	16,900	24,100
Deferred reinsurance gain—LPT Agreement	180,700	189,500
Notes payable	32,000	32,000
Other liabilities	38,400	40,500
Total liabilities	$2,987,100	$2,995,000
Commitments and contingencies		
Stockholders' equity:		
Common stock, $0.01 par value; 150,000,000 shares authorized; 56,078,919 and 55,589,454 shares issued and 32,463,660 and 32,216,480 shares outstanding at June 30, 2016 and December 31, 2015, respectively	$600	$600

Preferred stock, $0.01 par value; 25,000,000 shares authorized; none issued	—	—
Additional paid-in capital	367,900	357,200
Retained earnings	723,500	682,000
Accumulated other comprehensive income, net	122,800	83,600
Treasury stock, at cost (23,615,259 shares at June 30, 2016 and 23,372,974 shares at December 31, 2015)	(369,500)	(362,600)
Total stockholders’ equity	845,300	760,800
Total liabilities and stockholders’ equity	$3,832,400	$3,755,800

See accompanying unaudited notes to the consolidated financial statements.

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Employers Holdings, Inc. and Subsidiaries
Consolidated Statements of Comprehensive Income
(in thousands, except per share data)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Revenues	(unaudited)		(unaudited)	
Net premiums earned	$176,900	$170,600	$349,500	$329,600
Net investment income	18,400	18,400	36,200	35,300
Net realized gains on investments	6,000	1,900	7,500	3,100
Other income	500	—	600	100
Total revenues	201,800	190,900	393,800	368,100
Expenses				
Losses and loss adjustment expenses	111,700	101,500	219,000	207,700
Commission expense	21,900	22,900	42,200	41,600
Underwriting and other operating expenses	33,600	32,500	69,900	66,000
Interest expense	400	700	800	1,400
Total expenses	167,600	157,600	331,900	316,700
Net income before income taxes	34,200	33,300	61,900	51,400
Income tax expense	7,900	4,100	14,600	8,200
Net income	$26,300	$29,200	$47,300	$43,200
Comprehensive income				
Unrealized gains (losses) during the period (net of tax expense of $12,600 and $(13,300) for the three months ended June 30, 2016 and 2015, respectively, and $23,800 and $(8,300) for the six months ended June 30, 2016 and 2015, respectively)	$23,300	$(24,600)	$44,100	$(15,400)
Reclassification adjustment for realized gains in net income (net of taxes of $2,100 and $700 for the three months ended June 30, 2016 and 2015, respectively, and $2,600 and $1,100 for the six months ended June 30, 2016 and 2015, respectively)	(3,900)	(1,200)	(4,900)	(2,000)
Other comprehensive income (loss), net of tax	19,400	(25,800)	39,200	(17,400)
Total comprehensive income	$45,700	$3,400	$86,500	$25,800
Net realized gains on investments				
Net realized gains on investments before credit related impairments	$6,000	$2,000	$12,800	$3,200
Other than temporary impairment recognized in earnings	—	(100)	(5,300)	(100)
Net realized gains on investments	$6,000	$1,900	$7,500	$3,100
Earnings per common share (Note 11):				
Basic	$0.81	$0.91	$1.45	$1.35
Diluted	$0.80	$0.90	$1.44	$1.33
Cash dividends declared per common share	$0.09	$0.06	$0.18	$0.12

See accompanying unaudited notes to the consolidated financial statements.

Employers Holdings, Inc. and Subsidiaries
Consolidated Statements of Cash Flows
(in thousands)

	Six Months Ended June 30,	
	2016	2015
Operating activities	(unaudited)	
Net income	$47,300	$43,200
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	4,300	3,600
Stock-based compensation	3,200	2,700
Amortization of premium on investments, net	7,400	6,100
Allowance for doubtful accounts	(2,300)	2,400
Deferred income tax expense	5,600	3,700
Realized gains on investments, net	(7,500)	(3,100)
Excess tax benefits from stock-based compensation	(1,300)	(700)
Other	—	100
Change in operating assets and liabilities:		
Premiums receivable	(27,000)	(21,200)
Reinsurance recoverable for paid and unpaid losses	29,800	31,800
Federal income taxes	1,500	—
Unpaid losses and loss adjustment expenses	(15,200)	(15,200)
Unearned premiums	27,200	30,600
Accounts payable, accrued expenses and other liabilities	(9,200)	8,300
Deferred reinsurance gain—LPT Agreement	(8,800)	(11,900)
Contingent commission receivable—LPT Agreement	(1,900)	(2,800)
Other	(11,700)	(14,900)
Net cash provided by operating activities	41,400	62,700
Investing activities		
Purchase of fixed maturity securities	(196,400)	(256,600)
Purchase of equity securities	(34,900)	(65,700)
Proceeds from sale of fixed maturity securities	111,700	50,700
Proceeds from sale of equity securities	65,600	16,300
Proceeds from maturities and redemptions of investments	91,900	156,300
Capital expenditures	(2,400)	(5,600)
Change in restricted cash and cash equivalents	100	4,200
Net cash provided by (used in) investing activities	35,600	(100,400)
Financing activities		
Acquisition of treasury stock	(6,900)	—
Cash transactions related to stock-based compensation	6,200	2,400
Dividends paid to stockholders	(5,900)	(3,800)
Payments on notes payable and capital leases	(100)	(300)
Excess tax benefits from stock-based compensation	1,300	700
Net cash used in financing activities	(5,400)	(1,000)
Net increase (decrease) in cash and cash equivalents	71,600	(38,700)
Cash and cash equivalents at the beginning of the period	56,600	103,600
Cash and cash equivalents at the end of the period	$128,200	$64,900

See accompanying unaudited notes to the consolidated financial statements.

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Employers Holdings, Inc. and Subsidiaries
Notes to Consolidated Financial Statements
(Unaudited)

1. Basis of Presentation and Summary of Operations

Employers Holdings, Inc. (EHI) is a Nevada holding company. Through its wholly owned insurance subsidiaries, Employers Insurance Company of Nevada (EICN), Employers Compensation Insurance Company (ECIC), Employers Preferred Insurance Company (EPIC), and Employers Assurance Company (EAC), EHI is engaged in the commercial property and casualty insurance industry, specializing in workers' compensation products and services. Unless otherwise indicated, all references to the "Company" refer to EHI, together with its subsidiaries.

The accompanying consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles (GAAP) for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X of the Securities Exchange Act of 1934, as amended. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal, recurring adjustments) necessary for a fair presentation of the Company's consolidated financial position and results of operations for the periods presented have been included. The results of operations for an interim period are not necessarily indicative of the results for an entire year. These financial statements have been prepared consistent with the accounting policies described in the Company's Annual Report on Form 10-K for the year ended December 31, 2015.

The Company considers an operating segment to be any component of its business whose operating results are regularly reviewed by the Company's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance based on discrete financial information. Currently, the Company has one operating segment, workers' compensation insurance and related services.

Use of Estimates

The preparation of the consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities, at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. As a result, actual results could differ from these estimates. The most significant areas that require management judgment are the estimate of unpaid losses and loss adjustment expenses (LAE), evaluation of reinsurance recoverables, recognition of premium revenue, deferred income taxes, and investments.

Reclassifications

Certain prior period information has been reclassified to conform to the current period presentation.

2. Change in Estimates

The Company reduced its estimated reserves ceded under the Loss Portfolio Transfer Agreement (LPT Reserve Adjustment) as a result of the determination that an adjustment was necessary to reflect observed favorable paid loss trends during the second quarter of 2016. The following table shows the financial statement impact related to the reduction in estimated reserves ceded under the Loss Portfolio Transfer Agreement (LPT Agreement).

	Three Months Ended June 30, 2016	Six Months Ended June 30, 2016
	(in millions, except per share data)	
Change in estimated reserves ceded under the LPT Agreement	$(5.0)	$ (5.0)
Cumulative adjustment to the Deferred Gain[1]	(3.1)	(3.1)
Net income impact of change in estimate	3.1	3.1
EPS impact of change in estimate		

Basic	0.10	0.10
Diluted	0.09	0.09

(1) The cumulative adjustment to the Deferred reinsurance gain–LPT Agreement (Deferred Gain) was also recognized in losses and LAE incurred in the Consolidated Statement of Comprehensive Income, so that the Deferred Gain reflects the balance that would have existed had the revised reserves been recognized at the inception of the LPT Agreement.

The Company increased its estimate of contingent commission receivable – LPT Agreement (LPT Contingent Commission Adjustment) as a result of the determination that an adjustment was necessary to reflect observed favorable paid loss trends during the second quarter of 2016. The following table shows the financial statement impact related to these changes in estimates.

	Three Months Ended June 30, 2016	Six Months Ended June 30, 2016
	(in millions, except per share data)	
Change in estimate of contingent commission receivable – LPT Agreement	$1.9	$ 1.9
Cumulative adjustment to the Deferred Gain[1]	(1.8)	(1.8)
Net income impact of change in estimate	1.8	1.8
EPS impact of change in estimate		
Basic	0.06	0.06
Diluted	0.05	0.05

(1) The cumulative adjustment to the Deferred Gain was also recognized in losses and LAE incurred in the Consolidated Statement of Comprehensive Income, so that the Deferred Gain reflects the balance that would have existed had the revised reserves been recognized at the inception of the LPT Agreement.

3. New Accounting Standards

In January 2016, the FASB issued ASU Number 2016-01, Financial Instruments - Overall (Subtopic 825-10). This update replaces the guidance to classify equity securities with readily determinable fair values into different categories (trading or available-for-sale) and requires equity securities to be measured at fair value with changes in fair value recognized through net income. Additionally, this update eliminates the method and significant assumptions used to estimate the fair value of financial instruments measured at amortized cost. It requires financial instruments to be measured at fair value using the exit price notion. Furthermore, this update clarifies that an evaluation of deferred tax assets related to available-for-sale securities is needed, in combination with an evaluation of other deferred tax assets, to determine if a valuation allowance is required. This update becomes effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. The Company has determined that at June 30, 2016, adoption of this guidance would result in a $68.0 million reclassification adjustment, net of tax, between retained earnings and accumulated other comprehensive income. The Company has not yet estimated the full impact that the adoption will have on its consolidated statement of comprehensive income.

In February 2016, the FASB issued ASU Number 2016-02, Leases (Topic 842). This update provides guidance on a new lessee model that includes the recognition of assets and liabilities arising from lease transactions on the balance sheet. Additionally, the update provides clarity on the definition of a lease and the distinction between finance and operating leases. Furthermore, the update requires certain qualitative and quantitative disclosures pertaining to the amounts recorded in the financial statements. This update becomes effective for annual reporting periods, including interim periods within those annual periods, beginning after December 15, 2018 and early adoption is permitted. The Company has not yet estimated the full impact that the adoption will have on its consolidated financial condition and results of operations.

In March 2016, the FASB issued ASU Number 2016-09, Compensation - Stock Compensation (Topic 718). This update simplifies several aspects of the accounting for share based-payment award transactions including income taxes and classification of awards on the balance sheet and on the statement of cash flows. This update becomes effective for annual reporting periods, including interim periods within those annual periods, beginning after December 15, 2016 and early adoption is permitted. The Company has not yet estimated the full impact that the adoption will have on its consolidated financial condition and results of operations.

In June 2016, the FASB issued ASU Number 2016-13, Financial Instruments - Credit Losses (Topic 326). This update replaces the incurred loss impairment methodology for recognizing credit losses on financial instruments with a methodology that reflects an entity's current estimate of all expected credit losses. This update requires financial assets measured at amortized cost to be presented net of an allowance for credit losses. Additionally, this update requires credit losses on available-for-sale debt securities to be presented as an allowance rather than as a write-down, allowing an entity to also record reversals of credit losses in current period net income. This update becomes effective for fiscal years beginning after December 15, 2019, including interim periods within those fiscal years. Early adoption is permitted as of fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. The Company has not yet estimated the full impact that the adoption will have on its consolidated financial condition and results of operations.

4. Fair Value of Financial Instruments

The carrying value and the estimated fair value of the Company’s financial instruments were as follows:

	June 30, 2016		December 31, 2015	
	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
	(in millions)			
Financial assets				
Investments	$2,509.9	$2,509.9	$2,487.2	$2,487.2
Cash and cash equivalents	128.2	128.2	56.6	56.6
Restricted cash and cash equivalents	2.4	2.4	2.5	2.5
Financial liabilities				
Notes payable	$32.0	$34.3	$32.0	$36.6

Assets and liabilities recorded at fair value on the consolidated balance sheets are categorized based upon the levels of judgment associated with the inputs used to measure their fair value. Level inputs are defined as follows:

- Level 1 - Inputs are unadjusted quoted market prices for identical assets or liabilities in active markets at the measurement date.
- Level 2 - Inputs other than Level 1 prices that are observable for similar assets or liabilities through corroboration with market data at the measurement date.
- Level 3 - Inputs that are unobservable that reflect management's best estimate of what willing market participants would use in pricing the assets or liabilities at the measurement date.

Fair values of available-for-sale fixed maturity and equity securities are based on quoted market prices, where available. If quoted market prices and an estimate determined by using objectively verifiable information are unavailable, the Company produces an estimate of fair value based on internally developed valuation techniques, which, depending on the level of observable market inputs, will render the fair value estimate as Level 2 or Level 3. The Company bases all of its estimates of fair value for assets on the bid price, as it represents what a third-party market participant would be willing to pay in an arm's length transaction.

These methods of valuation will only produce an estimate of fair value if there is objectively verifiable information to produce a valuation. If objectively verifiable information is not available, the Company would be required to produce an estimate of fair value using some of the same methodologies, making assumptions for market-based inputs that are unavailable.

The Company's estimates of fair value for financial liabilities are based on the interest rates for notes with similar durations to discount the projection of future payments on notes payable. The fair value measurements for notes payable have been determined to be Level 2.

The following table presents the items on the accompanying consolidated balance sheets that are stated at fair value and the corresponding fair value measurements.

	June 30, 2016			December 31, 2015		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
	(in millions)					
Fixed maturity securities						
U.S. Treasuries	$—	$125.9	$—	$—	$120.2	$ —
U.S. Agencies	—	23.3	—	—	24.4	—
States and municipalities	—	871.1	—	—	854.5	—
Corporate securities	—	958.8	—	—	925.3	—
Residential mortgage-backed securities	—	243.0	—	—	237.9	—
Commercial mortgage-backed securities	—	75.8	—	—	80.3	—
Asset-backed securities	—	28.6	—	—	45.9	—
Total fixed maturity securities	$—	$2,326.5	$—	$—	$2,288.5	$ —

Equity securities						
Corporate equity securities	$176.5	$—	$ —	$198.7	$—	$ —
Federal Home Loan Bank stock	$—	$—	$ 4.9	$—	$—	$ —
Total equity securities	$176.5	$—	$ 4.9	$198.7	$—	$ —
Short-term investments	$—	$2.0	$ —	$—	$—	$ —

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The following table provides a reconciliation of the beginning and ending balances that are measured using Level 3 inputs for the six months ended June 30, 2016.

	Equity Securities (in millions)
Beginning balance, January 1, 2016	$ —
Purchases	4.9
Ending balance, June 30, 2016	$ 4.9

Each of the Company's insurance operating subsidiaries is a member of the Federal Home Loan Bank (FHLB) of San Francisco. Members are required to purchase stock in the FHLB in addition to maintaining collateral deposits that back any funds advanced. Investment in FHLB stock is recorded at cost, as purchases and sales of these securities are at par value with the issuer. The stock is considered a restricted security and is periodically evaluated for impairment based on the ultimate recovery of par value. Due to the nature of FHLB stock, its carrying value approximates fair value.

5. Investments

The cost or amortized cost, gross unrealized gains, gross unrealized losses, and estimated fair value of the Company’s investments were as follows:

	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
	(in millions)			
At June 30, 2016				
Fixed maturity securities				
U.S. Treasuries	$120.1	$ 5.8	$ —	$125.9
U.S. Agencies	22.0	1.3	—	23.3
States and municipalities	808.8	62.3	—	871.1
Corporate securities	919.0	41.6	(1.8)	958.8
Residential mortgage-backed securities	233.4	9.6	—	243.0
Commercial mortgage-backed securities	73.7	2.1	—	75.8
Asset-backed securities	28.5	0.1	—	28.6
Total fixed maturity securities	2,205.5	122.8	(1.8)	2,326.5
Equity securities				
Corporate equity securities	108.5	68.9	(0.9)	176.5
Federal Home Loan Bank stock	4.9	—	—	4.9
Total equity securities	113.4	68.9	(0.9)	181.4
Short-term investments	2.0	—	—	2.0
Total investments	$2,320.9	$ 191.7	$ (2.7)	$2,509.9
At December 31, 2015				
Fixed maturity securities				
U.S. Treasuries	$116.4	$3.9	$(0.1)	$120.2
U.S. Agencies	23.0	1.4	—	24.4
States and municipalities	809.4	45.1	—	854.5
Corporate securities	913.4	19.9	(8.0)	925.3
Residential mortgage-backed securities	231.8	7.1	(1.0)	237.9
Commercial mortgage-backed securities	81.1	0.2	(1.0)	80.3
Asset-backed securities	46.0	—	(0.1)	45.9
Total fixed maturity securities	2,221.1	77.6	(10.2)	2,288.5
Equity securities				

Corporate equity securities	137.5	65.8	(4.6)	198.7
Equity securities	137.5	65.8	(4.6)	198.7
Total investments	$2,358.6	$143.4	$(14.8)	$2,487.2

The amortized cost and estimated fair value of fixed maturity securities at June 30, 2016, by contractual maturity, are shown below. Expected maturities differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Amortized Cost	Estimated Fair Value
	(in millions)	
Due in one year or less	$140.1	$141.7
Due after one year through five years	855.5	893.4
Due after five years through ten years	615.5	660.0
Due after ten years	258.8	284.0
Mortgage and asset-backed securities	335.6	347.4
Total	$2,205.5	$2,326.5

The following is a summary of investments that have been in a continuous unrealized loss position for less than 12 months and those that have been in a continuous unrealized loss position for 12 months or greater as of June 30, 2016 and December 31, 2015.

	June 30, 2016			December 31, 2015		
	Estimated Fair Value	Gross Unrealized Losses	Number of Issues	Estimated Fair Value	Gross Unrealized Losses	Number of Issues
	(in millions, except number of issues data)					
Less than 12 months:						
Fixed maturity securities						
U.S. Treasuries	$—	$ —	—	$27.4	$ (0.1)	20
Corporate securities	—	—	—	328.4	(4.7)	122
Residential mortgage-backed securities	—	—	—	50.5	(0.8)	24
Commercial mortgage-backed securities	—	—	—	51.5	(1.0)	22
Asset-backed securities	—	—	—	34.1	—	27
Total fixed maturity securities	—	—	—	491.9	(6.6)	215
Equity securities	10.9	(0.9)	23	35.8	(4.6)	45
Total less than 12 months	$10.9	$ (0.9)	23	$527.7	$ (11.2)	260
12 months or greater:						
Fixed maturity securities						
Corporate securities	$28.9	$ (1.8)	12	$34.6	$ (3.3)	15
Residential mortgage-backed securities	—	—	—	7.1	(0.2)	25
Asset-backed securities	—	—	—	11.1	(0.1)	4
Total fixed maturity securities	28.9	(1.8)	12	52.8	(3.6)	44
Total 12 months or greater	$28.9	$ (1.8)	12	$52.8	$ (3.6)	44
Total available-for-sale:						
Fixed maturity securities						
U.S. Treasuries	$—	$ —	—	$27.4	$ (0.1)	20
Corporate securities	28.9	(1.8)	12	363.0	(8.0)	137
Residential mortgage-backed securities	—	—	—	57.6	(1.0)	49
Commercial mortgage-backed securities	—	—	—	51.5	(1.0)	22
Asset-backed securities	—	—	—	45.2	(0.1)	31
Total fixed maturity securities	28.9	(1.8)	12	544.7	(10.2)	259
Equity securities	10.9	(0.9)	23	35.8	(4.6)	45

Total available-for-sale	$39.8	$ (2.7)	35	$580.5	$ (14.8)	304

Based on reviews of the fixed maturity securities, the Company determined that unrealized losses for the six months ended June 30, 2016 were primarily the result of changes in prevailing interest rates and not the credit quality of the issuers. The fixed maturity securities whose total fair value was less than amortized cost were not determined to be other-than-temporarily impaired given the severity and duration of the impairment, the credit quality of the issuers, the Company's intent to not sell the securities, and a determination that it is not more likely than not that the Company will be required to sell the securities until fair value recovers to above amortized cost, or principal value upon maturity.

Based on reviews of the equity securities, the Company recognized a total impairment of $5.3 million in the fair value of 32 equity securities for the six months ended June 30, 2016, as a result of the Company's intent to sell and/or the severity and duration of the change in fair value of the securities. The remaining unrealized losses on equity securities were not considered to be other-than-temporary due to the financial condition and near-term prospects of the issuers. The other-than-temporary impairment of equity securities was primarily due to the Company's intent to sell certain securities and the downturn in the energy sector that continued through the first quarter of 2016.

Net realized gains on investments and the change in unrealized gains (losses) on fixed maturity and equity securities are determined on a specific-identification basis and were as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(in millions)			
Net realized gains on investments				
Fixed maturity securities				
Gross gains	$1.1	$0.3	$1.3	$0.3
Gross losses	(0.4)	(0.2)	(0.5)	(0.2)
Net realized gains on fixed maturity securities	$0.7	$0.1	$0.8	$0.1
Equity securities				
Gross gains	$5.5	$1.9	$12.7	$3.5
Gross losses	(0.2)	(0.1)	(6.0)	(0.5)
Net realized gains on equity securities	$5.3	$1.8	$6.7	$3.0
Total	$6.0	$1.9	$7.5	$3.1
Change in unrealized gains (losses)				
Fixed maturity securities	$24.3	$(33.1)	$53.6	$(19.0)
Equity securities	5.6	(6.7)	6.8	(7.8)
Total	$29.9	$(39.8)	$60.4	$(26.8)

Net investment income was as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(in millions)			
Fixed maturity securities	$17.2	$17.9	$33.9	$34.3
Equity securities	1.8	1.2	3.7	2.3
Cash equivalents and restricted cash	0.1	—	0.1	—
Gross investment income	19.1	19.1	37.7	36.6
Investment expenses	(0.7)	(0.7)	(1.5)	(1.3)
Net investment income	$18.4	$18.4	$36.2	$35.3

The Company is required by various state laws and regulations to keep securities or letters of credit in depository accounts with certain states in which it does business. As of June 30, 2016 and December 31, 2015, securities having a fair value of $1,139.7 million and $881.2 million, respectively, were on deposit. These laws and regulations govern not only the amount, but also the types of securities that are eligible for deposit.

Certain reinsurance contracts require Company funds to be held in trust for the benefit of the ceding reinsurer to secure the outstanding liabilities assumed by the Company. The fair value of fixed maturity securities and restricted cash and cash equivalents held in trust for the benefit of ceding reinsurers at June 30, 2016 and December 31, 2015 was $27.7 million and $32.7 million, respectively.

6. Income Taxes

Income tax expense for interim periods is measured using an estimated effective tax rate for the annual period. The following is a reconciliation of the federal statutory income tax rate to the Company's effective tax rates for the periods presented.

	Six Months Ended June 30,	
	2016	2015
Expense computed at statutory rate	35.0 %	35.0 %
Dividends received deduction and tax-exempt interest	(7.3)	(8.0)
LPT deferred gain amortization	(2.1)	(4.5)
LPT reserve adjustment	(2.7)	(2.1)
Pre-privatization reserve adjustment, excluding LPT	—	(4.9)
Other	0.7	0.5
Effective tax rate	23.6 %	16.0 %

7. Liability for Unpaid Losses and Loss Adjustment Expenses

The following table represents a reconciliation of changes in the liability for unpaid losses and LAE.

	Six Months Ended June 30,	
	2016	2015
	(in millions)	
Unpaid losses and LAE, gross of reinsurance, at beginning of period	$2,347.5	$2,369.7
Less reinsurance recoverable, excluding bad debt allowance, on unpaid losses and LAE	628.2	669.5
Net unpaid losses and LAE at beginning of period	1,719.3	1,700.2
Losses and LAE, net of reinsurance, incurred during the period related to:		
Current period	232.0	221.1
Prior periods	(2.3)	1.4
Total net losses and LAE incurred during the period	229.7	222.5
Paid losses and LAE, net of reinsurance, related to:		
Current period	19.1	20.1
Prior periods	196.4	189.0
Total net paid losses and LAE during the period	215.5	209.1
Ending unpaid losses and LAE, net of reinsurance	1,733.5	1,713.6
Reinsurance recoverable, excluding bad debt allowance, on unpaid losses and LAE	598.8	640.9
Unpaid losses and LAE, gross of reinsurance, at end of period	$2,332.3	$2,354.5

Total net losses and LAE included in the above table excludes the impact of the aggregate of amortization of the deferred reinsurance gain—LPT Agreement, LPT Reserve Adjustments, and LPT Contingent Commission Adjustments, which totaled $10.7 million and $14.8 million for the six months ended June 30, 2016 and 2015, respectively (Note 8).

The change in the estimates of incurred losses and LAE attributable to insured events for prior periods was related to the Company's assigned risk business.

8. LPT Agreement

The Company is party to a 100% quota share retroactive reinsurance agreement (LPT Agreement) under which $1.5 billion in liabilities for losses and LAE related to claims incurred by EICN prior to July 1, 1995 were reinsured for consideration of $775.0 million. The LPT Agreement provides coverage up to $2.0 billion. The initial Deferred Gain resulting from the LPT Agreement was recorded as a liability in the accompanying consolidated balance sheets as Deferred reinsurance gain–LPT Agreement. The Company is also entitled to receive a contingent profit commission under the LPT Agreement. The contingent profit commission is an amount based on the favorable difference between actual paid losses and LAE and expected paid losses and LAE as established in the LPT Agreement. The Company records its estimate of contingent profit commission in the accompanying consolidated balance sheets as Contingent commission receivable–LPT Agreement and a corresponding liability is recorded in the accompanying consolidated balance sheets in Deferred reinsurance gain–LPT Agreement. The Deferred Gain is being amortized using the recovery method. Amortization is determined by the proportion of actual reinsurance recoveries to total estimated recoveries over the life of the LPT Agreement, except for the contingent profit commission, which is amortized through June 30, 2024, the date through which the Company is entitled to receive a contingent profit commission under the LPT Agreement. The amortization is recorded in losses and LAE incurred in the accompanying consolidated statements of comprehensive income. Any adjustments to the Deferred Gain are recorded in losses and LAE incurred in the accompanying consolidated statements of comprehensive income.

The Company amortized $5.8 million of the Deferred Gain for each of the six months ended June 30, 2016 and 2015. Additionally, the Deferred Gain was reduced by $3.1 million and $6.4 million for the six months ended June 30, 2016 and 2015, respectively, due to a favorable LPT Reserve Adjustment and by $1.8 million and $2.6 million for the six months ended June 30, 2016 and 2015, respectively, due to a favorable LPT Contingent Commission Adjustment. The remaining Deferred Gain was $180.7 million and $189.5 million as of June 30, 2016 and December 31, 2015, respectively. The estimated remaining liabilities subject to the LPT Agreement were $479.4 million and $498.0 million as of June 30, 2016 and December 31, 2015, respectively. Losses and LAE paid with respect to the LPT Agreement totaled $708.8 million and $695.2 million from inception through June 30, 2016 and December 31, 2015, respectively.

9. Accumulated Other Comprehensive Income, net

Accumulated other comprehensive income, net, is comprised of unrealized gains on investments classified as available-for-sale, net of deferred tax expense. The following table summarizes the components of accumulated other comprehensive income, net:

	June 30, 2016	December 31, 2015
	(in millions)	
Net unrealized gain on investments, before taxes	$189.0	$ 128.6
Deferred tax expense on net unrealized gains	(66.2)	(45.0)
Total accumulated other comprehensive income, net	$122.8	$ 83.6

10. Stock-Based Compensation

The Company awarded stock options, restricted stock units (RSUs) and performance share units (PSUs) to certain officers of the Company as follows:

	Number Awarded	Weighted Average Fair Value on Date of Grant	Weighted Average Exercise Price	Aggregate Fair Value on Date of Grant
				(in millions)
March 2016				
Stock options[(1)]	67,431	$ 8.38	$ 27.72	$ 0.6
RSUs[(1)]	80,816	27.72	—	2.2
PSUs[(2)]	97,236	27.72	—	2.7
May 2016				
RSUs[(1)]	17,892	30.18	—	0.5

(1) The stock options and RSUs awarded in March 2016 were awarded to certain officers of the Company and vest 25% on March 15, 2017, and each of the subsequent three anniversaries of that date. The stock options and RSUs are subject to accelerated vesting in certain circumstances, including but not limited to: death, disability, retirement, or in connection with change of control of the Company. The stock options expire seven years from the date of grant.

The RSUs awarded in May 2016 were awarded to non-employee Directors of the Company and have a service vesting period of one year from the date of grant.

(2) The PSUs awarded in March 2016 were awarded to certain officers of the Company and have a performance period of two years followed by an additional one year vesting period. The PSU awards are subject to certain performance

goals with payouts that range from 0% to 200% of the target awards. The value shown in the table represents the aggregate number of PSUs awarded at the target level.

A total of 438,774 and 463,466 stock options were exercised during the six months ended June 30, 2016 and the year ended December 31, 2015, respectively.

11. Earnings Per Share

Basic earnings per share excludes dilution and is computed by dividing income applicable to stockholders by the weighted average number of shares outstanding for the period. Diluted earnings per share reflects the potential dilutive impact of all convertible securities on earnings per share. Diluted earnings per share includes shares assumed issued under the “treasury stock method,” which reflects the potential dilution that would occur if outstanding RSUs and PSUs had vested and options were to be exercised. The following table presents the net income and the weighted average number of shares outstanding used in the earnings per common share calculations.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(in millions, except share data)			
Net income available to stockholders—basic and diluted	$26.3	$ 29.2	$47.3	$ 43.2
Weighted average number of shares outstanding—basic	32,629,525	32,066,981	32,521,617	32,106,401
Effect of dilutive securities:				
PSUs	178,254	88,543	158,643	205,697
Stock options	193,448	311,436	216,015	311,168
RSUs	42,872	40,536	57,194	59,964
Dilutive potential shares	414,574	440,515	431,852	576,829
Weighted average number of shares outstanding—diluted	33,044,099	32,507,496	32,953,469	32,483,230

Diluted earnings per share excludes outstanding options and other common stock equivalents in periods where the inclusion of such options and common stock equivalents would be anti-dilutive. The following table presents options, PSUs, and RSUs that were excluded from diluted earnings per share.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Options, PSUs and RSUs excluded under the treasury method as the potential proceeds on settlement or exercise price were greater than the value of shares acquired	155,833	345,369	118,317	306,407

Item 2. Management's Discussion and Analysis of Consolidated Financial Condition and Results of Operations

You should read the following discussion and analysis in conjunction with our consolidated financial statements and the related notes thereto included in Item 1 of Part I. Unless otherwise indicated, all references to "we," "us," "our," "the Company," or similar terms refer to Employers Holdings, Inc. (EHI), together with its subsidiaries. The information contained in this quarterly report is not a complete description of our business or the risks associated with an investment in our common stock. We urge you to carefully review and consider the various disclosures made by us in this quarterly report and in our other reports filed with the Securities and Exchange Commission (SEC), including our Annual Report on Form 10-K for the year ended December 31, 2015 (Annual Report).

The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements if accompanied by meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those discussed. You should not place undue reliance on these statements, which speak only as of the date of this report. Forward-looking statements include those related to our expected financial position, business, financing plans, litigation, future premiums, revenues, earnings, pricing, investments, business relationships, strategic initiatives, expected losses, loss experience, loss reserves, acquisitions, competition, the impact of changes in interest rates, rate increases with respect to our business, and the insurance industry in general. Statements including words such as "expect," "intend," "plan," "believe," "estimate," "may," "anticipate," "will," or similar statements of a future or forward-looking nature identify forward-looking statements.

We undertake no obligation to publicly update or revise any forward-looking statements, whether as a result of new information, future events, or otherwise, except as required by law. All forward-looking statements address matters that involve risks and uncertainties that could cause actual results to differ materially from historical or anticipated results, depending on a number of factors. These risks and uncertainties include, but are not limited to, those described in our Annual Report and other documents that we have filed with the SEC.

Overview

We are a Nevada holding company. Through our insurance subsidiaries, we provide workers' compensation insurance coverage to select, small businesses in low to medium hazard industries. Workers' compensation insurance is provided under a statutory system wherein most employers are required to provide coverage for their employees' medical, disability, vocational rehabilitation, and/or death benefit costs for work-related injuries or illnesses. We provide workers' compensation insurance in 33 states and the District of Columbia, with a concentration in California, where over one-half of our business is generated. Our revenues are primarily comprised of net premiums earned, net investment income, and net realized gains on investments.

We target small businesses, as we believe that this market is traditionally characterized by fewer competitors, more attractive pricing, and stronger persistency when compared to the U.S. workers' compensation insurance industry in general. We believe we are able to price our policies at levels that are competitive and profitable over the long term. Our underwriting approach is to consistently underwrite small business accounts at appropriate and competitive prices without sacrificing long-term profitability and stability for short-term top-line revenue growth.

Our strategy is to pursue profitable growth opportunities across market cycles and maximize total investment returns within the constraints of prudent portfolio management. We pursue profitable growth opportunities by focusing on disciplined underwriting and claims management, utilizing medical provider networks designed to produce superior medical and indemnity outcomes, establishing and maintaining strong, long-term relationships with independent insurance agencies, and developing important alternative distribution channels. We continue to execute a number of strategic initiatives, including: focusing on internal and customer facing business process excellence; emphasizing the settlement of open claims; diversifying our risk exposure across our geographic markets; utilizing a three-company pricing platform; utilizing territorial multipliers in California; non-renewing under-performing business; and targeting profitable classes of business across all of our markets.

Results of Operations

A primary measure of our performance is our ability to increase our Adjusted stockholders' equity over the long term. The following table shows a reconciliation of our stockholders' equity on a GAAP basis to our Adjusted stockholders' equity and the number of common shares outstanding.

	June 30, 2016	December 31, 2015
	(in millions, except share data)	
GAAP stockholders' equity	$845.3	$ 760.8
Deferred reinsurance gain–LPT Agreement	180.7	189.5
Less: Accumulated other comprehensive income, net	122.8	83.6
Adjusted stockholders' equity[1]	$903.2	$ 866.7
Common shares outstanding	32,463,662	32,216,480

(1) Adjusted stockholders' equity is a non-GAAP measure that is defined as total stockholders' equity plus the Deferred reinsurance gain–LPT Agreement (Deferred Gain), less Accumulated other comprehensive income, net. We believe that Adjusted stockholders' equity is an important supplemental measure of our capital position.

Overall, net income was $26.3 million and $47.3 million for the three and six months ended June 30, 2016, respectively, compared to $29.2 million and $43.2 million for the corresponding periods of 2015. We recognized underwriting income of $9.7 million and $18.4 million for the three and six months ended June 30, 2016, respectively, compared to $13.7 million and $14.3 million for the corresponding periods of 2015. Underwriting income or loss is determined by deducting losses and LAE, commission expense, and underwriting and other operating expenses from net premiums earned.

Our results of operations during the three and six months ended June 30, 2016 were impacted by: (1) favorable development in the estimated reserves ceded under the LPT Agreement that resulted in a $3.1 million cumulative adjustment to the Deferred Gain and reduced our losses and LAE by the same amount during the second quarter of 2016 (LPT Reserve Adjustment) and (2) an increase in the contingent commission receivable under the LPT Agreement that resulted in a $1.8 million cumulative adjustment, which reduced our losses and LAE by the same amount (LPT Contingent Commission Adjustment) during the second quarter of 2016. Collectively, these items increased net income by $4.9 million during the second quarter of 2016.

Our results of operations during the three and six months ended June 30, 2015 were impacted by: (1) favorable development in the estimated reserves ceded under the LPT Agreement that resulted in a $6.4 million cumulative adjustment to the Deferred Gain and reduced our losses and LAE by the same amount during the second quarter of 2015 (LPT Reserve Adjustment); (2) an increase in the contingent commission receivable under the LPT Agreement that resulted in a $2.4 million cumulative adjustment, which reduced our losses and LAE by the same amount (LPT Contingent Commission Adjustment) during the second quarter of 2015; and (3) a reallocation of $19.4 million of reserves from non-taxable periods prior to January 1, 2000, which reduced our tax expenses by $2.5 million for the three and six months ended June 30, 2015 and reduced our effective tax rate by 4.9 percentage points for the six months ended June 30, 2015. Collectively, these items increased net income by $11.3 million during the second quarter of 2015.

The comparative components of net income are set forth in the following table:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
	(in millions)			
Gross premiums written	$190.6	$190.6	$381.3	$364.6
Net premiums written	188.7	188.3	377.4	360.2
Net premiums earned	$176.9	$170.6	$349.5	$329.6
Net investment income	18.4	18.4	36.2	35.3
Net realized gains on investments	6.0	1.9	7.5	3.1
Other income	0.5	—	0.6	0.1
Total revenues	201.8	190.9	393.8	368.1
Losses and LAE	111.7	101.5	219.0	207.7
Commission expense	21.9	22.9	42.2	41.6
Underwriting and other operating expenses	33.6	32.5	69.9	66.0
Interest expense	0.4	0.7	0.8	1.4
Income tax expense	7.9	4.1	14.6	8.2
Total expenses	175.5	161.7	346.5	324.9
Net income	$26.3	$29.2	$47.3	$43.2
Less amortization of the Deferred Gain related to losses	$2.2	$2.3	$4.8	$4.8
Less amortization of the Deferred Gain related to contingent commission	0.5	0.5	1.0	1.0
Less impact of LPT Reserve Adjustments[1]	3.1	6.4	3.1	6.4
Less impact of LPT Contingent Commission Adjustments[1]	1.8	2.4	1.8	2.6
Net income before impact of the LPT Agreement[2]	$18.7	$17.6	$36.6	$28.4

(1) Any adjustment to the contingent profit commission under the LPT Agreement results in a cumulative adjustment to the Deferred Gain, which is recognized in losses and LAE incurred in the Consolidated Statements of Comprehensive Income, such that the Deferred Gain reflects the balance that would have existed had the revised contingent profit commission been recognized at the inception of the LPT Agreement (LPT Contingent Commission Adjustments).

(2) We define net income before impact of the LPT Agreement as net income before the impact of: (a) amortization of Deferred Gain; (b) adjustments to LPT Agreement ceded reserves; and (c) adjustments to contingent commission receivable–LPT Agreement. Deferred Gain reflects the unamortized gain from our LPT Agreement. Under GAAP, this gain is deferred and is being amortized using the recovery method. Amortization is determined by the proportion of actual reinsurance recoveries to total estimated recoveries over the life of the LPT Agreement, except for the contingent profit commission, which is amortized through June 30, 2024. The amortization is reflected in losses and LAE. We periodically reevaluate the remaining direct reserves subject to the LPT Agreement and the expected losses and LAE subject to the contingent profit commission under the LPT Agreement. Our reevaluation results in corresponding adjustments, if needed, to reserves, ceded reserves, contingent commission receivable, and the Deferred Gain, with the net effect being an increase or decrease to net income. Net income before impact of the LPT Agreement is not a measurement of financial performance under GAAP, but rather reflects a difference in accounting treatment between statutory and GAAP, and should not be considered in isolation or as an alternative to net income before income taxes or net income, or any other measure of performance derived in accordance with GAAP.

We present net income before impact of the LPT Agreement because we believe that it is an important supplemental measure of operating performance to be used by analysts, investors, and other interested parties in evaluating us. The LPT Agreement was a non-recurring transaction under which the Deferred Gain does not effect our ongoing operations, and, consequently, we believe this presentation is useful in providing a meaningful understanding of our operating performance. In addition, we believe this non-GAAP measure, as we have defined it, is helpful to our management in identifying trends in our performance because the LPT Agreement has limited significance on our current and ongoing operations.

Gross Premiums Written

Gross premiums written is the sum of both direct premiums written and assumed premiums written before the effect of ceded reinsurance. Gross premiums written were unchanged for the three months ended June 30, 2016 and increased 4.6% for the six months ended June 30, 2016, compared to the same periods of 2015. Changes in gross premiums written for the three and six months ended June 30, 2016 include $10.3 million and $23.8 million increases in our final audit premiums, year-over-year, respectively, which were partially offset by declines in premium due to lower levels of new and renewal premiums, year-over-year. The declines in new and renewal premiums year-over-year were primarily the result of declines in the LA Area of California, partially offset by increases in states outside California, as well as territories outside of southern California, as we continue to focus on profitable classes of business.

Net Premiums Earned

Net premiums earned are those portions of the premiums that apply to the expired portions of the policies in force. Net premiums earned are recognized as revenue. Net premiums earned increased 3.7% and 6.0% for the three and six months ended June 30, 2016, compared to the same periods of 2015. These increases were primarily the result of $10.3 million and $23.8 million increases in our final audit premiums for the three and six months ended June 30, 2016, compared to the same periods of 2015, partially offset by declines in premium due to lower levels of new and renewal premiums. The declines in new and renewal premiums year-over-year were primarily the result of declines in the LA Area of California, partially offset by increases in states outside California, as well as territories outside of southern California, driven by our effort to diversify our risk exposure across our markets and target profitable classes of business across all of our markets. Fifty-six percent of our in-force premiums were generated in California and no other state represented a significant concentration of business as of June 30, 2016.

The following table shows the percentage change in our in-force premiums, policy count, average policy size, payroll exposure upon which our premiums are based, and net rate overall and for California:

	As of June 30, 2016					
	Year-to-Date Increase (Decrease)			Year-Over-Year Increase (Decrease)		
	Overall	California	All Other States	Overall	California	All Other States
In-force premiums	(0.8)%	(1.5)%	0.1 %	(2.1)%	(4.4)%	1.1 %
In-force policy count	0.3	(2.8)	3.7	—	(5.6)	6.5
Average in-force policy size	(1.1)	1.3	(3.5)	(2.1)	1.3	(5.0)
In-force payroll exposure	0.1	0.7	(0.3)	1.0	0.2	1.4
Net rate[(1)]	(0.9)	(2.2)	0.3	(3.0)	(4.7)	(0.3)

(1) Net rate, defined as total in-force premiums divided by total insured payroll exposure, is a function of a variety of factors, including rate changes, underwriting risk profiles and pricing, and changes in business mix related to economic and competitive pressures.

Our in-force premiums and policy count in California declined 4.4% and 5.6%, respectively, year-over-year as of June 30, 2016, while our in-force premiums and policy count in all other states increased 1.1% and 6.5%, respectively, during the same period, as we continued to diversify our risk exposure across our markets.

Our net rate (total in-force premiums divided by total insured payroll exposure) in California decreased 4.7% year-over-year as of June 30, 2016, as we continued to diversify our premiums in California by territory and targeted profitable classes of business. Net rate is a function of a variety of factors, including rate changes, underwriting risk profiles and pricing, and changes in business mix related to economic and competitive pressures.

Our in-force premiums and number of policies in-force for California and all other states combined were as follows:

	June 30, 2016		December 31, 2015		June 30, 2015		December 31, 2014	
State	In-force Premiums	Policies In-force	In-force Premiums	Policies In-force	In-force Premiums	Policies In-force	In-force Premiums	Policies In-force
	(dollars in millions)							
California	$347.0	42,858	$352.2	44,080	$363.1	45,404	$370.8	47,093
Other	267.5	41,910	267.3	40,416	264.5	39,368	257.1	38,209
Total	$614.5	84,768	$619.5	84,496	$627.6	84,772	$627.9	85,302

Our alternative distribution channels that utilize partnerships and alliances generated $150.2 million and $147.4 million, or 24.4% and 23.5%, of our in-force premiums as of June 30, 2016 and 2015, respectively. We believe that the bundling of products and services through these relationships contributes to higher retention rates than business generated by our independent agents. These relationships also allow us to access new customers that we may not have access to through our independent agent distribution channel. We continue to actively seek new partnerships and alliances.

Net Investment Income and Net Realized Gains on Investments

We invest our holding company assets, statutory surplus, and the funds supporting our insurance liabilities, including unearned premiums and unpaid losses and LAE. We invest in fixed maturity securities, equity securities, and cash equivalents. Net investment income includes interest and dividends earned on our invested assets and amortization of premiums and discounts on our fixed maturity securities, less bank service charges and custodial and portfolio management fees. We have established a high quality/short duration bias in our investment portfolio.

Net investment income was unchanged for the three months ended June 30, 2016 and increased 2.5% for the six months ended June 30, 2016, compared to the same periods of 2015. The average pre-tax book yield on invested assets was 3.2% at both June 30, 2016 and 2015. The tax-equivalent yield on invested assets was 3.7% and 3.8% at June 30, 2016 and 2015, respectively. The slight increase in net investment income for the six months ended June 30, 2016 was primarily related to a change in the mix of invested assets in the investment portfolio.

Realized gains and losses on our investments are reported separately from our net investment income. Realized gains and losses on investments include the gain or loss on a security at the time of sale compared to its original or adjusted cost (equity securities) or amortized cost (fixed maturity securities). Realized losses are also recognized when securities are written down as a result of an other-than-temporary impairment.

Net realized gains on investments were $6.0 million and $7.5 million for the three and six months ended June 30, 2016, respectively, compared to $1.9 million and $3.1 million for the corresponding periods of 2015. The increases in net realized gains on investments were the result of the sale of equity securities as part of a regular rebalancing of our equity investment portfolio and to meet cash needs at the holding company. For the six months ended June 30, 2016, these gains were partially offset by $5.3 million in other-than-temporary impairments of certain equity securities due to our intent to sell certain securities and the downturn in the energy sector that continued through the first quarter of 2016.

Additional information regarding our Investments is set forth under “—Liquidity and Capital Resources—Investments.”

Combined Ratio

The combined ratio, a key measurement of underwriting profitability, is the sum of the loss and LAE ratio, the commission expense ratio, and the underwriting and other operating expenses ratio. When the combined ratio is below 100%, we have recorded underwriting income, and conversely, when the combined ratio is greater than 100%, we have recorded an underwriting loss and cannot be profitable without investment income. Because we have only one operating segment, holding company expenses are included in our calculation of the combined ratio and increased the combined ratio by 1.6 and 1.7 percentage points for the three and six months ended June 30, 2016, respectively, compared to 1.8 and 2.0 percentage points for the corresponding periods of 2015.

The following table provides the calculation of our calendar period combined ratios.

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Loss and LAE ratio	63.1%	59.5%	62.7%	63.0%
Underwriting and other operating expenses ratio	19.0	19.1	19.9	20.1
Commission expense ratio	12.4	13.4	12.1	12.6
Combined ratio	94.5%	92.0%	94.7%	95.7%

Loss and LAE Ratio. This is the ratio of losses and LAE to net premiums earned. Losses and LAE represents our largest expense item and includes claim payments made, amortization of the Deferred Gain, estimates for future claim payments and changes in those estimates for current and prior periods, and costs associated with investigating, defending, and adjusting claims. The quality of our financial reporting depends in large part on accurately predicting our losses and LAE, which are inherently uncertain as they are estimates of the ultimate cost of individual claims based on actuarial estimation techniques.

Our indemnity claims frequency (the number of claims expressed as a percentage of payroll) has decreased year-over-year; however, our loss experience indicates a slight upward movement in medical and indemnity costs per claim that is reflected in our current accident year loss estimate. We believe our current accident year loss and LAE estimate is adequate; however, given the long-tail nature of our business, ultimate losses will not be known with any certainty for many years.

Our loss and LAE ratio increased 3.6 and decreased 0.3 percentage points, while the amount of our losses and LAE increased 10.0% and 5.4% for the three and six months ended June 30, 2016, compared to the same periods of 2015. The increase in the loss and LAE ratio was due to four large losses that were recognized in the second quarter of 2016 and increased our losses and LAE by $6.5 million during the period, resulting in an increase in the current accident year loss estimate.

Our current accident year loss estimates were 68.6% and 66.4% for the three and six months ended June 30, 2016, compared to 66.5% and 67.1% for the three and six months ended June 30, 2015, respectively. The increase in our current accident year loss estimate for the quarter was primarily due to $6.5 million in large losses recognized in the second quarter of 2016, which resulted in a 3.7 percentage point increase in the current accident year loss estimate for the three months ended June 30, 2016. Additionally, losses related to the involuntary market assigned to us (Assigned Risk Business) resulted in a 0.8 percentage point increase in the current accident year loss estimate for the second quarter of 2016. The current accident year loss estimate that reflects the loss

experience that we would have ordinarily expected to occur, excluding the impact of these large losses and Assigned Risk Business, would have been 64.1% for the three months ended June 30, 2016.
The continuing decline in the underlying current accident year loss estimate to 64.1% for the three months ended June 30, 2016, from 66.5% for the same period of 2015 reflects the impact of key business initiatives, including but not limited to: emphasizing the settlement of open claims; diversifying our risk exposure across our markets; non-renewing underperforming business; and targeting profitable classes of business across all of our markets. In addition, we have increased rates in the LA Area in California limiting our growth in that territory, while we continue to grow in other territories in California and outside California.
Prior accident year favorable (unfavorable) loss development was $2.0 million and $2.3 million for the three and six months ended June 30, 2016, compared to $0.3 million and $(1.4) million for the three and six months ended June 30, 2015, respectively. Prior accident year loss development was related to our Assigned Risk Business.
Excluding the impact from the LPT Agreement, losses and LAE would have been $119.3 million and $113.1 million, or 67.4% and 66.3% of net premiums earned, for the the three months ended June 30, 2016 and 2015, respectively. For the six months ended June 30, 2016 and 2015, losses and LAE, excluding the impact of the LPT, would have been $229.7 million and $222.5 million, or 65.7% and 67.5% of net premium earned, respectively.
The table below reflects losses and LAE reserve adjustments and the impact of the LPT on net income before taxes.

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	(in millions)			
Prior accident year favorable (unfavorable) loss development, net	$2.0	$0.3	$2.3	$(1.4)
Amortization of the Deferred Gain related to losses	$2.2	$2.3	$4.8	$4.8
Amortization of the Deferred Gain related to contingent commission	0.5	0.5	1.0	1.0
Impact of LPT Reserve Adjustments	3.1	6.4	3.1	6.4
Impact of LPT Contingent Commission Adjustments	1.8	2.4	1.8	2.6
Total impact of the LPT on losses and LAE	7.6	11.6	10.7	14.8
Total losses and LAE reserve adjustments	$9.6	$11.9	$13.0	$13.4

Underwriting and Other Operating Expenses Ratio. The underwriting and other operating expenses ratio is the ratio of underwriting and other operating expenses to net premiums earned and measures an insurance company's operational efficiency in producing, underwriting, and administering its insurance business.
Underwriting and other operating expenses are those costs that we incur to underwrite and maintain the insurance policies we issue, excluding commission. These expenses include premium taxes and certain other general expenses that vary with, and are primarily related to, producing new or renewal business. Other underwriting expenses include policyholder dividends, changes in estimates of future write-offs of premiums receivable, general administrative expenses such as salaries and benefits, rent, office supplies, depreciation, and all other operating expenses not otherwise classified separately. Policy acquisition costs are variable based on premiums earned. Other operating expenses are more fixed in nature and become a smaller percentage of net premiums earned as premiums increase.
Our underwriting and other operating expenses ratio decreased 0.1 and 0.2 percentage points, while the amount of our underwriting and other operating expenses increased 3.4% and 5.9% for the three and six months ended June 30, 2016, compared to the same periods of 2015. During the three months ended June 30, 2016 our premium taxes and assessments increased $1.1 million and our compensation-related expenses increased $0.6 million, partially offset by a $0.6 decrease in our bad debt allowance, compared to the same period of 2015. During the six months ended June 30, 2016 our premium taxes and assessments increased $2.5 million, our compensation-related expenses increased $1.8 million, and our IT related expenses increased $0.5, partially offset by a $1.2 million decrease in our bad debt allowance, compared to the same period of 2015.
Commission Expense Ratio. The commission expense ratio is the ratio of commission expense to net premiums earned and measures the cost of compensating agents and brokers for the business we have underwritten.

Commission expense includes direct commissions to our agents and brokers for the premiums that they produce for us, as well as incentive payments, other marketing costs, and fees.

Our commission expense ratio decreased 1.0 and 0.5 percentage points, while our commission expense decreased 4.4% and increased 1.4%, for the three and six months ended June 30, 2016, compared to the same periods of 2015. The decreases in the commission expense ratios year-over-year were primarily due to lower agency incentive accruals in the first half of 2016, compared to 2015.

Income Tax Expense

Income tax expense was $7.9 million and $14.6 million for the three and six months ended June 30, 2016, respectively, compared to $4.1 million and $8.2 million for the corresponding periods of 2015. Our effective tax rate was 23.1% and 23.6% for the three and six months ended June 30, 2016, respectively, compared to 12.3% and 16.0% for the same periods of 2015, respectively. The increases in income tax expense were primarily due to increases in our projected annual net income before taxes.

Liquidity and Capital Resources

Holding Company Liquidity

We are a holding company and our ability to fund our operations is contingent upon existing capital and the ability of our insurance subsidiaries to pay dividends up to the holding company. Payment of dividends by our insurance subsidiaries is restricted by state insurance laws and regulations, including laws establishing minimum solvency and liquidity thresholds. We require cash to pay stockholder dividends, repurchase common stock, make interest and principal payments on our outstanding debt obligations, provide additional surplus to our insurance subsidiaries, and fund our operating expenses.

The holding company had $67.8 million of cash and cash equivalents and fixed maturity securities maturing within the next 24 months at June 30, 2016. Total cash and investments at the holding company was $79.4 million at June 30, 2016. We believe that the liquidity needs of the holding company over the next 24 months will be met with cash, investments, and dividends from our insurance subsidiaries.

Operating Subsidiaries' Liquidity

The primary sources of cash for our insurance operating subsidiaries are funds generated from underwriting operations, investment income, maturities and sales of investments, and capital contributions from the parent holding company. The primary uses of cash are payments of claims and operating expenses, purchases of investments, and payments of dividends to the parent holding company, which are subject to state insurance laws and regulations.

Our insurance subsidiaries had $446.2 million of cash and cash equivalents, short-term investments, and fixed maturity securities maturing within the next 24 months at June 30, 2016. We believe that our subsidiaries' liquidity needs over the next 24 months will be met with cash from operations, investment income, and maturing investments.

Each of our insurance subsidiaries, EICN, ECIC, EPIC, and EAC, became a member of the Federal Home Loan Bank of San Francisco (FHLB) in January 2016. Membership allows our subsidiaries access to collateralized advances, which may be used to support and enhance liquidity management. The amount of advances that may be taken is dependent on statutory admitted assets on a per company basis. Currently, none of our subsidiaries has advances outstanding under the FHLB facility.

We purchase reinsurance to protect us against the costs of severe claims and catastrophic events. On July 1, 2016, we entered into a reinsurance program that is effective through June 30, 2017. The reinsurance program consists of one treaty covering excess of loss and catastrophic loss events in four layers of coverage. Our reinsurance coverage is $190.0 million in excess of our $10.0 million retention on a per occurrence basis, subject to certain exclusions. We believe that our reinsurance program meets our needs and that we are sufficiently capitalized.

Various state laws and regulations require us to hold securities or letters of credit on deposit with certain states in which we do business. Securities having a fair value of $1.1 billion and $0.9 billion were on deposit at June 30, 2016 and December 31, 2015, respectively. These laws and regulations govern both the amount and types of fixed maturity securities that are eligible for deposit. Additionally, certain reinsurance contracts require Company funds to be held in trust for the benefit of the ceding reinsurer to secure the outstanding liabilities we assumed. The fair value of fixed maturity securities held in trust for the benefit of ceding reinsurers was $27.7 million and $32.7 million at June 30, 2016 and December 31, 2015, respectively.

Sources of Liquidity

We monitor cash flows at both the consolidated and subsidiary levels. We use trend and variance analyses to project future cash needs, making adjustments to our forecasts as appropriate. For additional information regarding our cash flows, see Item 1, Unaudited Consolidated Statements of Cash Flows.

The table below shows our net cash flows for the six months ended:

	June 30,	
	2016	2015
	(in millions)	
Cash and cash equivalents provided by (used in):		
Operating activities	$41.4	$62.7
Investing activities	35.6	(100.4)
Financing activities	(5.4)	(1.0)
Increase (Decrease) in cash and cash equivalents	$71.6	$(38.7)

Operating Cash Flows. Major components of net cash provided by operating activities for the six months ended June 30, 2016 included net premiums received of $349.8 million and investment income received of $43.6 million. These were partially offset by claims payments of $215.1 million (net of $15.6 million recovered from reinsurers), underwriting and other operating expenses paid of $88.8 million (including premium taxes paid of $18.6 million), and commissions paid of $40.5 million.

Major components of net cash provided by operating activities for the six months ended June 30, 2015 included net premiums received of $339.0 million and investment income received of $41.4 million. These were partially offset by claims payments of $205.9 million (net of $18.3 million recovered from reinsurers), underwriting and other operating expenses paid of $66.9 million (including premium taxes paid of $11.9 million), and commissions paid of $39.7 million.

Investing Cash Flows. The major components of net cash provided by investing activities for the six months ended June 30, 2016 were proceeds from sales, maturities, and redemptions of investments, mostly offset by the purchases of fixed maturity and equity securities.

The major components of net cash used in investing activities for the six months ended June 30, 2015 were the purchases of fixed maturity and equity securities, partially offset by proceeds from sales, maturities, and redemptions of investments.

Financing Cash Flows. Cash used in financing activities for the six months ended June 30, 2016 was to repurchase common stock and to pay dividends to stockholders, partially offset by cash received related to the exercise of stock options.

The majority of cash used in financing activities for the six months ended June 30, 2015 was to pay dividends to stockholders.

Dividends. Dividends paid to stockholders were $5.9 million and $3.8 million for the six months ended June 30, 2016 and 2015, respectively. On July 27, 2016, the Board of Directors declared a $0.09 dividend per share, payable August 24, 2016, to stockholders of record on August 10, 2016.

Share Repurchases. On February 16, 2016, the Board of Directors authorized a share repurchase program for up to $50.0 million of our common stock from February 22, 2016 through February 22, 2018 (the 2016 Program). Through June 30, 2016, we repurchased a total of 242,285 shares of common stock under the 2016 Program at an average price of $28.59 per share, including commissions, for a total cost of $6.9 million.

Capital Resources

Our capital structure is comprised of outstanding debt and stockholders' equity. As of June 30, 2016, our capital structure consisted of $32.0 million in surplus notes maturing in 2034, and $1.0 billion of stockholders' equity, including the Deferred Gain. Outstanding debt was 3.0% of total capitalization, including the Deferred Gain, as of June 30, 2016.

Contractual Obligations and Commitments. The following table identifies our long-term debt and contractual obligations as of June 30, 2016.

Payment Due By Period				
Total	Less Than 1-Year	1-3 Years	4-5 Years	More Than 5 Years
(in millions)				

Operating leases	$18.1	$5.1	$7.7	$4.8	$0.5
Purchased liabilities	6.6	3.4	2.6	0.6	—
Notes payable[(1)]	59.9	1.5	3.1	3.1	52.2
Capital leases	0.6	0.3	0.3	—	—
Losses and LAE reserves [(2)(3)]	2,332.3	378.5	470.6	278.8	1,204.4
Total contractual obligations	$2,417.5	$388.8	$484.3	$287.3	$1,257.1

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(1) Notes payable obligations reflect payments for the principal and estimated interest expense based on LIBOR plus a margin. The estimated interest expense was based on the contractual obligations of the debt outstanding as of June 30, 2016. The interest rates range from 4.7% to 4.9%.

(2) Estimated losses and LAE reserve payment patterns have been computed based on historical information. Our calculation of loss and LAE reserve payments by period is subject to the same uncertainties associated with determining the level of reserves and to the additional uncertainties arising from the difficulty of predicting when claims (including claims that have not yet been reported to us) will be paid. Actual payments of losses and LAE by period will vary, perhaps materially, from the above table to the extent that current estimates of losses and LAE reserves vary from actual ultimate paid claims due to variations between expected and actual payout patterns.

(3) The losses and LAE reserves are presented gross of reinsurance recoverables for unpaid losses, which are as follows for each of the periods presented above:

	Recoveries By Period				
	Total	Less Than 1-Year	1-3 Years	4-5 Years	More Than 5 Years
	(in millions)				
Reinsurance recoverables for unpaid losses	$(598.8)	$(30.5)	$(57.7)	$(53.6)	$(457.0)

Investments

The cost or amortized cost of our investment portfolio was $2.3 billion and the fair value was $2.5 billion as of June 30, 2016.

We employ an investment strategy that emphasizes asset quality and considers the durations, maturities, and anticipated cash flows of securities against anticipated claim payments, other expenditures and liabilities, and capital and liquidity needs. Our investment portfolio is structured so that investments mature periodically in reasonable relation to current expectations of future claim payments. Currently, we make claim payments from positive cash flow from operations and use excess cash to invest in operations, invest in marketable securities, return capital to our stockholders, and fund growth.

As of June 30, 2016, our investment portfolio, which is classified as available-for-sale, consisted of 92.7% fixed maturity securities whose fair values may fluctuate due to prevailing market interest rates. We strive to limit interest rate risk by managing the duration of our fixed maturity securities. Our fixed maturity securities (excluding cash and cash equivalents) had a duration of 4.1 at June 30, 2016. To minimize interest rate risk, our portfolio is weighted toward short-term and intermediate-term bonds; however, our investment strategy balances consideration of duration, yield, and credit risk. Our investment guidelines require that the minimum weighted average quality of our fixed maturity securities portfolio be "AA-," using ratings assigned by Standard & Poor's (S&P). Our fixed maturity securities portfolio had a weighted average quality of "AA-" as of June 30, 2016, with 57.9% of the portfolio rated "AA" or better, based on fair value.

We carry our portfolio of equity securities on our balance sheet at fair value. We seek to minimize our exposure to equity price risk by investing primarily in the equity securities of mid-to-large capitalization issuers and by diversifying our equity holdings across several industry sectors. Equity securities represented 7.2% of our investment portfolio at June 30, 2016.

Given current economic uncertainty and continuing market volatility, we believe that our current asset allocation best meets our strategy to preserve capital for policyholders, to provide sufficient income to support our insurance operations, and to effectively grow book value over a long-term investment horizon.

The following table shows the estimated fair value, the percentage of the fair value to total invested assets, the average book yield, and the average tax equivalent yield based on the fair value of each category of invested assets as of June 30, 2016.

Category	Estimated Fair Value	Percentage of Total	Book Yield	Tax Equivalent Yield
	(in millions, except percentages)			

U.S. Treasuries	$125.9	5.1 %	1.9 %	1.9 %
U.S. Agencies	23.3	0.9	4.8	4.8
States and municipalities	871.1	34.7	3.2	4.6
Corporate securities	958.8	38.2	3.2	3.2
Residential mortgage-backed securities	243.0	9.7	3.1	3.1
Commercial mortgage-backed securities	75.8	3.0	2.5	2.5
Asset-backed securities	28.6	1.1	1.5	1.5
Equity securities	181.4	7.2	5.6	6.6
Short-term investments	2.0	0.1	0.4	0.4
Total	$2,509.9	100.0 %		
Weighted average yield			3.2 %	3.7 %

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The following table shows the percentage of total estimated fair value of our fixed maturity securities as of June 30, 2016 by credit rating category, using the lower of ratings assigned by Moody's Investor Services and/or S&P.

Rating	Percentage of Total Estimated Fair Value	
“AAA”	10.1	%
“AA”	47.8	
“A”	27.8	
“BBB”	13.6	
Below investment grade	0.7	
Total	100.0	%

Investments that we currently own could be subject to default by the issuer or could suffer declines in fair value that become other-than-temporary. We regularly assess individual securities as part of our ongoing portfolio management, including the identification of other-than-temporary declines in fair value. Our other-than-temporary impairment assessment includes reviewing the extent and duration of declines in the fair value of investments below amortized cost, historical and projected financial performance and near-term prospects of the issuer, the outlook for industry sectors, credit rating, and macro-economic changes. We also make a determination as to whether it is not more likely than not that we will be required to sell the security before its fair value recovers above cost, or maturity.

Based on our reviews of fixed maturity and equity securities, we believe that we appropriately identified the declines in the fair values of our unrealized losses for the six months ended June 30, 2016. We determined that the unrealized losses on fixed maturity securities were primarily the result of prevailing interest rates and not the credit quality of the issuers. The fixed maturity securities whose fair value was less than amortized cost were not determined to be other-than-temporarily impaired given the severity and duration of the impairment, the credit quality of the issuers, the Company’s intent to not sell the securities, and a determination that it is not more likely than not that the Company will be required to sell the securities until fair value recovers to above cost, or maturity.

Based on reviews of the equity securities, the Company recognized a total impairment of $5.3 million in the fair value of 32 equity securities for the six months ended June 30, 2016, as a result of our intent to sell and/or the severity and duration of the change in fair value of the securities. The remaining unrealized losses on equity securities were not considered to be other-than-temporary due to the financial condition and near-term prospects of the issuers. The other-than-temporary impairment of equity securities was primarily due to the downturn in the energy sector that continued through the first quarter of 2016.

Off-Balance Sheet Arrangements

We have no off-balance sheet arrangements.

Critical Accounting Policies

These unaudited interim consolidated financial statements include amounts based on the use of estimates and judgments of management for those transactions that are not yet complete. We believe that the estimates and judgments that were most critical to the preparation of the consolidated financial statements involved the following: (a) reserves for losses and LAE; (b) reinsurance recoverables; (c) recognition of premium income; (d) deferred income taxes; and (e) valuation of investments. These estimates and judgments require the use of assumptions about matters that are highly uncertain and therefore are subject to change as facts and circumstances develop. Our accounting policies are discussed under "Critical Accounting Policies" in Management's Discussion and Analysis of Financial Condition and Results of Operations in our Annual Report.

Item 3. Quantitative and Qualitative Disclosures About Market Risk

Market risk is the risk of potential economic loss principally arising from adverse changes in the fair value of financial instruments. The major components of market risk affecting us are credit risk, interest rate risk, and equity price risk, and are described in detail in our Annual Report. We have not experienced any material changes in market risk since December 31, 2015.

The primary market risk exposure to our investment portfolio, which consists primarily of fixed maturity securities, is interest rate risk. We have the ability to hold fixed maturity securities to maturity and we strive to limit interest rate risk by managing duration. As of June 30, 2016, our fixed maturity securities portfolio had a duration of 4.1. We continually monitor the impact of interest rate changes on our investment portfolio and liquidity obligations. Changes to our market risk, if any, since December 31, 2015 are reflected in Management’s Discussion and Analysis of Financial Condition and Results of Operations and the financial statements contained in this Form 10-Q.

Item 4. Controls and Procedures

Under the supervision and with the participation of our management, including our Chief Executive Officer and Chief Financial Officer, we have evaluated the effectiveness of our disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (Exchange Act)) as of the end of the period covered by this report. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer concluded that our disclosure controls and procedures were effective as of the end of the period covered by this report.

There have not been any changes in our internal control over financial reporting (as defined in Rule 13a-15(f) under the Exchange Act) during the period covered by this report that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

PART II – OTHER INFORMATION

Item 1. Legal Proceedings

From time-to-time, the Company is involved in pending and threatened litigation in the normal course of business in which claims for monetary damages are asserted. In the opinion of management, the ultimate liability, if any, arising from such pending or threatened litigation is not expected to have a material effect on our results of operations, liquidity, or financial position.

Item 1A. Risk Factors

We have disclosed in our Annual Report the most significant risk factors that can impact year-to-year comparisons and that may affect the future performance of the Company’s business. On a quarterly basis, we review these disclosures and update the risk factors, as appropriate. As of the date of this report, there have been no material changes to the risk factors contained in our Annual Report.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

The following table summarizes the repurchases of our common stock for the three months ended June 30, 2016:

Period	Total Number of Shares Purchased	Average Price Paid Per Share(1)	Total Number of Shares Purchased as Part of Publicly Announced Program	Approximate Dollar Value of Shares that May Yet be Purchased Under the Program(2) (in millions)
April 1 – April 30, 2016	74,634	$ 28.07	74,634	$ 46.9
May 1 – May 31, 2016	39,393	29.75	39,393	45.7
June 1 – June 30, 2016	90,927	28.80	90,927	43.1
Total	204,954	$ 28.71	204,954	

(1) Includes fees and commissions paid on stock repurchases.

(2) On February 16, 2016, the Board of Directors authorized a share repurchase program for repurchases of up to $50 million of the Company's common stock (the 2016 Program). We expect that shares may be purchased at prevailing market prices through February 22, 2018 through a variety of methods, including open market or private transactions, in accordance with applicable laws and regulations and as determined by management. The timing and actual number of shares repurchased will depend on a variety of factors, including the share price, corporate and regulatory requirements, and other market and economic conditions. Repurchases under the 2016 Program may be commenced, modified, or suspended from time to time without prior notice, and the program may be suspended or discontinued at any time.

Item 3. Defaults Upon Senior Securities

None.

Item 4. Mine Safety Disclosures

Not applicable.

Item 5. Other Information

None.

Item 6. Exhibits

Exhibit No.	Description of Exhibit	Included Herewith	Incorporated by Reference Herein		
			Form	Exhibit	Filing Date
*10.1	Amendment No. 1, dated January 29, 2016, to Employment Agreement effective November 10, 2014 by and between Employers Holdings, Inc. and Terry Eleftheriou		8-K	10.1	February 2, 2016
31.1	Certification of Douglas D. Dirks Pursuant to Section 302	X			
31.2	Certification of Terry Eleftheriou Pursuant to Section 302	X			
32.1	Certification of Douglas D. Dirks Pursuant to Section 906	X			
32.2	Certification of Terry Eleftheriou Pursuant to Section 906	X			
101.INS	XBRL Instance Document	X			
101.SCH	XBRL Taxonomy Extension Schema Document	X			
101.CAL	XBRL Taxonomy Extension Calculation Linkbase Document	X			
101.DEF	XBRL Taxonomy Extension Definition Linkbase Document	X			
101.LAB	XBRL Taxonomy Extension Label Linkbase Document	X			
101.PRE	XBRL Taxonomy Extension Presentation Linkbase Document	X			

SIGNATURES

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

EMPLOYERS HOLDINGS, INC.

Date:	July 28, 2016	/s/ Douglas D. Dirks
		Douglas D. Dirks
		President and Chief Executive Officer
		Employers Holdings, Inc.
Date:	July 28, 2016	/s/ Terry Eleftheriou
		Terry Eleftheriou
		Executive Vice President and Chief Financial Officer
		Employers Holdings, Inc.
		(Principal Financial and Accounting Officer)