

KEMPER Corp
Form 10-Q
August 04, 2016

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

FORM 10-Q

Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
For 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 001-18298

Kemper Corporation
(Exact name of registrant as specified in its charter)

Delaware 95-4255452
(State or other jurisdiction of (I.R.S. Employer
incorporation or organization) Identification No.)

One East Wacker Drive, Chicago, Illinois 60601
(Address of principal executive offices) (Zip Code)
(312) 661-4600
(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 No

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

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

Large accelerated filer Accelerated filer

Non-accelerated filer Smaller Reporting Company

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

51,132,673 shares of common stock, \$0.10 par value, were outstanding as of July 31, 2016.

KEMPER CORPORATION
INDEX

	Page
<u>Caution Regarding Forward-Looking Statements</u>	<u>1</u>
PART I. <u>FINANCIAL INFORMATION</u>	
Item 1. <u>Financial Statements</u>	
<u>Condensed Consolidated Statements of Income for the Six and Three Months Ended June 30, 2016 and 2015 (Unaudited)</u>	<u>3</u>
<u>Condensed Consolidated Statements of Comprehensive Income (Loss) for the Six and Three Months Ended June 30, 2016 and 2015 (Unaudited)</u>	<u>4</u>
<u>Condensed Consolidated Balance Sheets as of June 30, 2016 (Unaudited) and December 31, 2015</u>	<u>5</u>
<u>Condensed Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2016 and 2015 (Unaudited)</u>	<u>6</u>
<u>Notes to the Condensed Consolidated Financial Statements (Unaudited)</u>	<u>7</u>
Item 2. <u>Management’s Discussion and Analysis of Financial Condition and Results of Operations</u>	<u>34</u>
Item 3. <u>Quantitative and Qualitative Disclosures About Market Risk</u>	<u>59</u>
Item 4. <u>Controls and Procedures</u>	<u>61</u>
PART II. <u>OTHER INFORMATION</u>	
Item 1. <u>Legal Proceedings</u>	<u>61</u>
Item 1A. <u>Risk Factors</u>	<u>61</u>
Item 2. <u>Unregistered Sales of Equity Securities and Use of Proceeds</u>	<u>63</u>
Item 6. <u>Exhibits</u>	<u>63</u>
<u>Signatures</u>	<u>64</u>
Exhibit Index	<u>E-1</u>

Caution Regarding Forward-Looking Statements

This Quarterly Report on Form 10-Q, including, but not limited to, Management's Discussion and Analysis of Financial Condition and Results of Operations ("MD&A"), Quantitative and Qualitative Disclosures About Market Risk, Risk Factors and the accompanying unaudited Condensed Consolidated Financial Statements (including the notes thereto) of Kemper Corporation ("Kemper") and its subsidiaries (individually and collectively referred to herein as the "Company") may contain or incorporate by reference information that includes or is based on forward-looking statements within the meaning of the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements give expectations or forecasts of future events. The reader can identify these statements by the fact that they do not relate strictly to historical or current facts. They use words such as "believe(s)," "goal(s)," "target(s)," "estimate(s)," "anticipate(s)," "forecast(s)," "project(s)," "plan(s)," "intend(s)," "expect(s)," "might," "may," "could" terms of similar meaning. Forward-looking statements, in particular, include statements relating to future actions, prospective services or products, future performance or results of current and anticipated services or products, sales efforts, expenses, the outcome of contingencies such as legal proceedings, trends in operations and financial results. Any or all forward-looking statements may turn out to be wrong, and, accordingly, Kemper cautions readers not to place undue reliance on such statements. Kemper bases these statements on current expectations and the current economic environment as of the date of this Quarterly Report on Form 10-Q. They involve a number of risks and uncertainties that are difficult to predict. These statements are not guarantees of future performance; actual results could differ materially from those expressed or implied in the forward-looking statements. Forward-looking statements can be affected by inaccurate assumptions or by known or unknown risks and uncertainties that may be important in determining the Company's actual future results and financial condition.

In addition to those factors discussed under Item 1A., "Risk Factors," of Part I of Kemper's Annual Report on Form 10-K, filed with the U.S. Securities and Exchange Commission (the "SEC"), for the year ended December 31, 2015 (the "2015 Annual Report") as updated by Item 1A. of Part II of subsequently-filed Quarterly Reports on Form 10-Q, including this Quarterly Report on Form 10-Q, the reader should consider the following list of general factors that, among others, could cause the Company's actual results and financial condition to differ materially from estimated results and financial condition.

Factors related to the legal and regulatory environment in which Kemper and its subsidiaries operate

- Outcomes of state initiatives that could result in significant changes to, or interpretations of, unclaimed property laws or significant changes in claims handling practices with respect to life insurance policies, particularly any that involve retroactive application of new requirements to existing life insurance policy contracts;
- Adverse outcomes in litigation or other legal or regulatory proceedings involving Kemper or its subsidiaries or affiliates;
- Governmental actions, including, but not limited to, implementation of new federal and state laws and regulations, and court decisions interpreting existing laws and regulations or policy provisions;
- Uncertainties related to regulatory approval of insurance rates, policy forms, insurance products, license applications, dividends from insurance subsidiaries, acquisitions of businesses and other matters within the purview of state insurance regulators;
- Factors relating to insurance claims and related reserves in the Company's insurance businesses
- The incidence, frequency and severity of catastrophes occurring in any particular reporting period or geographic area, including natural disasters, pandemics and terrorist attacks or other man-made events;
- The number and severity of insurance claims (including those associated with catastrophe losses);
- Changes in facts and circumstances affecting assumptions used in determining loss and loss adjustment expenses ("LAE") reserves, including, but not limited to, the number and severity of insurance claims, changes in claims handling procedures and closure patterns and development patterns;
- The impact of inflation on insurance claims, including, but not limited to, the effects on personal injury claims of increasing medical costs and the effects on property claims attributed to scarcity of resources available to rebuild damaged structures, including labor and materials and the amount of salvage value recovered for damaged property;
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Developments related to insurance policy claims and coverage issues, including, but not limited to, interpretations or decisions by courts or regulators that may govern or influence losses incurred in connection with hurricanes and other catastrophes;

Orders, interpretations or other actions by regulators that impact the reporting, adjustment and payment of claims;

1

Changes in the pricing or availability of reinsurance, or in the financial condition of reinsurers and amounts recoverable therefrom;

Factors related to the Company's ability to compete

Changes in the ratings by rating agencies of Kemper and/or its insurance company subsidiaries with regard to credit, financial strength, claims paying ability and other areas on which the Company is rated;

The level of success and costs incurred in realizing or maintaining economies of scale, implementing significant business consolidations, reorganizations and technology initiatives and integrating acquired businesses;

Absolute and relative performance of the Company's products or services, including, but not limited to, the level of success achieved in designing and introducing new insurance products;

The ability of the Company to maintain the availability of critical systems and manage technology initiatives cost-effectively to address insurance industry developments and regulatory requirements;

Heightened competition, including, with respect to pricing, entry of new competitors and alternate distribution channels, introduction of new technologies, emergence of telematics, refinements of existing products and development of new products by current or future competitors;

Factors relating to the business environment in which Kemper and its subsidiaries operate

Changes in general economic conditions, including, but not limited to, performance of financial markets, interest rates, inflation, unemployment rates and fluctuating values of particular investments held by the Company;

Absolute and relative performance of investments held by the Company;

Changes in insurance industry trends and significant industry developments;

Changes in consumer trends and significant consumer or product developments;

Changes in capital requirements, including the calculations thereof, used by regulators and rating agencies;

Regulatory, accounting or tax changes that may affect the cost of, or demand for, the Company's products or services or after-tax returns from the Company's investments;

The impact of required participation in windpools and joint underwriting associations, residual market assessments and assessments for insurance industry insolvencies;

Changes in distribution channels, methods or costs resulting from changes in laws or regulations, lawsuits or market forces;

Increased costs and risks related to cybersecurity and information technology, including, but not limited to, identity theft, data breaches and system disruptions affecting services and actions taken to minimize the risks thereof; and

Other risks and uncertainties described from time to time in Kemper's filings with the SEC.

Kemper cannot provide any assurances that the results contemplated in any forward-looking statements will be achieved or will be achieved in any particular timetable or that future events or developments will not cause such statements to be inaccurate. Kemper assumes no obligation to correct or update any forward-looking statements publicly for any changes in events or developments or in the Company's expectations or results subsequent to the date of this Quarterly Report on Form 10-Q. Kemper advises the reader, however, to consult any further disclosures Kemper makes on related subjects in its filings with the SEC.

PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

KEMPER CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF INCOME

(Dollars in millions, except per share amounts)

(Unaudited)

	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Revenues:				
Earned Premiums	\$1,099.7	\$931.4	\$553.7	\$500.1
Net Investment Income	140.7	147.3	73.7	76.7
Other Income	1.4	1.5	0.6	0.6
Net Realized Gains on Sales of Investments	12.4	37.4	5.6	34.0
Other-than-temporary Impairment Losses:				
Total Other-than-temporary Impairment Losses	(16.0)	(9.2)	(6.4)	(2.2)
Portion of Losses Recognized in Other Comprehensive Income	0.3	—	—	—
Net Impairment Losses Recognized in Earnings	(15.7)	(9.2)	(6.4)	(2.2)
Total Revenues	1,238.5	1,108.4	627.2	609.2
Expenses:				
Policyholders' Benefits and Incurred Losses and Loss Adjustment Expenses	872.3	672.8	436.1	375.1
Insurance Expenses	327.1	307.0	167.8	162.1
Write-off of Long-lived Asset	—	11.1	—	11.1
Loss from Early Extinguishment of Debt	—	9.1	—	—
Interest and Other Expenses	43.0	56.3	20.7	26.6
Total Expenses	1,242.4	1,056.3	624.6	574.9
Income (Loss) from Continuing Operations before Income Taxes	(3.9)	52.1	2.6	34.3
Income Tax Benefit (Expense)	5.8	(11.2)	1.5	(6.9)
Income from Continuing Operations	1.9	40.9	4.1	27.4
Income (Loss) from Discontinued Operations	—	2.3	(0.1)	2.3
Net Income	\$1.9	\$43.2	\$4.0	\$29.7
Income from Continuing Operations Per Unrestricted Share:				
Basic	\$0.04	\$0.79	\$0.08	\$0.53
Diluted	\$0.04	\$0.79	\$0.08	\$0.53
Net Income Per Unrestricted Share:				
Basic	\$0.04	\$0.83	\$0.08	\$0.57
Diluted	\$0.04	\$0.83	\$0.08	\$0.57
Dividends Paid to Shareholders Per Share	\$0.48	\$0.48	\$0.24	\$0.24

The Notes to the Condensed Consolidated Financial Statements are an integral part of these financial statements.

KEMPER CORPORATION AND SUBSIDIARIES
 CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
 (Dollars in millions)
 (Unaudited)

	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Net Income	\$1.9	\$43.2	\$4.0	\$29.7
Other Comprehensive Income (Loss) Before Income Taxes:				
Unrealized Holding Gains (Losses)	225.5	(130.7)	124.8	(184.0)
Foreign Currency Translation Adjustments	—	(0.8)	(0.1)	0.1
Decrease (Increase) in Net Unrecognized Postretirement Benefit Costs	(14.2)	11.5	(16.0)	6.1
Other Comprehensive Income (Loss) Before Income Taxes	211.3	(120.0)	108.7	(177.8)
Other Comprehensive Income Tax Benefit (Expense)	(74.5)	42.6	(38.3)	62.8
Other Comprehensive Income (Loss)	136.8	(77.4)	70.4	(115.0)
Total Comprehensive Income (Loss)	\$138.7	\$(34.2)	\$74.4	\$(85.3)

The Notes to the Condensed Consolidated Financial Statements are an integral part of these financial statements.

KEMPER CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED BALANCE SHEETS
(Dollars in millions, except per share amounts)

	Jun 30, 2016	Dec 31, 2015
	(Unaudited)	
Assets:		
Investments:		
Fixed Maturities at Fair Value (Amortized Cost: 2016 - \$4,579.7; 2015 - \$4,560.7)	\$ 5,084.3	\$4,852.3
Equity Securities at Fair Value (Cost: 2016 - \$460.8; 2015 - \$486.9)	509.6	523.2
Equity Method Limited Liability Investments at Cost Plus Cumulative Undistributed Earnings	182.7	190.6
Fair Value Option Investments	134.1	164.5
Short-term Investments at Cost which Approximates Fair Value	365.2	255.7
Other Investments	440.8	443.2
Total Investments	6,716.7	6,429.5
Cash	159.8	161.7
Receivables from Policyholders	337.2	332.4
Other Receivables	192.7	193.2
Deferred Policy Acquisition Costs	321.9	316.4
Goodwill	323.0	323.0
Current and Deferred Income Tax Assets	20.9	41.4
Other Assets	233.7	238.5
Total Assets	\$ 8,305.9	\$8,036.1
Liabilities and Shareholders' Equity:		
Insurance Reserves:		
Life and Health	\$ 3,376.2	\$3,341.0
Property and Casualty	917.4	862.8
Total Insurance Reserves	4,293.6	4,203.8
Unearned Premiums	622.6	613.1
Liabilities for Income Taxes	42.4	3.8
Debt at Amortized Cost (Fair Value: 2016 - \$796.7; 2015 - \$781.3)	751.1	750.6
Accrued Expenses and Other Liabilities	491.0	472.4
Total Liabilities	6,200.7	6,043.7
Shareholders' Equity:		
Common Stock, \$0.10 Par Value, 100 Million Shares Authorized; 51,132,698 Shares Issued and Outstanding at June 30, 2016 and 51,326,751 Shares Issued and Outstanding at December 31, 2015	5.1	5.1
Paid-in Capital	654.6	654.0
Retained Earnings	1,184.4	1,209.0
Accumulated Other Comprehensive Income	261.1	124.3
Total Shareholders' Equity	2,105.2	1,992.4
Total Liabilities and Shareholders' Equity	\$ 8,305.9	\$8,036.1

The Notes to the Condensed Consolidated Financial Statements are an integral part of these financial statements.

KEMPER CORPORATION AND SUBSIDIARIES
CONDENSED CONSOLIDATED STATEMENTS OF CASH FLOWS

(Dollars in millions)

(Unaudited)

	Six Months Ended	
	Jun 30, 2016	Jun 30, 2015
Operating Activities:		
Net Income	\$1.9	\$43.2
Adjustments to Reconcile Net Income to Net Cash Provided by Operating Activities:		
Increase in Deferred Policy Acquisition Costs	(5.5)	(14.2)
Amortization of Intangible Assets Acquired	3.1	4.5
Equity in (Earnings) Losses of Equity Method Limited Liability Investments	1.7	(3.5)
Distribution of Accumulated Earnings of Equity Method Limited Liability Investments	6.1	1.3
Decrease (Increase) in Value of Fair Value Option Investments Reported in Investment Income	2.5	(2.7)
Amortization of Investment Securities and Depreciation of Investment Real Estate	8.5	7.0
Net Realized Gains on Sales of Investments	(12.4)	(37.4)
Net Impairment Losses Recognized in Earnings	15.7	9.2
Loss from Early Extinguishment of Debt	—	9.1
Depreciation of Property and Equipment	7.2	6.5
Write-off of Long-lived Asset	—	11.1
Decrease (Increase) in Receivables	(6.1)	7.9
Increase in Insurance Reserves	89.1	23.3
Increase (Decrease) in Unearned Premiums	9.5	(3.1)
Change in Income Taxes	(16.2)	(27.9)
Increase in Accrued Expenses and Other Liabilities	5.6	27.5
Other, Net	6.2	18.9
Net Cash Provided by Operating Activities	116.9	80.7
Investing Activities:		
Sales, Paydowns and Maturities of Fixed Maturities	263.1	404.0
Purchases of Fixed Maturities	(293.0)	(309.7)
Sales of Equity Securities	75.5	143.4
Purchases of Equity Securities	(51.3)	(103.7)
Return of Investment of Equity Method Limited Liability Investments	19.0	21.0
Acquisitions of Equity Method Limited Liability Investments	(18.9)	(10.5)
Sales of Fair Value Option Investments	27.9	—
Purchases of Fair Value Option Investments	—	(104.0)
Decrease (Increase) in Short-term Investments	(109.5)	22.2
Improvements of Investment Real Estate	(1.3)	(0.8)
Sales of Investment Real Estate	4.3	—
Increase in Other Investments	(2.0)	(1.4)
Acquisition of Software	(3.9)	(5.6)
Acquisition of Business, Net of Cash Acquired	—	(57.6)
Other, Net	(1.1)	(1.4)
Net Cash Used by Investing Activities	(91.2)	(4.1)
Financing Activities:		
Net Proceeds from Issuances of Debt	10.0	288.8
Repayments of Debt	(10.0)	(300.3)

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Common Stock Repurchases	(3.8)	(25.2)
Dividends and Dividend Equivalents Paid	(24.5)	(24.8)
Cash Exercise of Stock Options	—	1.9
Other, Net	0.7	0.7
Net Cash Used by Financing Activities	(27.6)	(58.9)
Increase (Decrease) in Cash	(1.9)	17.7
Cash, Beginning of Year	161.7	76.1
Cash, End of Period	\$159.8	\$93.8

The Notes to the Condensed Consolidated Financial Statements are an integral part of these financial statements.

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

(Unaudited)

Note 1 - Basis of Presentation

The Condensed Consolidated Financial Statements included herein have been prepared pursuant to the rules and regulations of the SEC and include the accounts of Kemper Corporation (“Kemper”) and its subsidiaries (individually and collectively referred to herein as the “Company”) and are unaudited. All significant intercompany accounts and transactions have been eliminated.

On April 30, 2015, Kemper acquired 100% of the outstanding common stock of Alliance United Group and its wholly-owned subsidiaries, Alliance United Insurance Company and Alliance United Insurance Services (individually and collectively referred to herein as “Alliance United”) in a cash transaction. The results of Alliance United are included in the Condensed Consolidated Financial Statements from the date of acquisition and are reported in the Company’s Property & Casualty Insurance segment.

Effective in 2016, the Company changed its method for estimating the interest and service cost components of expense recognized for its pension and other postretirement employee benefit plans. As a result, the Company elected to use a full yield curve approach to estimate these components of benefit cost by applying the specific spot rates along the yield curve used in the determination of the benefit obligation to the relevant projected cash flows. Prior to 2016, the interest and service cost components were estimated using a single weighted-average discount rate derived from the yield curve used to measure the projected benefit obligation or accumulated postretirement benefit obligation, as relevant, at the beginning of the period. The change provides a more precise measurement of interest and service costs by improving the correlation between projected benefit cash flows to the corresponding spot yield curve rates. The Company has accounted for this change as a change in accounting estimate that is inseparable from a change in accounting principle and, accordingly, recognized the effect prospectively in 2016. The change in method for estimating the interest and service cost components decreased pension expense for the six and three months ended June 30, 2016 by approximately \$2.7 million and \$1.4 million, respectively, but had no impact on the measurement of benefit obligations.

Certain financial information that is normally included in annual financial statements, including certain financial statement footnote disclosures, prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) is not required by the rules and regulations of the SEC for interim financial reporting and has been condensed or omitted. In the opinion of the Company’s management, the Condensed Consolidated Financial Statements include all adjustments necessary for a fair presentation. The preparation of interim financial statements relies heavily on estimates. This factor and other factors, such as the seasonal nature of some portions of the insurance business, as well as market conditions, call for caution in drawing specific conclusions from interim results. The accompanying Condensed Consolidated Financial Statements should be read in conjunction with the Company’s Consolidated Financial Statements and related notes included in the 2015 Annual Report.

Adoption of New Accounting Guidance

In February 2015, the Financial Accounting Standards Board (“FASB”) issued Accounting Standard Update (“ASU”) 2015-02, Consolidation (Topic 810): Amendments to the Consolidation Analysis. The amendments in ASU 2015-02 affect reporting entities that are required to evaluate whether they should consolidate certain legal entities. All legal entities are subject to reevaluation under the revised consolidation model. Specifically, the amendments modify the evaluation of whether limited partnerships and similar legal entities are variable interest entities (“VIEs”) or voting interest entities while also eliminating the presumption that a general partner should consolidate a limited partnership. ASU 2015-02 may also affect the consolidation analysis of reporting entities that are involved with VIEs, particularly those that have fee arrangements and related party relationships. The Company’s adoption and initial application as of January 1, 2016 resulted in no changes to the legal entities that the Company consolidates.

In May 2015, the FASB issued ASU 2015-07 Fair Value Measurement (Topic 820), Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent). ASU 2015-07 removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient. The amendments also remove the requirement to make certain disclosures for all investments that are eligible to be measured at fair value using the net asset value per share practical expedient.

Rather, those disclosures are limited to investments for which the entity has elected to measure the fair value using that practical expedient. The Company adopted ASU 2015-07 in the first quarter of 2016 and applied its provisions on a retrospective basis. Except for the change in disclosure requirements, adoption of ASU 2015-07 did not impact the Company's financial statements. The presentation of certain prior year amounts and disclosures have been reclassified to conform to the presentation for the current year.

7

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
(Unaudited)

Note 1 - Basis of Presentation (continued)

In May 2015, the FASB issued ASU 2015-09, Financial Services—Insurance (Topic 944): Disclosures about Short-Duration Contracts. ASU 2015-09 requires insurers to provide additional disclosures about short-duration insurance contracts, focusing particularly on the liability for unpaid claims and claim adjustment expenses. Insurers will be required to disclose tables showing incurred and paid claims development information by accident year for the number of years that claims typically remain outstanding, although not to exceed ten years, as well as a reconciliation of this information to the balance sheet. Additional disclosures will also be required on the total of incurred-but-not-reported liabilities plus expected development on reported claims, reserving methodologies, quantitative information about claim frequency, qualitative description of the methodologies used for determining claim frequency and average annual percentage payout of incurred claims by age. ASU 2015-09 is effective for annual periods beginning after December 31, 2015 and interim periods within annual periods beginning after December 15, 2016. Except for the additional disclosure requirements, adoption of ASU 2015-09 will not impact the Company's financial statements.

In January 2016, the FASB issued ASU 2016-01, Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities. ASU 2016-01 addresses certain aspects of recognition, measurement, presentation and disclosure of financial instruments. Most significantly, ASU 2016-01 requires companies to measure equity investments (except those accounted for under the equity method of accounting or those that result in consolidation of the investee) at fair value with changes in fair value recognized in net income. However, an entity may choose to measure equity investments that do not have readily-determinable fair values at cost minus impairment, if any, plus or minus

changes resulting from observable price changes in orderly transactions for the identical or a similar investment of the same issuer. ASU 2016-01 also simplifies the impairment assessment of equity investments without readily determinable fair values by requiring a qualitative assessment to identify impairment. When a qualitative assessment indicates that impairment exists, an entity is required to measure the investment at fair value.

ASU 2016-01 is effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. The Company currently records its Investments in Equity Securities at fair value with net unrealized appreciation or depreciation reported in Accumulated Other Comprehensive Income ("AOCI") in Shareholders' Equity. The Company's Investments in Equity Securities include securities with readily-determinable fair values and securities without readily-determinable fair values. The Company will not be able to determine the cumulative-effect adjustment to its balance sheet until it adopts ASU 2016-01 and makes its elections for Investments in Equity Securities that do not have readily determinable fair values. Subsequent to adoption, ASU 2016-01 is expected to cause increased volatility in the Company's consolidated statement of income.

In February 2016, the FASB issued ASU 2016-02, Leases (Topic 842), by amending the Accounting Standards Codification and creating a new topic on accounting for leases. ASU 2016-02 introduces a lessee model that requires most leases to be reported on the balance sheet of a lessee. ASU 2016-02 also aligns many of the underlying principles of the new lessor model with those in ASC 606, the FASB's new revenue recognition standard (e.g., those related to evaluating when profit can be recognized). Furthermore, ASU 2016-02 addresses other concerns related to the current leases model. For example, ASU 2016-02 eliminates the requirement in current U.S. GAAP for an entity to use bright-line tests in determining lease classification. ASU 2016-02 also requires lessors to increase the transparency of their exposure to changes in value of their residual assets and how they manage that exposure. ASU 2016-02 is effective for fiscal years beginning after December 15, 2018 and interim periods within those years with early adoption permitted. The Company is currently evaluating the impact of this guidance on its financial statements.

In March 2016, the FASB issued ASU 2016-09, Compensation—Stock Compensation (Topic 718), which simplifies several aspects of the accounting for share-based payment transactions, including the accounting for income taxes, forfeitures and statutory tax withholding requirements, as well as classification in the statement of cash flows. ASU

2016-09 is effective for annual periods beginning after December 15, 2016, and interim periods within those annual periods with early adoption permitted. The Company does not anticipate adoption to have a material impact on its financial statements.

In June 2016, the FASB issued ASU 2016-13, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments. ASU 2016-13 replaces the incurred loss impairment methodology in current GAAP with a methodology that utilizes expected credit losses to provide for an allowance for credit losses for financial instruments and requires consideration of a broader range of reasonable and supportable information to inform credit loss estimates. The amendments in this ASU require a financial asset (or a group of financial assets) measured at amortized cost basis to be presented at the net amount expected to be collected. The allowance for credit losses is a valuation account that is deducted from the amortized cost basis of the financial asset(s) to present the net carrying value at the amount expected to be collected

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 1 - Basis of Presentation (continued)

on the financial asset. The income statement reflects the measurement of credit losses for newly recognized financial assets, as well as the expected increases or decreases of expected credit losses that have taken place during the period. Credit losses on available-for-sale debt securities are measured in a manner similar to current GAAP, although the ASU requires that they be presented as an allowance rather than as a write-down. In situations where the estimate of credit loss on an available-for-sale debt security declines, entities will be able to record the reversal to income in the current period, which GAAP currently prohibits. ASU 2016-13 is effective for annual periods beginning after December 15, 2019, and interim periods within those annual periods with early adoption permitted for fiscal years beginning after December 31, 2018 and interim periods within such year. The Company is currently evaluating the impact of this guidance on its financial statements.

The Company has adopted all other recently issued accounting pronouncements with effective dates prior to July 1, 2016. There were no adoptions of such accounting pronouncements in 2015 or during the six months ended June 30, 2016 that had a material impact on the Company's Condensed Consolidated Financial Statements. With the possible exceptions of ASU 2015-09, Financial Services—Insurance (Topic 944): Disclosures about Short-Duration Contracts, ASU 2016-01, Financial Instruments—Overall (Subtopic 825-10): Recognition and Measurement of Financial Assets and Financial Liabilities, ASU 2016-02, Leases (Topic 842) and ASU 2016-13, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments, the Company does not expect the adoption of all other recently issued accounting pronouncements with effective dates after June 30, 2016 to have a material impact on the Company's financial statements and/or disclosures.

Note 2 - Investments

The amortized cost and estimated fair values of the Company's Investments in Fixed Maturities at June 30, 2016 were:

(Dollars in Millions)	Amortized Cost	Gross Unrealized		Fair Value
		Gains	Losses	
U.S. Government and Government Agencies and Authorities States and Political Subdivisions	\$ 258.5 1,470.6	\$35.7 176.8	\$— (0.5)	\$294.2 1,646.9
Corporate Securities:				
Bonds and Notes	2,736.7	311.1	(14.6)	3,033.2
Redeemable Preferred Stocks	3.1	—	(0.2)	2.9
Collateralized Loan Obligations	107.1	0.3	(5.2)	102.2
Other Mortgage- and Asset-backed	3.7	1.3	(0.1)	4.9
Investments in Fixed Maturities	\$ 4,579.7	\$525.2	\$(20.6)	\$5,084.3

The amortized cost and estimated fair values of the Company's Investments in Fixed Maturities at December 31, 2015 were:

(Dollars in Millions)	Amortized Cost	Gross Unrealized		Fair Value
		Gains	Losses	
U.S. Government and Government Agencies and Authorities States and Political Subdivisions	\$ 298.0 1,513.7	\$26.2 111.6	\$(3.6) (2.7)	\$320.6 1,622.6
Corporate Securities:				
Bonds and Notes	2,651.5	202.0	(40.7)	2,812.8
Redeemable Preferred Stocks	3.7	0.1	—	3.8
Collateralized Loan Obligations	90.0	0.3	(3.0)	87.3
Other Mortgage- and Asset-backed	3.8	1.4	—	5.2
Investments in Fixed Maturities	\$ 4,560.7	\$341.6	\$(50.0)	\$4,852.3

There were no unsettled sales of Investments in Fixed Maturities at either June 30, 2016 or December 31, 2015. Accrued Expenses and Other Liabilities included unsettled purchases of Investments in Fixed Maturities of \$1.3 million and \$5.6 million at June 30, 2016 and December 31, 2015, respectively.

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
(Unaudited)

Note 2 - Investments (continued)

The amortized cost and estimated fair values of the Company's Investments in Fixed Maturities at June 30, 2016 by contractual maturity were:

(Dollars in Millions)	Amortized Cost	Fair Value
Due in One Year or Less	\$ 36.0	\$ 36.6
Due after One Year to Five Years	926.1	970.5
Due after Five Years to Ten Years	1,497.4	1,605.1
Due after Ten Years	1,898.3	2,245.3
Mortgage- and Asset-backed Securities Not Due at a Single Maturity Date	221.9	226.8
Investments in Fixed Maturities	\$ 4,579.7	\$ 5,084.3

The expected maturities of the Company's Investments in Fixed Maturities may differ from the contractual maturities because issuers may have the right to call or prepay obligations with or without call or prepayment penalties.

Investments in Mortgage- and Asset-backed Securities Not Due at a Single Maturity Date at June 30, 2016 consisted of securities issued by the Government National Mortgage Association with a fair value of \$98.1 million, securities issued by the Federal National Mortgage Association with a fair value of \$15.9 million, securities issued by the Federal Home Loan Mortgage Corporation with a fair value of \$5.7 million and securities of other non-governmental issuers with a fair value of \$107.1 million.

Gross unrealized gains and gross unrealized losses on the Company's Investments in Equity Securities at June 30, 2016 were:

(Dollars in Millions)	Cost	Gross Unrealized		Fair Value
		Gains	Losses	
Preferred Stocks:				
Finance, Insurance and Real Estate	\$76.1	\$4.9	\$(0.6)	\$ 80.4
Other Industries	16.0	3.8	(0.6)	19.2
Common Stocks:				
Finance, Insurance and Real Estate	27.6	8.1	(0.3)	35.4
Other Industries	9.2	5.1	(0.1)	14.2
Other Equity Interests:				
Exchange Traded Funds	145.1	2.6	(2.0)	145.7
Limited Liability Companies and Limited Partnerships	186.8	32.1	(4.2)	214.7
Investments in Equity Securities	\$460.8	\$56.6	\$(7.8)	\$ 509.6

Gross unrealized gains and gross unrealized losses on the Company's Investments in Equity Securities at December 31, 2015 were:

(Dollars in Millions)	Cost	Gross Unrealized		Fair Value
		Gains	Losses	

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Preferred Stocks:

Finance, Insurance and Real Estate	\$80.8	\$4.9	\$(0.8)	\$ 84.9
Other Industries	17.1	2.7	(0.8)	19.0

Common Stocks:

Finance, Insurance and Real Estate	18.9	5.3	(1.0)	23.2
Other Industries	9.4	4.3	(0.2)	13.5

Other Equity Interests:

Exchange Traded Funds	179.7	1.1	(3.7)	177.1
Limited Liability Companies and Limited Partnerships	181.0	25.0	(0.5)	205.5
Investments in Equity Securities	\$486.9	\$43.3	\$(7.0)	\$ 523.2

10

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
(Unaudited)

Note 2 - Investments (continued)

Unsettled sales of Investments in Equity Securities were \$0.2 million at June 30, 2016. There were no unsettled purchases of Investments in Equity Securities at June 30, 2016. There were no unsettled purchases or sales of Investments in Equity Securities at December 31, 2015.

An aging of unrealized losses on the Company's Investments in Fixed Maturities and Equity Securities at June 30, 2016 is presented below.

(Dollars in Millions)	Less Than 12 Months		12 Months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Fixed Maturities:						
U.S. Government and Government Agencies and Authorities	\$—	\$—	\$1.2	\$—	\$1.2	\$—
States and Political Subdivisions	6.0	(0.5)	1.3	—	7.3	(0.5)
Corporate Securities:						
Bonds and Notes	116.4	(4.4)	182.0	(10.2)	298.4	(14.6)
Redeemable Preferred Stocks	2.7	(0.2)	—	—	2.7	(0.2)
Collateralized Loan Obligations	66.8	(3.9)	11.1	(1.3)	77.9	(5.2)
Other Mortgage- and Asset-backed	—	(0.1)	0.2	—	0.2	(0.1)
Total Fixed Maturities	191.9	(9.1)	195.8	(11.5)	387.7	(20.6)
Equity Securities:						
Preferred Stocks:						
Finance, Insurance and Real Estate	2.0	—	10.1	(0.6)	12.1	(0.6)
Other Industries	7.9	(0.6)	—	—	7.9	(0.6)
Common Stocks:						
Finance, Insurance and Real Estate	3.2	(0.3)	—	—	3.2	(0.3)
Other Industries	2.0	(0.1)	0.5	—	2.5	(0.1)
Other Equity Interests:						
Exchange Traded Funds	32.0	(2.0)	—	—	32.0	(2.0)
Limited Liability Companies and Limited Partnerships	71.3	(4.2)	—	—	71.3	(4.2)
Total Equity Securities	118.4	(7.2)	10.6	(0.6)	129.0	(7.8)
Total	\$310.3	\$(16.3)	\$206.4	\$(12.1)	\$516.7	\$(28.4)

The Company regularly reviews its investment portfolio for factors that may indicate that a decline in fair value of an investment is other than temporary. The portions of the declines in the fair values of investments that are determined to be other than temporary are reported as losses in the Condensed Consolidated Statements of Income in the periods when such determinations are made.

Unrealized losses on fixed maturities, which the Company has determined to be temporary at June 30, 2016, were \$20.6 million, of which \$11.5 million was related to fixed maturities that were in an unrealized loss position for 12 months or longer. There were \$0.6 million of unrealized losses at June 30, 2016 related to securities for which the Company has recognized credit losses in earnings in the preceding table under the heading "Less Than 12 Months." There were no unrealized losses at June 30, 2016 related to securities for which the Company has recognized credit losses in earnings in the preceding table under the heading "12 Months or Longer." Investment-grade fixed maturity investments comprised \$4.0 million, and below-investment-grade fixed maturity investments comprised \$16.6 million of the unrealized losses on investments in fixed maturities at June 30, 2016. For below-investment-grade fixed maturity investments in an unrealized loss position, the unrealized loss amount, on average, was approximately 7% of

the amortized cost basis of the investment. At June 30, 2016, the Company did not have the intent to sell these investments and it was not more likely than not that the Company would be required to sell these investments before it recovered the amortized cost of such investments, which may be at maturity. Based on the Company's evaluation at June 30, 2016 of the prospects of the issuers, including, but not limited to, the credit ratings of the issuers of the investments in the fixed maturities, and the Company's intention to not sell and its determination that it would not

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
(Unaudited)

Note 2 - Investments (continued)

be required to sell before it recovered the amortized cost of such investments, the Company concluded that the declines in the fair values of the Company's investments in fixed maturities presented in the preceding table were temporary at the evaluation date.

For equity securities, the Company considers various factors when determining whether a decline in the fair value is other than temporary, including, but not limited to:

- The financial condition and prospects of the issuer;
- The length of time and magnitude of the unrealized loss;
- The volatility of the investment;
- Analysts' recommendations and near-term price targets;
- Opinions of the Company's external investment managers;
- Market liquidity;
- Debt-like characteristics of perpetual preferred stocks and issuer ratings; and
- The Company's intention to sell or ability to hold an investment until recovery.

With respect to Investments in Equity Securities, the Company concluded that the unrealized losses on its investments in preferred and common stocks at June 30, 2016 were temporary based on various factors, including the relative short length and magnitude of the losses and overall market volatility. The Company's investments in other equity interests include investments in limited liability companies and limited partnerships that primarily invest in mezzanine debt, distressed debt and secondary transactions. By the nature of their underlying investments, the Company believes that some of its investments in the limited liability companies and limited partnerships exhibit debt-like characteristics which, among other factors, the Company also considers when evaluating these investments for impairment. Based on evaluations of the factors in the preceding paragraph, the Company concluded that the declines in the fair values of the Company's investments in equity securities presented in the preceding table were temporary at June 30, 2016.

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 2 - Investments (continued)

An aging of unrealized losses on the Company's Investments in Fixed Maturities and Equity Securities at December 31, 2015 is presented below.

(Dollars in Millions)	Less Than 12 Months		12 Months or Longer		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Fixed Maturities:						
U.S. Government and Government Agencies and Authorities	\$56.6	\$ (1.6)	\$24.1	\$ (2.0)	\$80.7	\$ (3.6)
States and Political Subdivisions	131.0	(2.6)	0.9	(0.1)	131.9	(2.7)
Corporate Securities:						
Bonds and Notes	783.8	(26.0)	133.6	(14.7)	917.4	(40.7)
Collateralized Loan Obligations	57.4	(2.9)	0.8	(0.1)	58.2	(3.0)
Other Mortgage- and Asset-backed	—	—	0.3	—	0.3	—
Total Fixed Maturities	1,028.8	(33.1)	159.7	(16.9)	1,188.5	(50.0)
Equity Securities:						
Preferred Stocks:						
Finance, Insurance and Real Estate	2.7	—	12.3	(0.8)	15.0	(0.8)
Other Industries	7.3	(0.8)	—	—	7.3	(0.8)
Common Stocks:						
Finance, Insurance and Real Estate	16.3	(1.0)	—	—	16.3	(1.0)
Other Industries	2.8	(0.2)	—	—	2.8	(0.2)
Other Equity Interests:						
Exchange Traded Funds	135.2	(3.7)	—	—	135.2	(3.7)
Limited Liability Companies and Limited Partnerships	2.7	(0.5)	—	—	2.7	(0.5)
Total Equity Securities	167.0	(6.2)	12.3	(0.8)	179.3	(7.0)
Total	\$1,195.8	\$ (39.3)	\$172.0	\$ (17.7)	\$1,367.8	\$ (57.0)

Unrealized losses on fixed maturities, which the Company has determined to be temporary at December 31, 2015, were \$50.0 million, of which \$16.9 million was related to fixed maturities that were in an unrealized loss position for 12 months or longer. There were \$0.2 million unrealized losses at December 31, 2015 related to securities for which the Company has recognized credit losses in earnings in the preceding table under the heading "Less Than 12 Months." There were no unrealized losses at December 31, 2015 related to securities for which the Company has recognized credit losses in earnings in the preceding table under the heading "12 Months or Longer." Investment-grade fixed maturity investments comprised \$33.5 million and below-investment-grade fixed maturity investments comprised \$16.5 million of the unrealized losses on investments in fixed maturities at December 31, 2015. For below-investment-grade fixed maturity investments in an unrealized loss position, the unrealized loss amount, on average, was approximately 8% of the amortized cost basis of the investment. At December 31, 2015, the Company did not have the intent to sell these investments, and it was not more likely than not that the Company would be required to sell these investments before recovery of its amortized cost basis, which may be at maturity. Based on the Company's evaluation at December 31, 2015 of the prospects of the issuers, including, but not limited to, the credit ratings of the issuers of the investments in the fixed maturities, and the Company's intention to not sell and its determination that it would not be required to sell before recovery of the amortized cost of such investments, the Company concluded that the declines in the fair values of the Company's investments in fixed maturities presented in the preceding table were temporary at the evaluation date.

With respect to Investments in Equity Securities, the Company concluded that the unrealized losses on its investments at December 31, 2015 were temporary based on various factors, including the relative short length and magnitude of the losses and overall market volatility, as well as, the debt-like characteristics of investments in certain other equity interests.

KEMPER CORPORATION AND SUBSIDIARIES
NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
(Unaudited)

Note 2 - Investments (continued)

The following table sets forth the pre-tax amount of other than temporary impairment (“OTTI”) credit losses recognized in Retained Earnings for Investments in Fixed Maturities held by the Company as of the beginning and end of the periods presented for which a portion of the OTTI loss related to factors other than credit has been recognized in AOCI, and the corresponding changes in such amounts.

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Cumulative Balance of Pre-tax Credit Losses Recognized in Retained Earnings at Beginning of Period	\$5.1	\$ 5.3	\$4.2	\$ 5.3
Pre-tax Credit Losses on Fixed Maturities without Pre-tax Credit Losses Included in Cumulative Balance at Beginning of Period	2.7	—	—	—
Reductions for Change in Impairment Status:				
From Status of Credit Loss to Status of Intent-to-sell or Required-to-sell	(3.6)	—	—	—
Cumulative Balance of Pre-tax Credit Losses Recognized in Retained Earnings at End of Period	\$4.2	\$ 5.3	\$4.2	\$ 5.3

Gross gains and losses on sales of investments in fixed maturities and equity securities for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Fixed Maturities:				
Gains on Sales	\$11.4	\$ 5.9	\$4.3	\$ 3.9
Losses on Sales	(0.3)	(0.6)	—	(0.5)
Equity Securities:				
Gains on Sales	0.5	32.9	0.5	31.4
Losses on Sales	(0.1)	(0.7)	(0.1)	(0.7)

Equity Method Limited Liability Investments include investments in limited liability investment companies and limited partnerships in which the Company’s interests are not deemed minor and are accounted for under the equity method of accounting. The Company’s investments in Equity Method Limited Liability Investments are generally of a passive nature in that the Company does not take an active role in the management of the investment entity. The Company’s maximum exposure to loss at June 30, 2016 is limited to the total carrying value of \$182.7 million. In addition, the Company had outstanding commitments totaling approximately \$75.8 million to fund Equity Method Limited Liability Investments at June 30, 2016.

The carrying values of the Company’s Other Investments at June 30, 2016 and December 31, 2015 were:

(Dollars in Millions)	Jun 30, Dec 31,	
	2016	2015
Loans to Policyholders at Unpaid Principal	\$290.4	\$288.4
Real Estate at Depreciated Cost	145.2	149.8
Trading Securities at Fair Value	5.0	4.7
Other	0.2	0.3
Total	\$440.8	\$443.2

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 3 - Property and Casualty Insurance Reserves

Property and casualty insurance reserve activity for the six months ended June 30, 2016 and 2015 was:

	Six Months Ended	
(Dollars in Millions)	Jun 30, 2016	Jun 30, 2015
Property and Casualty Insurance Reserves:		
Gross of Reinsurance at Beginning of Year	\$862.8	\$733.9
Less Reinsurance and Indemnification Recoverables at Beginning of Year	52.0	54.9
Property and Casualty Insurance Reserves - Net of Reinsurance at Beginning of Year	810.8	679.0
Property and Casualty Insurance Reserves Acquired, Net of Reinsurance and Indemnification	—	125.4
Incurred Losses and LAE Related to:		
Current Year:		
Continuing Operations	706.2	501.2
Prior Years:		
Continuing Operations	(16.5)	(10.4)
Discontinued Operations	(0.1)	(3.5)
Total Incurred Losses and LAE Related to Prior Years	(16.6)	(13.9)
Total Incurred Losses and LAE	689.6	487.3
Paid Losses and LAE Related to:		
Current Year:		
Continuing Operations	346.7	264.1
Prior Years:		
Continuing Operations	283.4	230.2
Discontinued Operations	4.2	3.7
Total Paid Losses and LAE Related to Prior Years	287.6	233.9
Total Paid Losses and LAE	634.3	498.0
Property and Casualty Insurance Reserves - Net of Reinsurance and Indemnification at End of Period	866.1	793.7
Plus Reinsurance and Indemnification Recoverables at End of Period	51.3	80.7
Property and Casualty Insurance Reserves - Gross of Reinsurance at End of Period	\$917.4	\$874.4

Property and casualty insurance reserves are estimated based on historical experience patterns and current economic trends. Actual loss experience and loss trends are likely to differ from these historical experience patterns and economic conditions. Loss experience and loss trends emerge over several years from the dates of loss inception. The Company monitors such emerging loss trends on a quarterly basis. Changes in such estimates are included in the Condensed Consolidated Statements of Income in the period of change.

For the six months ended June 30, 2016, the Company reduced its property and casualty insurance reserves by \$16.6 million to recognize favorable development of loss and LAE reserves from prior accident years. Personal lines insurance loss and LAE reserves developed favorably by \$12.4 million, and commercial lines insurance loss and LAE reserves developed favorably by \$4.2 million. The commercial lines insurance loss and LAE reserve development included favorable development of \$4.1 million from continuing operations and favorable development of \$0.1 million from discontinued operations. Personal automobile insurance loss and LAE reserves developed adversely by \$5.7 million due primarily to the emergence of loss patterns that were worse than expected for liability insurance for the 2015 accident year. Homeowners insurance loss and LAE reserves developed favorably by \$14.0 million due primarily to \$10.8 million of favorable development on catastrophes primarily for the 2015 and 2014 accident years.

Other personal lines loss and LAE reserves developed favorably by \$4.1 million due primarily to the emergence of more favorable loss patterns than expected for the 2015, 2014 and 2013 accident years.

KEMPER CORPORATION AND SUBSIDIARIES

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

(Unaudited)

Note 3 - Property and Casualty Insurance Reserves (continued)

For the six months ended June 30, 2015, the Company reduced its property and casualty insurance reserves by \$13.9 million to recognize favorable development of loss and LAE reserves from prior accident years. Personal lines insurance loss and LAE reserves developed favorably by \$9.5 million, and commercial lines insurance loss and LAE reserves developed favorably by \$4.4 million. The commercial lines insurance loss and LAE reserve development included favorable development of \$0.9 million from continuing operations and favorable development of \$3.5 million from discontinued operations. Personal automobile insurance loss and LAE reserves developed favorably by \$6.4 million, homeowners insurance loss and LAE reserves developed favorably by \$4.6 million, and other personal lines loss and LAE reserves developed adversely by \$1.4 million. Personal lines insurance loss and LAE reserves developed favorably due primarily to the emergence of more favorable loss patterns than expected for the 2013, 2012 and 2011 accident years, partially offset by the emergence of loss patterns that were worse than expected for the 2014 accident year.

The Company cannot predict whether loss and LAE reserves will develop favorably or unfavorably from the amounts reported in the Company's Condensed Consolidated Financial Statements. The Company believes that any such development will not have a material effect on the Company's consolidated shareholders' equity, but could have a material effect on the Company's consolidated financial results for a given period.

Note 4 - Debt

The amortized cost of debt outstanding at June 30, 2016 and December 31, 2015 was:

(Dollars in Millions)	Jun 30, 2016	Dec 31, 2015
Senior Notes:		
6.00% Senior Notes due May 15, 2017	\$359.4	\$359.1
4.35% Senior Notes due February 15, 2025	247.6	247.4
7.375% Subordinated Debentures due February 27, 2054	144.1	144.1
Total Debt Outstanding	\$751.1	\$750.6

There were no outstanding borrowings at either June 30, 2016 or December 31, 2015 under Kemper's \$225.0 million, unsecured, revolving credit agreement which expires June 2, 2020.

Kemper's subsidiaries, Trinity Universal Insurance Company ("Trinity") and United Insurance Company of America ("United Insurance"), are members of the Federal Home Loan Bank ("FHLB") of Dallas and Chicago, respectively. During the first six months of 2016 and 2015, Trinity borrowed and repaid \$10.0 million and \$20.5 million, respectively, under its agreement with the FHLB of Dallas. During the first six months of 2015, United Insurance borrowed and repaid \$21.0 million under its agreement with the FHLB of Chicago. There were no advances from the FHLB of Dallas or Chicago outstanding at either June 30, 2016 or December 31, 2015.

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 4 - Debt (Continued)

Interest Expense, including facility fees, accretion of discount and amortization of issuance costs, for the six and three months ended June 30, 2016 and 2015 was:

	Six Months		Three Months	
	Ended		Ended	
(Dollars in Millions)	Jun 30,	Jun 30,	Jun 30,	Jun 30,
	2016	2015	2016	2015
Notes Payable under Revolving Credit Agreement	\$0.4	\$0.4	\$0.2	\$0.2
Federal Home Loan Bank of Dallas	—	—	—	—
Federal Home Loan Bank of Chicago	—	—	—	—
Senior Notes Payable:				
6.00% Senior Notes due November 30, 2015	—	3.7	—	—
6.00% Senior Notes due May 15, 2017	11.1	11.1	5.5	5.5
4.35% Senior Notes due February 15, 2025	5.6	3.9	2.8	2.8
7.375% Subordinated Debentures due February 27, 2054	5.5	5.5	2.7	2.7
Interest Expense before Capitalization of Interest	22.6	24.6	11.2	11.2
Capitalization of Interest	(0.3)	(0.5)	(0.1)	(0.3)
Total Interest Expense	\$22.3	\$24.1	\$11.1	\$10.9

Interest paid, including facility fees, for the six and three months ended June 30, 2016 and 2015 was:

	Six Months		Three Months	
	Ended		Ended	
(Dollars in Millions)	Jun 30,	Jun 30,	Jun 30,	Jun 30,
	2016	2015	2016	2015
Notes Payable under Revolving Credit Agreement	\$0.3	\$ 1.1	\$0.2	\$ 0.9
Federal Home Loan Bank of Dallas	—	—	—	—
Federal Home Loan Bank of Chicago	—	—	—	—
Senior Notes Payable:				
6.00% Senior Notes due November 30, 2015	—	4.8	—	—
6.00% Senior Notes due May 15, 2017	10.8	10.8	10.8	10.8
4.35% Senior Notes due February 15, 2025	5.4	—	—	—
7.375% Subordinated Debentures due February 27, 2054	5.5	5.5	2.7	2.7
Total Interest Paid	\$22.0	\$ 22.2	\$13.7	\$ 14.4

KEMPER CORPORATION AND SUBSIDIARIES

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

(Unaudited)

Note 5 - Income from Continuing Operations Per Unrestricted Share

The Company's awards of restricted stock contain rights to receive non-forfeitable dividends and participate in the undistributed earnings with common shareholders. The Company's awards of RSUs and DSUs also contain rights to receive non-forfeitable dividend equivalents and participate in the undistributed earnings with common shareholders. Accordingly, the Company is required to apply the two-class method of computing basic and diluted earnings per share. A reconciliation of the numerator and denominator used in the calculation of Basic Income from Continuing Operations Per Unrestricted Share and Diluted Income from Continuing Operations Per Unrestricted Share for the six and three months ended June 30, 2016 and 2015 is presented below.

	Six Months Ended Jun 30, Jun 30, 2016 2015		Three Months Ended Jun 30, Jun 30, 2016 2015	
(Dollars in Millions)				
Income from Continuing Operations	\$ 1.9	\$ 40.9	\$ 4.1	\$ 27.4
Less Income (Loss) from Continuing Operations Attributed to Participating Awards	(0.2)	0.1	—	0.2
Income from Continuing Operations Attributed to Unrestricted Shares	2.1	40.8	4.1	27.2
Dilutive Effect on Income of Equity-based Compensation Equivalent Shares	—	—	—	—
Diluted Income from Continuing Operations Attributed to Unrestricted Shares	\$ 2.1	\$ 40.8	\$ 4.1	\$ 27.2
(Number of Shares in Thousands)				
Weighted-average Unrestricted Shares Outstanding	51,149.6	51,800.5	51,107.5	51,728.1
Equity-based Compensation Equivalent Shares	9.6	87.2	11.3	78.0
Weighted-average Unrestricted Shares and Equivalent Shares Outstanding Assuming Dilution	51,159.2	51,887.7	51,119.0	51,806.1
(Per Unrestricted Share in Whole Dollars)				
Basic Income from Continuing Operations Per Unrestricted Share	\$ 0.04	\$ 0.79	\$ 0.08	\$ 0.53
Diluted Income from Continuing Operations Per Unrestricted Share	\$ 0.04	\$ 0.79	\$ 0.08	\$ 0.53
The number of shares of Kemper common stock that were excluded from the calculations of Equity-based Compensation Equivalent Shares and Weighted-average Unrestricted Shares and Equivalent Shares Outstanding Assuming Dilution for the six and three months ended June 30, 2016 and 2015 because the exercise prices for the options exceeded the average market price is presented below.				

	Six Months Ended Jun 30, Jun 30, 2016 2015		Three Months Ended Jun 30, Jun 30, 2016 2015	
(Number of Shares in Thousands)				
Equity-based Compensation Equivalent Shares	1,278.4	1,088.2	1,377.4	932.2
Weighted-average Unrestricted Shares and Equivalent Shares Outstanding Assuming Dilution	1,278.4	1,088.2	1,377.4	932.2

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 6 - Other Comprehensive Income (Loss) and Accumulated Other Comprehensive Income

The components of Other Comprehensive Income (Loss) Before Income Taxes for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Other Comprehensive Income (Loss) Before Income Taxes:				
Unrealized Holding Gains (Losses) Arising During the Period Before Reclassification Adjustment	\$221.3	\$(102.4)	\$123.1	\$(152.1)
Reclassification Adjustment for Amounts Included in Net Income	4.2	(28.3)	1.7	(31.9)
Unrealized Holding Gains (Losses)	225.5	(130.7)	124.8	(184.0)
Foreign Currency Translation Adjustments	—	(0.8)	(0.1)	0.1
Net Unrecognized Postretirement Benefit Costs Arising During the Period	(19.5)	—	(18.7)	—
Reclassification Adjustments for Amounts Included in Net Income:				
Curtailed Cost Recognized	1.0	—	1.0	—
Amortization of Net Unrecognized Postretirement Benefit Costs	4.3	11.5	1.7	6.1
Total Reclassification Adjustments for Amounts Included in Net Income	5.3	11.5	2.7	6.1
Net Unrecognized Postretirement Benefit Costs	(14.2)	11.5	(16.0)	6.1
Other Comprehensive Income (Loss) Before Income Taxes	\$211.3	\$(120.0)	\$108.7	\$(177.8)

The components of Other Comprehensive Income Tax Benefit (Expense) for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Other Comprehensive Income Tax Benefit (Expense):				
Unrealized Holding Gains and Losses Arising During the Period Before Reclassification Adjustment	\$(78.0)	\$36.3	\$(43.4)	\$53.8
Reclassification Adjustment for Amounts Included in Net Income	(1.5)	9.9	(0.6)	11.2
Unrealized Holding Gains and Losses	(79.5)	46.2	(44.0)	65.0
Foreign Currency Translation Adjustments	—	0.3	—	—
Net Unrecognized Postretirement Benefit Costs Arising During the Period	6.9	—	6.6	—
Reclassification Adjustments for Amounts Included in Net Income:				
Curtailed Loss Recognized	(0.4)	—	(0.4)	—
Amortization of Net Unrecognized Postretirement Benefit Costs	(1.5)	(3.9)	(0.5)	(2.2)
Total Reclassification Adjustments for Amounts Included in Net Income	(1.9)	(3.9)	(0.9)	(2.2)
Net Unrecognized Postretirement Benefit Costs	5.0	(3.9)	5.7	(2.2)
Other Comprehensive Income Tax Benefit (Expense)	\$(74.5)	\$42.6	\$(38.3)	\$62.8

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 6 - Other Comprehensive Income (Loss) and Accumulated Other Comprehensive Income (continued)

The components of AOCI at June 30, 2016 and December 31, 2015 were:

(Dollars in Millions)	Jun 30, 2016	Dec 31, 2015
Net Unrealized Gains (Losses) on Investments, Net of Income Taxes:		
Available for Sale Fixed Maturities with Portion of OTTI Recognized in Earnings	\$(0.3)	\$1.4
Other Net Unrealized Gains on Investments	359.4	211.7
Foreign Currency Translation Adjustments, Net of Income Taxes	(0.7)	(0.7)
Net Unrecognized Postretirement Benefit Costs, Net of Income Taxes	(97.3)	(88.1)
Accumulated Other Comprehensive Income	\$261.1	\$124.3

Components of AOCI were reclassified to the following lines of the Condensed Consolidated Statements of Income for the six and three months ended June 30, 2016 and 2015:

(Dollars in Millions)	Six Months Ended Jun 30, 2016		Three Months Ended Jun 30, 2015	
Reclassification of AOCI from Net Unrealized Gains on Investments to:				
Net Realized Gains on Sales of Investments	\$11.5	\$37.5	\$4.7	\$34.1
Net Impairment Losses Recognized in Earnings	(15.7)	(9.2)	(6.4)	(2.2)
Total Before Income Taxes	(4.2)	28.3	(1.7)	31.9
Income Tax Benefit (Expense)	1.5	(9.9)	0.6	(11.2)
Reclassification from AOCI, Net of Income Taxes	(2.7)	18.4	(1.1)	20.7
Reclassification of AOCI from Unrecognized Postretirement Benefit Costs to:				
Interest and Other Expenses	(5.3)	(11.5)	(2.7)	(6.1)
Income Tax Benefit	1.9	3.9	0.9	2.2
Reclassification from AOCI, Net of Income Taxes	(3.4)	(7.6)	(1.8)	(3.9)
Total Reclassification from AOCI to Net Income	\$(6.1)	\$10.8	\$(2.9)	\$16.8

Note 7 - Changes in Shareholders' Equity

Changes in Shareholders' Equity for the six months ended June 30, 2016 were:

(Dollars in Millions, Except Per Share Amounts)	Total Shareholders' Equity
Shareholders' Equity at Beginning of Year	\$ 1,992.4
Net Income	1.9
Other Comprehensive Income	136.8
Cash Dividends and Dividend Equivalents to Shareholders (\$0.48 per share)	(24.5)
Repurchases of Common Stock	(3.8)
Equity-based Compensation Cost	3.1
Equity-based Awards, Net of Shares Exchanged	(0.7)
Shareholders' Equity at End of Period	\$ 2,105.2

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 8 - Income Taxes

Current and Deferred Income Tax Assets at June 30, 2016 and December 31, 2015 were:

(Dollars in Millions)	Jun 30, Dec 31,	
	2016	2015
Current Income Tax Assets	\$ 20.9	\$ 9.5
Deferred Income Tax Assets	—	31.9
Current and Deferred Income Tax Assets	\$ 20.9	\$ 41.4

The components of Liabilities for Income Taxes at June 30, 2016 and December 31, 2015 were:

(Dollars in Millions)	Jun 30, Dec 31,	
	2016	2015
Deferred Income Tax Liabilities	\$ 38.6	\$ —
Unrecognized Tax Benefits	3.8	3.8
Liabilities for Income Taxes	\$ 42.4	\$ 3.8

Included in the balance of Unrecognized Tax Benefits at June 30, 2016 and December 31, 2015 are tax positions of \$3.2 million and \$3.3 million, respectively, for which the ultimate deductibility is highly certain but for which there is uncertainty about the timing of such deductibility. Because of the impact of deferred income tax accounting, other than for interest and penalties, the disallowance of the shorter deductibility period would not affect the effective income tax rate but would accelerate the payment of cash to the taxing authority to an earlier period.

The Company recognizes interest and penalties, if any, related to unrecognized tax benefits in income tax expense. The liability for Unrecognized Tax Benefits included accrued interest of \$0.6 million and \$0.5 million at June 30, 2016 and December 31, 2015, respectively.

Income taxes paid were \$10.4 million and \$40.0 million for the six months ended June 30, 2016 and 2015, respectively.

Note 9 - Pension Benefits and Postretirement Benefits Other Than Pensions

The Company sponsors a qualified defined benefit pension plan (the "Pension Plan"). The Pension Plan covers approximately 9,200 participants and beneficiaries, of which 1,800 are active employees. The Pension Plan is closed to new employees hired after January 1, 2006. The components of Pension Expense for the Pension Plan for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Service Cost Earned	\$4.8	\$5.2	\$2.6	\$2.6
Interest Cost on Projected Benefit Obligation	10.4	12.8	5.0	6.4
Expected Return on Plan Assets	(16.2)	(17.5)	(8.0)	(8.7)
Amortization of Accumulated Net Unrecognized Pension Costs	4.9	12.2	1.9	6.4
Curtailment Gain	(0.3)	—	(0.3)	—
Total Pension Expense Recognized	\$3.6	\$12.7	\$1.2	\$6.7

On May 12, 2016, the Company amended the Pension Plan to freeze benefit accruals, effective June 30, 2016, for substantially all of the participants under the plan. Accordingly, plan assets and liabilities were re-measured, resulting in balances in accumulated unrecognized pension loss and unamortized prior service credit prior to the freeze of \$191.2 million and \$0.3 million, respectively. In recognizing the curtailment, the Company recorded income of \$0.3 million before income taxes for both the six and three months ended June 30, 2016 to immediately recognize the remaining unamortized prior service credit in the Pension Plan. The curtailment reduced the accumulated unrecognized pension loss by \$23.3 million. The remaining accumulated unrecognized pension loss of \$167.9 million

is being amortized over approximately 25 years, the remaining average estimated life expectancy of participants. Prior to the amendment, the accumulated unrecognized pension loss was being amortized over approximately five, the remaining average service life of active participants.

KEMPER CORPORATION AND SUBSIDIARIES

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

(Unaudited)

Note 9 - Pension Benefits and Postretirement Benefits Other Than Pensions (continued)

The Company also sponsors a non-qualified supplemental defined benefit pension plan (the "Supplemental Plan"). As a result of the amendment to the Pension Plan, benefit accruals for all participants in the Supplemental Plan were also frozen effective June 30, 2016. Accordingly, plan liabilities for the Supplemental Plan were also re-measured in the second quarter of 2016, resulting in balances in accumulated unrecognized pension loss and unamortized prior service costs prior to the freeze of \$1.6 million and \$1.3 million, respectively. The Company recorded expense of \$1.3 million for both the six and three months ended June 30, 2016 to immediately recognize the remaining net unamortized prior service costs in the Supplemental Plan. The curtailment reduced the Projected Benefit Obligation by \$5.2 million. Accordingly, a curtailment gain of \$3.6 million before tax was recorded to recognize the reduction in the Projected Benefit Obligation that exceeded the accumulated unrecognized pension loss prior to the freeze.

In addition to the Pension Plan and Supplemental Plan, the Company also sponsors several defined contribution pension plans.

The Company also sponsors an other than pension postretirement employee benefit plan ("OPEB") that provides medical, dental and/or life insurance benefits to approximately 500 retired and 225 active employees (the "OPEB Plan"). The components of Postretirement Benefits Other than Pensions Expense (Benefit) for the OPEB Plan for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months		Three Months	
	Ended	Ended	Ended	Ended
	Jun 30,	Jun 30,	Jun 30,	Jun 30,
	2016	2015	2016	2015
Service Cost Earned	\$—	\$0.1	\$—	\$0.1
Interest Cost on Projected Benefit Obligation	0.4	0.5	0.2	0.2
Amortization of Accumulated Net Unrecognized Gain	(0.7)	(0.7)	(0.4)	(0.3)
Total Postretirement Benefits Other than Pensions Expense (Benefit)	\$(0.3)	\$(0.1)	\$(0.2)	\$—

Note 10 - Business Segments

The Company is engaged, through its subsidiaries, in the property and casualty insurance and life and health insurance businesses. The Company conducts its operations through two operating segments: Property & Casualty Insurance and Life & Health Insurance.

The Property & Casualty Insurance segment's principal products are personal automobile insurance, both preferred and nonstandard, homeowners insurance, other personal insurance and commercial automobile insurance. These products are distributed primarily through independent agents and brokers. The Life & Health Insurance segment's principal products are individual life, accident, supplemental health and property insurance. These products are distributed by career agents employed by the Company and independent agents and brokers.

Earned Premiums by product line for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months		Three Months	
	Ended	Ended	Ended	Ended
	Jun 30,	Jun 30,	Jun 30,	Jun 30,
	2016	2015	2016	2015
Personal Automobile	\$613.6	\$442.4	\$310.3	\$252.6
Homeowners	135.7	144.2	67.6	71.6
Other Personal Property and Casualty Insurance	60.0	61.3	30.2	30.7
Commercial Automobile	26.9	27.0	13.4	13.5
Life	189.9	184.0	95.5	96.0
Accident and Health	73.6	72.5	36.7	35.7
Total Earned Premiums	\$1,099.7	\$931.4	\$553.7	\$500.1

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 10 - Business Segments (continued)

Segment Revenues, including a reconciliation to Total Revenues, for the six and three months ended June 30, 2016 and 2015 were:

(Dollars in Millions)	Six Months Ended		Three Months Ended	
	Jun 30, 2016	Jun 30, 2015	Jun 30, 2016	Jun 30, 2015
Revenues:				
Property & Casualty Insurance:				
Earned Premiums	\$798.8	\$637.0	\$402.6	\$349.4
Net Investment Income	31.6	33.4	19.7	18.6
Other Income	0.3	0.4	0.1	0.1
Total Property & Casualty Insurance	830.7	670.8	422.4	368.1
Life & Health Insurance:				
Earned Premiums	300.9	294.4	151.1	150.7
Net Investment Income	105.1	103.9	50.1	53.5
Other Income	1.2	1.0	0.6	0.2
Total Life & Health Insurance	407.2	399.3	201.8	204.4
Total Segment Revenues	1,237.9	1,070.1	624.2	572.5
Net Realized Gains on Sales of Investments	12.4	37.4	5.6	34.0
Net Impairment Losses Recognized in Earnings	(15.7)	(9.2)	(6.4)	(2.2)
Other	3.9	10.1	3.8	4.9
Total Revenues	\$1,238.5	\$1,108.4	\$627.2	\$609.2

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 10 - Business Segments (continued)

Segment Operating Profit (Loss), including a reconciliation to Income (Loss) from Continuing Operations before Income Taxes, for the six and three months ended June 30, 2016 and 2015 was:

(Dollars in Millions)	Six Months		Three Months	
	Ended Jun 30, 2016	Jun 30, 2015	Ended Jun 30, 2016	Jun 30, 2015
Segment Operating Profit (Loss):				
Property & Casualty Insurance	\$(40.0)	\$9.6	\$(17.2)	\$(8.4)
Life & Health Insurance	56.3	47.0	25.3	22.2
Total Segment Operating Profit	16.3	56.6	8.1	13.8
Corporate and Other Operating Loss	(16.9)	(23.6)	(4.7)	(11.3)
Total Operating Profit (Loss)	(0.6)	33.0	3.4	2.5
Net Realized Gains on Sales of Investments	12.4	37.4	5.6	34.0
Net Impairment Losses Recognized in Earnings	(15.7)	(9.2)	(6.4)	(2.2)
Loss from Early Extinguishment of Debt	—	(9.1)	—	—
Income (Loss) from Continuing Operations before Income Taxes	\$(3.9)	\$52.1	\$2.6	\$34.3

Segment Net Operating Income (Loss), including a reconciliation to Income from Continuing Operations, for the six and three months ended June 30, 2016 and 2015 was:

(Dollars in Millions)	Six Months		Three Months	
	Ended Jun 30, 2016	Jun 30, 2015	Ended Jun 30, 2016	Jun 30, 2015
Segment Net Operating Income (Loss):				
Property & Casualty Insurance	\$(22.0)	\$10.8	\$(8.9)	\$(2.6)
Life & Health Insurance	36.7	30.4	16.4	14.3
Total Segment Net Operating Income	14.7	41.2	7.5	11.7
Corporate and Other Net Operating Loss	(10.7)	(12.7)	(2.9)	(5.0)
Consolidated Net Operating Income	4.0	28.5	4.6	6.7
Net Income (Loss) From:				
Net Realized Gains on Sales of Investments	8.1	24.3	3.7	22.1
Net Impairment Losses Recognized in Earnings	(10.2)	(6.0)	(4.2)	(1.4)
Loss from Early Extinguishment of Debt	—	(5.9)	—	—
Income from Continuing Operations	\$1.9	\$40.9	\$4.1	\$27.4

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 11 - Fair Value Measurements

The Company classifies its investments in Fixed Maturities and Equity Securities as available for sale and reports these investments at fair value. The Company has elected the fair value option method of accounting for investments in certain hedge funds and, accordingly, reports these investments at fair value. The Company classifies certain investments in mutual funds included in Other Investments as trading securities and reports these investments at fair value. The Company has no material liabilities that are measured and reported at fair value.

Certain investments that are measured at fair value using the net asset value practical expedient are not required to be classified using the fair value hierarchy, but are presented in the following two tables to permit reconciliation of the fair value hierarchy to the amounts presented in the Condensed Consolidated Balance Sheet. The valuation of assets measured at fair value in the Company's Condensed Consolidated Balance Sheet at June 30, 2016 is summarized below.

(Dollars in Millions)	Fair Value Measurements				Total Fair Value
	Quoted in Active Markets for Identifiable Inputs (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Measured at Net Asset Value	
Fixed Maturities:					
U.S. Government and Government Agencies and Authorities States and Political Subdivisions	\$132.3	\$ 161.9	\$ —	\$ —	\$ 294.2
Corporate Securities:					
Bonds and Notes	—	2,573.8	459.4	—	3,033.2
Redeemable Preferred Stocks	—	—	2.9	—	2.9
Collateralized Loan Obligations	—	—	102.2	—	102.2
Other Mortgage- and Asset-backed	—	1.2	3.7	—	4.9
Total Investments in Fixed Maturities	132.3	4,383.8	568.2	—	5,084.3
Equity Securities:					
Preferred Stocks:					
Finance, Insurance and Real Estate	—	75.0	5.4	—	80.4
Other Industries	—	6.4	12.8	—	19.2
Common Stocks:					
Finance, Insurance and Real Estate	27.3	8.1	—	—	35.4
Other Industries	0.4	0.6	13.2	—	14.2
Other Equity Interests:					
Exchange Traded Funds	145.7	—	—	—	145.7
Limited Liability Companies and Limited Partnerships	—	—	47.2	167.5	214.7
Total Investments in Equity Securities	173.4	90.1	78.6	167.5	509.6
Fair Value Option Investments:					
Limited Liability Companies and Limited Partnerships Hedge Funds	—	—	—	134.1	134.1
Other Investments:					
Trading Securities	5.0	—	—	—	5.0
Total	\$310.7	\$ 4,473.9	\$ 646.8	\$ 301.6	\$ 5,733.0

At June 30, 2016, the Company had unfunded commitments to invest an additional \$102.0 million in certain limited liability investment companies and limited partnerships that will be included in Other Equity Interests when funded.

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 11 - Fair Value Measurements (continued)

The valuation of assets measured at fair value in the Company's Condensed Consolidated Balance Sheet at December 31, 2015 is summarized below.

(Dollars in Millions)	Fair Value Measurements				Total Fair Value
	Quoted in Active Markets for Identifiable Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Measured at Net Asset Value	
Fixed Maturities:					
U.S. Government and Government Agencies and Authorities States and Political Subdivisions	\$ 124.9	\$ 195.7	\$ —	\$ —	\$ 320.6
	—	1,622.6	—	—	1,622.6
Corporate Securities:					
Bonds and Notes	—	2,376.5	436.3	—	2,812.8
Redeemable Preferred Stocks	—	—	3.8	—	3.8
Collateralized Loan Obligations	—	—	87.3	—	87.3
Other Mortgage- and Asset-backed	—	1.4	3.8	—	5.2
Total Investments in Fixed Maturities	124.9	4,196.2	531.2	—	4,852.3
Equity Securities:					
Preferred Stocks:					
Finance, Insurance and Real Estate	—	79.8	5.1	—	84.9
Other Industries	—	6.2	12.8	—	19.0
Common Stocks:					
Finance, Insurance and Real Estate	16.6	6.6	—	—	23.2
Other Industries	0.6	0.8	12.1	—	13.5
Other Equity Interests:					
Exchange Traded Funds	177.1	—	—	—	177.1
Limited Liability Companies and Limited Partnerships	—	—	45.6	159.9	205.5
Total Investments in Equity Securities	194.3	93.4	75.6	159.9	523.2
Fair Value Option Investments:					
Limited Liability Companies and Limited Partnership Hedge Funds	—	—	—	164.5	164.5
Other Investments:					
Trading Securities	4.7	—	—	—	4.7
Total	\$ 323.9	\$ 4,289.6	\$ 606.8	\$ 324.4	\$ 5,544.7

The Company's investments in Fixed Maturities that are classified as Level 1 in the two preceding tables primarily consist of U.S. Treasury Bonds and Notes. The Company's investments in Equity Securities that are classified as Level 1 in the two preceding tables consist of either investments in publicly-traded common stocks or exchange traded funds. The Company's investments in Fixed Maturities that are classified as Level 2 in the two preceding tables primarily consist of investments in corporate bonds, obligations of states and political subdivisions, and bonds and mortgage-backed securities of U.S. government agencies. The Company's investments in Equity Securities that are classified as Level 2 in the two preceding tables primarily

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 11 - Fair Value Measurements (continued)

consist of investments in preferred stocks. The Company uses a leading, nationally recognized provider of market data and analytics to price the vast majority of the Company's Level 2 measurements. The provider utilizes evaluated pricing models that vary by asset class and incorporate available trade, bid and other market information. Because many fixed maturity securities do not trade on a daily basis, the provider's evaluated pricing applications apply available information through processes such as benchmark curves, benchmarking of like securities, sector groupings and matrix pricing to prepare evaluations. In addition, the provider uses model processes to develop prepayment and interest rate scenarios. The pricing provider's models and processes also take into account market convention. For each asset class, teams of its evaluators gather information from market sources and integrate relevant credit information, perceived market movements and sector news into the evaluated pricing applications and models. The Company generally validates the measurements obtained from its primary pricing provider by comparing them with measurements obtained from one additional pricing provider that provides either prices from recent market transactions, quotes in inactive markets or evaluations based on its own proprietary models.

The Company investigates significant differences related to the values provided. On completion of its investigation, management exercises judgment to determine the price selected and whether adjustments, if any, to the price obtained from the Company's primary pricing provider would warrant classification of the price as Level 3. In instances where a measurement cannot be obtained from either pricing provider, the Company generally will evaluate bid prices from one or more binding quotes obtained from market makers to value investments in inactive markets and classified by the Company as Level 2. The Company generally classifies securities when it receives non-binding quotes or indications as Level 3 securities unless the Company can validate the quote or indication against recent transactions in the market.

The Company's Investments in Fixed Maturities that are classified as Level 3 in the two preceding tables primarily consist of privately placed securities not rated by a Nationally Recognized Statistical Rating Organization and are priced primarily using a market yield approach. A market yield approach uses a risk-free rate plus a credit spread depending on the underlying credit profile of the security. For floating rate securities, the risk-free rate used in the market yield is the contractual floating rate of the security. For each individual security, the Company or the Company's third party appraiser gathers information from market sources, relevant credit information, perceived market movements and sector news and determines an appropriate market yield for each security. The market yield selected is then used to discount the estimated future cash flows of the security to determine the fair value. The Company separately evaluates market yields based upon asset class to assess the reasonableness of the recorded fair value. For non-investment-grade Investments in Fixed Maturities that are classified as Level 3, the two primary asset classes are senior debt and junior debt. Senior debt includes those securities that receive first priority in a liquidation and junior debt includes any fixed maturity security with other than first priority in a liquidation.

The table below presents quantitative information about the significant unobservable inputs utilized by the Company in determining fair values for fixed maturity investments in corporate securities classified as Level 3 at June 30, 2016.

(Dollars in Millions)	Unobservable Input	Total Fair Value	Range of Unobservable Inputs	Weighted-average Yield
Investment-grade	Market Yield	\$ 103.5	1.5 % - 7.2 %	3.9 %
Non-investment-grade:				
Senior Debt	Market Yield	115.1	4.9 - 18.7	10.4
Junior Debt	Market Yield	224.0	8.2 - 22.5	12.8
Collateralized Loan Obligations	Market Yield	102.2	3.0 - 11.3	6.4
Other	Various	23.4		
		\$ 568.2		

Total Level 3 Fixed Maturity Investments in Corporate
Securities

27

KEMPER CORPORATION AND SUBSIDIARIES
 NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)
 (Unaudited)

Note 11 - Fair Value Measurements (continued)

The table below presents quantitative information about the significant unobservable inputs utilized by the Company in determining fair values for fixed maturity investments in corporate securities classified as Level 3 at December 31, 2015.

(Dollars in Millions)	Unobservable Input	Total Fair Value	Range of Unobservable Inputs	Weighted-average Yield
Investment-grade	Market Yield	\$ 98.7	2.6 % - 6.9 %	4.4 %
Non-investment-grade:				
Senior Debt	Market Yield	114.2	5.9 - 15.3	10.4
Junior Debt	Market Yield	216.3	8.2 - 26.2	13.6
Collateralized Loan Obligations	Market Yield	87.3	3.1 - 10.8	6.1
Other Debt	Various	14.7		
Total Level 3 Fixed Maturity Investments in Corporate Securities		\$ 531.2		

For an investment in a fixed maturity security, an increase in the yield used to determine the fair value of the security will decrease the fair value of the security. A decrease in the yield used to determine fair value will increase the fair value of the security, but the fair value increase is generally limited to par, unless callable at a premium, if the security is currently callable.

The Company's other investments that are classified as Level 3 primarily consist of Limited Liability Companies and Limited Partnerships, but also certain Preferred Stocks and Common Stocks. The Company either uses valuations provided by third party fund managers or third party appraisers, or that are generated internally. These valuations typically employ various valuation techniques commonly used in the industry, including earnings multiples based on comparable public securities, industry-specific non-earnings based multiples, market yields based on comparable public securities and discounted cash flow models.

Information by security type pertaining to the changes in the fair value of the Company's investments classified as Level 3 for the six months ended June 30, 2016 is presented below.

(Dollars in Millions)	Fixed Maturities				Equity Securities		Total
	Corporate Bonds and Notes	Redeemable Preferred Stocks	Collateralized Loan Obligations	Other Mortgage and Asset-backed	Preferred and Common Stocks	Other Equity Interests	
Balance at Beginning of Period	\$436.3	\$ 3.8	\$ 87.3	\$ 3.8	\$30.0	\$45.6	\$606.8
Total Gains (Losses):							
Included in Condensed Consolidated Statement of Income	(8.8)	—	(0.3)	—	(0.9)	(0.7)	(10.7)
Included in Other Comprehensive Income (Loss)	3.3	(0.4)	(2.2)	—	2.5	2.8	6.0
Purchases	88.2	—	19.3	—	0.1	2.0	109.6
Settlements	(14.3)	(0.5)	—	(0.1)	—	—	(14.9)
Sales	(45.3)	—	(1.9)	—	(0.3)	(2.5)	(50.0)
Balance at End of Period	\$459.4	\$ 2.9	\$ 102.2	\$ 3.7	\$31.4	\$47.2	\$646.8

KEMPER CORPORATION AND SUBSIDIARIES

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (continued)

(Unaudited)

Note 11 - Fair Value Measurements (continued)

Information by security type pertaining to the changes in the fair value of the Company's investments classified as Level 3 for the three months ended June 30, 2016 is presented below.

(Dollars in Millions)	Fixed Maturities				Equity Securities		Total
	Corporate Bonds and Notes	Redeemable Preferred Stocks	Collateralized Loan Obligations	Other Mortgage and Asset-backed	Preferred and Common Stocks	Other Equity Interests	
Balance at Beginning of Period	\$431.8	\$ 3.3	\$ 83.2	\$ 3.6	\$30.3	\$ 42.2	\$594.4
Total Gains (Losses):							
Included in Condensed Consolidated Statement of Income	(6.3)	—	0.3	—	0.1	(0.3)	(6.2)
Included in Other Comprehensive Income (Loss)	4.1	(0.3)	3.0	0.2	1.2	3.3	11.5
Purchases	48.1	—	17.6	—	0.1	2.0	67.8
Settlements	(8.5)	(0.1)	—	(0.1)	—	—	(8.7)
Sales	(9.8)	—	(1.9)	—	(0.3)	—	(12.0)
Balance at End of Period	\$459.4	\$ 2.9	\$ 102.2	\$ 3.7	\$31.4	\$ 47.2	\$646.8

The Company's policy is to recognize transfers between levels as of the end of the reporting period. There were no transfers between levels for the six and three months ended June 30, 2016.

Information by security type pertaining to the changes in the fair value of the Company's investments classified as Level 3 for the six months ended June 30, 2015 is presented below.

(Dollars in Millions)	Fixed Maturities				Equity Securities		Total
	Corporate Bonds and Notes	Redeemable Preferred Stocks	Collateralized Loan Obligations	Other Mortgage and Asset-backed	Preferred and Common Stocks	Other Equity Interests	
Balance at Beginning of Period	\$360.6	\$ 6.7	\$ 64.4	\$ 3.9	\$38.8	\$ 44.0	\$518.4
Total Gains (Losses):							
Included in Condensed Consolidated Statement of Income	(3.1)	(0.5)	0.4	—	(1.2)	(1.1)	(5.5)
Included in Other Comprehensive Income (Loss)							