

AMERICAN NATIONAL INSURANCE CO /TX/

Form 10-Q

May 08, 2018

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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 the quarterly period ended March 31, 2018**

or

**Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934
Commission File No. 001- 34280**

American National Insurance Company

(Exact name of registrant as specified in its charter)

Texas
(State or other jurisdiction of
incorporation or organization)

74-0484030
(I.R.S. Employer
Identification No.)

One Moody Plaza

Galveston, Texas 77550-7999

(Address of principal executive offices) (Zip Code)

(409) 763-4661

(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 (§229.405 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, a non-accelerated filer, smaller reporting company, or an emerging growth company. See definitions of large accelerated filer, accelerated filer, smaller reporting company, and emerging growth company in Rule 12b-2 of the Exchange Act:

Large accelerated filer

Smaller reporting company

Non-accelerated filer

Accelerated filer

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

As of May 01, 2018, there were 26,885,449 shares of the registrant's voting common stock, \$1.00 par value per share, outstanding.

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AMERICAN NATIONAL INSURANCE COMPANY

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(Unaudited and in thousands, except share data)

	March 31, 2018	December 31, 2017
ASSETS		
Fixed maturity, bonds held-to-maturity, at amortized cost (Fair value \$7,963,724 and \$7,774,353)	\$ 7,915,973	\$ 7,552,959
Fixed maturity, bonds available-for-sale, at fair value (Amortized cost \$6,100,771 and \$5,957,901)	6,145,010	6,145,308
Equity securities, at fair value (Cost \$776,740 and \$757,583)	1,770,753	1,784,226
Mortgage loans on real estate, net of allowance	4,920,041	4,749,999
Policy loans	374,930	377,103
Investment real estate, net of accumulated depreciation of \$264,345 and \$260,904	536,699	532,346
Short-term investments	284,456	658,765
Other invested assets	82,722	80,165
Total investments	22,030,584	21,880,871
Cash and cash equivalents	329,036	375,837
Investments in unconsolidated affiliates	493,191	484,207
Accrued investment income	193,776	187,670
Reinsurance recoverables	412,805	418,589
Prepaid reinsurance premiums	61,993	63,625
Premiums due and other receivables	329,592	314,345
Deferred policy acquisition costs	1,410,864	1,373,844
Property and equipment, net of accumulated depreciation of \$223,034 and \$217,076	114,062	115,818
Current tax receivable	6,949	44,170
Other assets	141,420	158,024
Separate account assets	939,605	969,764
Total assets	\$ 26,463,877	\$ 26,386,764
LIABILITIES		
Future policy benefits		
Life	\$ 3,002,178	\$ 2,997,353
Annuity	1,435,323	1,400,150
Accident and health	55,940	57,104
Policyholders' account balances	12,238,653	12,060,045
Policy and contract claims	1,375,793	1,390,561
Unearned premium reserve	898,117	875,294
Other policyholder funds	325,348	334,501
Liability for retirement benefits	111,028	114,538

Notes payable	137,389	137,458
Deferred tax liabilities, net	294,071	316,370
Other liabilities	428,922	477,855
Separate account liabilities	939,605	969,764
Total liabilities	21,242,367	21,130,993
EQUITY		
American National stockholders' equity:		
Common stock, \$1.00 par value, Authorized 50,000,000, Issued 30,832,449 and 30,832,449		
Outstanding 26,938,341 and 26,931,884 shares	30,832	30,832
Additional paid-in capital	20,069	19,193
Accumulated other comprehensive income (loss)	(86,070)	642,216
Retained earnings	5,350,129	4,656,134
Treasury stock, at cost	(101,546)	(101,616)
Total American National stockholders' equity	5,213,414	5,246,759
Noncontrolling interest	8,096	9,012
Total equity	5,221,510	5,255,771
Total liabilities and equity	\$ 26,463,877	\$ 26,386,764

See accompanying notes to the unaudited consolidated financial statements.

Table of Contents**AMERICAN NATIONAL INSURANCE COMPANY****CONSOLIDATED STATEMENTS OF OPERATIONS**

(Unaudited and in thousands, except share and per share data)

	Three months ended March 31,	
	2018	2017
PREMIUMS AND OTHER REVENUE		
Premiums		
Life	\$ 81,376	\$ 77,474
Annuity	70,616	29,809
Accident and health	41,015	37,039
Property and casualty	351,973	327,450
Other policy revenues	71,339	63,452
Net investment income	176,039	228,503
Net realized investment gains	2,099	14,008
Other-than-temporary impairments	(1,595)	(6,783)
Other income	10,513	8,845
Total premiums and other revenues	803,375	779,797
BENEFITS, LOSSES AND EXPENSES		
Policyholder benefits		
Life	98,546	101,166
Annuity	84,746	43,989
Claims incurred		
Accident and health	28,140	24,380
Property and casualty	242,490	227,530
Interest credited to policyholders' account balances	70,545	96,008
Commissions for acquiring and servicing policies	144,696	125,492
Other operating expenses	130,394	126,061
Change in deferred policy acquisition costs	(16,966)	(9,487)
Total benefits, losses and expenses	782,591	735,139
Income before federal income tax and other items	20,784	44,658
Less: Provision (benefit) for federal income taxes		
Current	(2,105)	(1,204)
Deferred	3,294	14,939
Total provision for federal income taxes	1,189	13,735
Income after federal income tax	19,595	30,923

Equity in earnings (losses) of unconsolidated affiliates	(545)	9,500
Other components of net periodic pension costs, net of tax	(792)	(1,232)
Net income	18,258	39,191
Less : Net loss attributable to noncontrolling interest, net of tax	(519)	(649)
Net income attributable to American National	\$ 18,777	\$ 39,840

Amounts available to American National common stockholders

Earnings per share		
Basic	\$ 0.70	\$ 1.48
Diluted	0.70	1.48
Cash dividends to common stockholders	0.82	0.82
Weighted average common shares outstanding	26,889,151	26,899,648
Weighted average common shares outstanding and dilutive potential common shares	26,964,355	26,972,128

See accompanying notes to the unaudited consolidated financial statements.

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(Unaudited and in thousands)

	Three months ended March 31,	
	2018	2017
Net income	\$ 18,258	\$ 39,191
Other comprehensive income (loss), net of tax		
Change in net unrealized gains (losses) on securities	(91,333)	55,912
Foreign currency transaction and translation adjustments	(366)	112
Defined benefit pension plan adjustment	789	1,534
Other comprehensive income (loss), net of tax	(90,910)	57,558
Total comprehensive income (loss)	(72,652)	96,749
Less: Comprehensive loss attributable to noncontrolling interest	(519)	(649)
Total comprehensive income (loss) attributable to American National	\$ (72,133)	\$ 97,398

AMERICAN NATIONAL INSURANCE COMPANY**CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**

(Unaudited and in thousands)

	Three months ended March 31,	
	2018	2017
Common Stock		
Balance at beginning and end of the period	\$ 30,832	\$ 30,832
Additional Paid-In Capital		
Balance as of January 1,	19,193	16,406
Reissuance of treasury shares	675	1,379
Amortization of restricted stock	201	207
Balance at end of the period	20,069	17,992
Accumulated Other Comprehensive Income (Loss)		
Balance as of January 1,	642,216	455,899
Cumulative effect of accounting change	(637,376)	
Other comprehensive income (loss)	(90,910)	57,558

Balance at end of the period	(86,070)	513,457
Retained Earnings		
Balance as of January 1,	4,656,134	4,250,818
Cumulative effect of accounting changes	697,307	
Net income attributable to American National	18,777	39,840
Cash dividends to common stockholders	(22,089)	(22,080)
Balance at end of the period	5,350,129	4,268,578
Treasury Stock		
Balance as of January 1,	(101,616)	(101,777)
Reissuance of treasury shares	70	182
Balance at end of the period	(101,546)	(101,595)
Noncontrolling Interest		
Balance as of January 1,	9,012	9,317
Contributions		224
Distributions	(397)	(246)
Net loss attributable to noncontrolling interest	(519)	(649)
Balance at end of the period	8,096	8,646
Total Equity	\$ 5,221,510	\$ 4,737,910

See accompanying notes to the unaudited consolidated financial statements.

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AMERICAN NATIONAL INSURANCE COMPANY
CONSOLIDATED STATEMENTS OF CASH FLOWS

(Unaudited and in thousands)

	Three months ended March 31,	
	2018	2017
OPERATING ACTIVITIES		
Net income	\$ 18,258	\$ 39,191
Adjustments to reconcile net income to net cash provided by operating activities		
Net realized investment gains	(2,099)	(14,008)
Other-than-temporary impairments	1,595	6,783
Accretion of premiums, discounts and loan origination fees	(2,325)	(2,661)
Net capitalized interest on policy loans and mortgage loans	(10,808)	(8,368)
Depreciation	12,992	14,981
Interest credited to policyholders' account balances	70,545	96,008
Charges to policyholders' account balances	(71,339)	(63,452)
Deferred federal income tax expense	3,294	14,939
Equity in (earnings) losses of unconsolidated affiliates	545	(9,500)
Distributions from equity method investments	245	410
Changes in		
Policyholder liabilities	44,688	39,136
Deferred policy acquisition costs	(16,966)	(9,487)
Reinsurance recoverables	5,784	29,163
Premiums due and other receivables	(15,247)	(16,257)
Prepaid reinsurance premiums	1,632	239
Accrued investment income	(6,106)	18
Current tax receivable/payable	37,221	(3,260)
Liability for retirement benefits	(2,511)	(3,366)
Fair value of option securities	14,166	(23,034)
Fair value of equity securities	32,630	
Other, net	3,882	22,604
Net cash provided by operating activities	120,076	110,079
INVESTING ACTIVITIES		
Proceeds from sale/maturity/prepayment of		
Held-to-maturity securities	152,587	203,445
Available-for-sale securities	136,481	118,007
Investment real estate	4,264	3,911
Mortgage loans	89,936	104,007
Policy loans	16,893	12,885
Other invested assets	20,527	14,404
Disposals of property and equipment		1,408
Distributions from unconsolidated affiliates	6,461	2,639

Payment for the purchase/origination of		
Held-to-maturity securities	(529,876)	(28,356)
Available-for-sale securities	(258,285)	(138,132)
Investment real estate	(16,052)	(7,829)
Mortgage loans	(247,555)	(212,561)
Policy loans	(5,976)	(6,201)
Other invested assets	(20,128)	(7,577)
Additions to property and equipment	(4,232)	(10,588)
Contributions to unconsolidated affiliates	(20,926)	(14,748)
Change in short-term investments	374,309	(219,723)
Change in collateral held for derivatives	(17,093)	14,062
Other, net	(5,058)	15,649
Net cash used in investing activities	(323,723)	(155,298)
FINANCING ACTIVITIES		
Policyholders' account deposits	461,788	393,369
Policyholders' account withdrawals	(282,386)	(322,746)
Change in notes payable	(70)	3,593
Dividends to stockholders	(22,089)	(22,080)
Payments to noncontrolling interest	(397)	(22)
Net cash provided by financing activities	156,846	52,114
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	(46,801)	6,895
Beginning of the period	375,837	289,338
End of the period	\$ 329,036	\$ 296,233

See accompanying notes to the unaudited consolidated financial statements.

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NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Note 1 Nature of Operations

American National Insurance Company and its consolidated subsidiaries (collectively American National or the Company) offer a broad spectrum of insurance products, including individual and group life insurance, annuities, health insurance, and property and casualty insurance. Business is conducted in all 50 states, the District of Columbia and Puerto Rico.

Note 2 Summary of Significant Accounting Policies and Practices

The consolidated financial statements and notes thereto have been prepared in conformity with U.S. generally accepted accounting principles (GAAP) and are reported in U.S. currency. American National consolidates entities that are wholly-owned and those in which American National owns less than 100% but controls, as well as variable interest entities in which American National is the primary beneficiary. Intercompany balances and transactions with consolidated entities have been eliminated. Investments in unconsolidated affiliates are accounted for using the equity method of accounting. Certain amounts in prior years have been reclassified to conform to current year presentation.

The interim consolidated financial statements and notes herein are unaudited and reflect all adjustments which management considers necessary for the fair presentation of the interim consolidated statements of financial position, operations, comprehensive income, changes in equity, and cash flows.

The interim consolidated financial statements and notes should be read in conjunction with the annual consolidated financial statements and notes thereto included in American National s Annual Report on Form 10-K as of and for the year ended December 31, 2017. The consolidated results of operations for the interim periods should not be considered indicative of results to be expected for the full year.

The preparation of the consolidated financial statements in conformity with GAAP requires the use of estimates and assumptions that affect the reported consolidated financial statement balances. Actual results could differ from those estimates.

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Note 3 Recently Issued Accounting Pronouncements

Future Adoption of New Accounting Standards The FASB issued the following accounting guidance relevant to American National:

In February 2016, the FASB issued guidance that will require significant changes to the statement of financial position of lessees. With certain limited exceptions, lessees will need to recognize virtually all of their leases on the statement of financial position, by recording a right-of-use asset and a lease liability. Lessor accounting is less affected by the standard, but has been updated to align with certain changes in the lessee model and the new revenue recognition standard. The standard is effective for annual periods and interim periods within those annual periods beginning after December 15, 2018. We are currently quantifying the expected gross up of our balance sheet for a right of use asset and a lease liability as required. Since the majority of our lease activity is as a lessor, we do not expect the adoption of the standard to be material to the Company's results of operations or financial position.

In June 2016, the FASB issued guidance that will significantly change how entities measure credit losses for most financial assets and certain other instruments that are not measured at fair value through net income. The guidance will replace the current incurred loss approach with an expected loss model for instruments measured at amortized cost. For available-for-sale debt securities, entities will be required to record allowances rather than reduce the carrying amount, as they do under the current other-than-temporary impairment model. The standard is effective for annual periods and interim periods within those annual periods beginning after December 15, 2019. The Company must develop appropriate models to measure expected credit losses to begin determining the impact of adopting the standard on our results of operations or financial position.

In February 2018, the FASB issued guidance that allows for a reclassification from accumulated other comprehensive income to retained earnings for stranded tax effects resulting from the Tax Cuts and Jobs Act. The standard is effective for annual periods and interim periods within those annual periods beginning after December 15, 2018. The Company plans to adopt the standard effective January 1, 2019. The guidance changes equity presentation only and will not have an impact on the Company's consolidated financial position, results of operations, equity or cash flows.

Adoption of New Accounting Standards

In May 2014, the FASB issued guidance that superseded most existing revenue recognition requirements in GAAP. Insurance contracts generally are excluded from the scope of the guidance. For those contracts which are impacted, the transaction price is attributed to the underlying performance obligations in the contract and revenue is recognized as the entity satisfies the performance obligations and transfers control of a good or service to the customer. The Company's revenues include premium, other policy revenue, net investment income, realized investment gains, and other income. Other income includes fee income which is recognized when obligations under the terms specified within a contract with a customer are either (1) satisfied at a point in time or (2) the progress of completion is measured over a period of time as the obligation is performed using the input method. The Company adopted the standard on its required effective date of January 1, 2018 using the modified retrospective approach. The majority of our revenue sources are insurance related and not in the scope of the guidance. The adoption of the standard did not have a material impact on the Company's consolidated financial position, results of operations, equity or cash flows as of the adoption date or for the three months ended March 31, 2018.

Table of Contents**Note 3 Recently Issued Accounting Pronouncements (Continued)****Adoption of New Accounting Standards (Continued)**

In January 2016, the FASB issued guidance that changed certain aspects of recognition, measurement, presentation, and disclosure of financial instruments. The new guidance requires that equity investments, other than those accounted for under the equity method or those that result in consolidation of the investee, be measured at fair value and the changes in fair value are recognized through earnings. When the fair value option has been elected for financial liabilities, changes in fair value due to instrument-specific credit risk will be recognized separately in other comprehensive income. The guidance also simplifies the impairment assessment of equity investments and eliminates the disclosure requirements for methods and significant assumptions used to estimate fair value of financial instruments that are measured at amortized cost on the statement of financial position. The Company adopted the standard on its required effective date of January 1, 2018 using a modified retrospective approach. Upon adoption, cumulative unrealized gains and losses on equity securities of \$667.7 million, partially offset by participating policyholders' interest related to unrealized gains and losses on equity securities of \$30.4 million, net of tax were reclassified from accumulated other comprehensive income to retained earnings. Net investment income decreased \$32.6 million from the change in unrealized gains and losses on equity securities for the three months ended March 31, 2018.

In October of 2016, the FASB issued guidance requiring an entity to recognize the income tax consequences of an intra-entity transfer of an asset other than inventory when the transfer occurs. Whereas, prior guidance prohibited the recognition of current and deferred income taxes for an intra-entity asset transfer until the asset was sold to an outside party. The Company adopted the standard on its required effective date of January 1, 2018 using a modified retrospective approach. Upon adoption, an other liability was released and retained earnings increased by \$59.9 million. The adoption of the standard did not have a material impact on the Company's consolidated financial position, results of operations, equity or cash flows for the three months ended March 31, 2018.

In March 2017, the FASB issued guidance on the presentation of net periodic pension and postretirement benefit costs. The guidance requires the service cost component to be reported in the same line item as other compensation costs. All other components of net periodic pension cost are required to be presented in the income statement separately from the service cost component and outside of income from operations. The Company adopted the standard on its required effective date of January 1, 2018 using a retrospective approach. Upon adoption, other components of net periodic pension costs of \$1,232 net of tax for the three months ended March 31, 2017, were reclassified from other operating expenses. The guidance changed presentation only and did not have an impact on the Company's consolidated financial position, results of operations, equity or cash flows. Since the Company's defined benefit plans have been frozen, the components of net periodic benefit cost have not materially changed from year-end 2017.

Table of Contents**Note 4 Investment in Securities**

The cost or amortized cost and fair value of investments in securities are shown below (in thousands):

	March 31, 2018			
	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Fair Value
Fixed maturity securities, bonds held-to-maturity				
U.S. states and political subdivisions	\$ 269,946	\$ 8,924	\$ (204)	\$ 278,666
Foreign governments	3,999	523		4,522
Corporate debt securities	7,372,239	112,160	(78,867)	7,405,532
Residential mortgage-backed securities	267,929	7,679	(2,517)	273,091
Collateralized debt securities	597	22		619
Other debt securities	1,263	31		1,294
Total bonds held-to-maturity	7,915,973	129,339	(81,588)	7,963,724
Fixed maturity securities, bonds available-for-sale				
U.S. treasury and government	28,483	403	(274)	28,612
U.S. states and political subdivisions	859,090	16,478	(3,856)	871,712
Foreign governments	5,000	1,287		6,287
Corporate debt securities	5,173,405	83,455	(53,795)	5,203,065
Residential mortgage-backed securities	31,708	390	(546)	31,552
Collateralized debt securities	3,085	702	(5)	3,782
Total bonds available-for-sale	6,100,771	102,715	(58,476)	6,145,010
Equity securities				
Common stock	758,422	1,002,501	(11,545)	1,749,378
Preferred stock	18,318	3,657	(600)	21,375
Total equity securities	776,740	1,006,158	(12,145)	1,770,753
Total investments in securities	\$ 14,793,484	\$ 1,238,212	\$ (152,209)	\$ 15,879,487

	December 31, 2017			
	Cost or Amortized Cost	Gross Unrealized Gains	Gross Unrealized (Losses)	Fair Value
Fixed maturity securities, bonds held-to-maturity				
U.S. states and political subdivisions	\$ 266,966	\$ 12,466	\$ (37)	\$ 279,395
Foreign governments	4,011	582		4,593

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Corporate debt securities	7,032,464	217,883	(18,020)	7,232,327
Residential mortgage-backed securities	246,803	9,702	(1,262)	255,243
Collateralized debt securities	923	31		954
Other debt securities	1,792	49		1,841
Total bonds held-to-maturity	7,552,959	240,713	(19,319)	7,774,353
Fixed maturity securities, bonds available-for-sale				
U.S. treasury and government	27,569	475	(146)	27,898
U.S. states and political subdivisions	866,250	31,621	(824)	897,047
Foreign governments	5,000	1,460		6,460
Corporate debt securities	5,038,908	170,112	(16,093)	5,192,927
Residential mortgage-backed securities	15,009	37	(329)	14,717
Collateralized debt securities	3,171	651	(4)	3,818
Other debt securities	1,994	447		2,441
Total bonds available-for-sale	5,957,901	204,803	(17,396)	6,145,308
Equity securities				
Common stock	738,453	1,029,340	(7,166)	1,760,627
Preferred stock	19,130	4,469		23,599
Total equity securities	757,583	1,033,809	(7,166)	1,784,226
Total investments in securities	\$ 14,268,443	\$ 1,479,325	\$ (43,881)	\$ 15,703,887

Table of Contents**Note 4 Investment in Securities (Continued)**

The amortized cost and fair value, by contractual maturity, of fixed maturity securities are shown below (in thousands):

	March 31, 2018			
	Bonds Held-to-Maturity		Bonds Available-for-Sale	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Due in one year or less	\$ 226,948	\$ 229,707	\$ 137,593	\$ 139,037
Due after one year through five years	4,349,837	4,415,709	2,228,746	2,265,488
Due after five years through ten years	2,758,080	2,740,046	3,172,783	3,178,309
Due after ten years	581,108	578,262	561,649	562,176
Total	\$ 7,915,973	\$ 7,963,724	\$ 6,100,771	\$ 6,145,010

Actual maturities differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties. Residential and commercial mortgage-backed securities, which are not due at a single maturity, have been allocated to their respective categories based on the year of final contractual maturity.

Proceeds from sales of available-for-sale securities, with the related gross realized gains and losses, are shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Proceeds from sales of available-for-sale securities	\$ 47,181	\$ 27,723
Gross realized gains	1,424	10,826
Gross realized losses	(555)	(6)

Gains and losses are determined using specific identification of the securities sold. During the three months ended March 31, 2018 and 2017, bonds with a carrying value of \$34,850,000 and \$15,000,000, respectively, were transferred from held-to-maturity to available-for-sale after a significant deterioration in the issuers' credit worthiness became evident. A realized loss of \$6,000,000 was recorded in 2017 on a bond that was transferred due to an other-than-temporary impairment.

The components of the change in net unrealized gains (losses) on debt securities are shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Bonds available-for-sale	\$ (143,168)	\$ 36,075
Adjustments for		

Deferred policy acquisition costs	20,054	(5,444)
Participating policyholders interest	6,953	(4,971)
Deferred federal income tax benefit (expense)	24,828	(8,290)

Change in net unrealized gains (losses) on debt securities, net of tax	\$ (91,333)	\$ 17,370
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The components of the change in unrealized gains (losses) on equity securities are shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Net gains (losses) on equity securities	\$ (31,575)	\$ 70,656
Less: Net gains on equity securities sold	(1,055)	(11,360)
Unrealized gains (losses) on equity securities	\$ (32,630)	\$ 59,296

Table of Contents**Note 4 Investment in Securities (Continued)**

The gross unrealized losses and fair value of the investment securities, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, are shown below (in thousands):

	Less than 12 months		March 31, 2018 12 Months or more		Total	
	Unrealized (Losses)	Fair Value	Unrealized (Losses)	Fair Value	Unrealized (Losses)	Fair Value
Fixed maturity securities, bonds held-to-maturity						
U.S. states and political subdivisions	\$ (204)	\$ 40,410	\$	\$	\$ (204)	\$ 40,410
Corporate debt securities	(68,999)	2,869,097	(9,868)	156,182	(78,867)	3,025,279
Residential mortgage-backed securities	(1,430)	104,506	(1,087)	17,564	(2,517)	122,070
Total bonds held-to-maturity	(70,633)	3,014,013	(10,955)	173,746	(81,588)	3,187,759
Fixed maturity securities, bonds available-for-sale						
U.S. treasury and government	(271)	15,456	(3)	4,221	(274)	19,677
U.S. states and political subdivisions	(2,455)	183,318	(1,401)	27,197	(3,856)	210,515
Corporate debt securities	(41,341)	1,895,863	(12,454)	146,268	(53,795)	2,042,131
Residential mortgage-backed securities	(405)	27,023	(141)	1,359	(546)	28,382
Collateralized debt securities	(1)	159	(4)	123	(5)	282
Total bonds available-for-sale	(44,473)	2,121,819	(14,003)	179,168	(58,476)	2,300,987
Equity securities						
Common stock	(11,545)	76,088			(11,545)	76,088
Preferred stock	(600)	5,000			(600)	5,000
Total equity securities	(12,145)	81,088			(12,145)	81,088
Total	\$ (127,251)	\$ 5,216,920	\$ (24,958)	\$ 352,914	\$ (152,209)	\$ 5,569,834

	Less than 12 months		December 31, 2017 12 Months or more		Total	
	Unrealized (Losses)	Fair Value	Unrealized (Losses)	Fair Value	Unrealized (Losses)	Fair Value

Fixed maturity securities, bonds held-to-maturity						
U.S. states and political subdivisions	\$ (37)	\$ 1,937	\$	\$	\$ (37)	\$ 1,937
Corporate debt securities	(8,444)	951,425	(9,576)	192,737	(18,020)	1,144,162
Residential mortgage-backed securities	(325)	49,283	(937)	18,888	(1,262)	68,171
Total bonds held-to-maturity	(8,806)	1,002,645	(10,513)	211,625	(19,319)	1,214,270
Fixed maturity securities, bonds available-for-sale						
U.S. treasury and government	(141)	20,352	(5)	3,875	(146)	24,227
U.S. states and political subdivisions	(160)	27,669	(664)	28,010	(824)	55,679
Corporate debt securities	(6,657)	559,710	(9,436)	159,532	(16,093)	719,242
Residential mortgage-backed securities	(193)	12,419	(136)	1,428	(329)	13,847
Collateralized debt securities			(4)	123	(4)	123
Total bonds available-for-sale	(7,151)	620,150	(10,245)	192,968	(17,396)	813,118
Equity securities						
Common stock	(7,166)	60,391			(7,166)	60,391
Total equity securities	(7,166)	60,391			(7,166)	60,391
Total	\$ (23,123)	\$ 1,683,186	\$ (20,758)	\$ 404,593	\$ (43,881)	\$ 2,087,779

As of March 31, 2018, the securities with unrealized losses including those exceeding one year were not deemed to be other-than-temporarily impaired. American National has the ability and intent to hold those securities until a market price recovery or maturity. It is more-likely-than-not that American National will not be required to sell them prior to recovery, and recovery is expected in a reasonable period of time. It is possible an issuer's financial circumstances may be different in the future, which may lead to a different impairment conclusion in future periods.

Table of Contents**Note 4 Investment in Securities (Continued)**

The following table identifies the total bonds distributed by credit quality rating (in thousands, except percentages):

	March 31, 2018			December 31, 2017		
	Amortized Cost	Estimated Fair Value	% of Fair Value	Amortized Cost	Estimated Fair Value	% of Fair Value
AAA	\$ 631,251	\$ 646,046	4.6%	\$ 638,039	\$ 664,396	4.8%
AA	1,239,163	1,256,909	8.9	1,220,544	1,264,282	9.0
A	5,041,380	5,061,204	35.9	4,856,802	4,997,574	35.9
BBB	6,575,551	6,631,221	47.0	6,273,220	6,480,719	46.6
BB and below	529,399	513,354	3.6	522,255	512,690	3.7
Total	\$ 14,016,744	\$ 14,108,734	100.0%	\$ 13,510,860	\$ 13,919,661	100.0%

Equity securities by market sector distribution are shown below:

	March 31, 2018	December 31, 2017
Consumer goods	20.1%	20.2%
Energy and utilities	8.1	8.6
Finance	21.3	21.9
Healthcare	11.5	11.8
Industrials	9.6	9.5
Information technology	20.8	20.0
Other	8.6	8.0
Total	100.0%	100.0%

Note 5 Mortgage Loans

Generally, commercial mortgage loans are secured by first liens on income-producing real estate. American National attempts to maintain a diversified portfolio by considering the location of the underlying collateral. The distribution based on carrying amount of mortgage loans by location is as follows:

	March 31, 2018	December 31, 2017
East North Central	15.2%	15.4%
East South Central	3.0	3.1
Mountain	15.2	14.0
Pacific	16.7	16.5
South Atlantic	13.5	14.1

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West South Central	29.0	29.8
Other	7.4	7.1
Total	100.0%	100.0%

For the three months ended March 31, 2018, American National foreclosed on two loans with recorded investments of \$1,940,000 and \$8,376,000. Three loans with a total recorded investment of \$12,635,000 were in the process of foreclosure. For the year ended December 31, 2017, American National foreclosed on one loan with a recorded investment of \$2,285,000, and four loans with a total recorded investment of \$17,263,000 were in the process of foreclosure. American National did not sell any loans during the three months ended March 31, 2018 or during the year ended December 31, 2017.

Table of Contents**Note 5 Mortgage Loans (Continued)**

The age analysis of past due loans is shown below (in thousands):

March 31, 2018	30-59 Days Past Due	60-89 Days Past Due	More Than 90 Days	Total	Current	Total Amount	Percent
Industrial	\$ 28,822	\$	\$	\$ 28,822	\$ 778,680	\$ 807,502	16.4
Office	7,509	5,708	6,432	19,649	1,806,365	1,826,014	37.0
Retail					759,257	759,257	15.4
Other		15,102		15,102	1,530,221	1,545,323	31.2
Total	\$ 36,331	\$ 20,810	\$ 6,432	\$ 63,573	\$ 4,874,523	\$ 4,938,096	100.0
Allowance for loan losses						(18,055)	
Total, net of allowance						\$ 4,920,041	
December 31, 2017							
Industrial	\$ 4,985	\$	\$	\$ 4,985	\$ 781,385	\$ 786,370	16.5
Office		10,713	8,881	19,594	1,764,151	1,783,745	37.4
Retail					750,979	750,979	15.7
Other					1,447,771	1,447,771	30.4
Total	\$ 4,985	\$ 10,713	\$ 8,881	\$ 24,579	\$ 4,744,286	\$ 4,768,865	100.0
Allowance for loan losses						(18,866)	
Total, net of allowance						\$ 4,749,999	

Total mortgage loans are calculated net of unamortized purchase discounts. There were no unamortized purchase discounts for the three months ended March 31, 2018 or during the year ended December 31, 2017. Total mortgage loans were also net of unamortized origination fees of \$31,923,000 and \$32,766,000 at March 31, 2018 and December 31, 2017, respectively. No unearned income is included in these amounts.

Allowance for Credit Losses

A loan is considered impaired when it is probable that all amounts due will not be collected according to the contractual terms of the loan agreement. Mortgage loans with temporary difficulties are not considered impaired when the borrower has the financial capacity to fund revenue shortfalls from the properties for the foreseeable future. Individual valuation allowances are established for impaired loans to reduce the carrying value to the fair value of the collateral. Loans not evaluated individually for collectability are segregated by property-type and location, and allowance factors are applied. These factors are developed based on our historical loss experience adjusted for the expected trend in the rate of foreclosure losses. Allowance factors are higher for loans of certain property types and in certain regions based on loss experience or a blended historical loss factor.

The change in allowance for credit losses in mortgage loans is shown below (in thousands, except number of loans):

	Collectively Evaluated for Impairment			Individually Impaired			Total		
	Number of Loans	Recorded Investment	Valuation Allowance	Number of Loans	Recorded Investment	Valuation Allowance	Number of Loans	Recorded Investment	Valuation Allowance
Beginning balance, 2018	451	\$ 4,762,315	16,041	3	\$ 6,550	2,825	454	\$ 4,768,865	\$ 18,866
Change in allowance			(302)						(302)
Net change in recorded investment	6	171,171		(1)	(1,940)	(509)	5	169,231	(509)
Ending balance at March 31, 2018	457	\$ 4,933,486	\$ 15,739	2	\$ 4,610	\$ 2,316	459	\$ 4,938,096	\$ 18,055

Table of Contents**Note 5 Mortgage Loans (Continued)****Troubled Debt Restructurings**

American National has granted concessions which are classified as troubled debt restructurings to certain mortgage loan borrowers. Concessions are generally one of, or a combination of, a delay in payment of principal or interest, a reduction of the contractual interest rate or an extension of the maturity date. American National considers the amount, timing and extent of concessions in determining any impairment or changes in the specific allowance for loan losses recorded in connection with a troubled debt restructuring. The carrying value after specific allowance, before and after modification in a troubled debt restructuring, may not change significantly, or may increase if the expected recovery is higher than the pre-modification recovery assessment.

Troubled debt restructuring mortgage loan information is as follows (in thousands, except number of loans):

	Three months ended March 31,			
	2018		2017	
	Recorded Number of loans	Recorded investment pre- investment post- modification	Recorded Number of loans	Recorded investment pre- investment post- modification
Other (hotel/motel)	\$	\$	5	\$ 24,801
Total	\$	\$	5	\$ 24,801

There are no loans determined to be troubled debt restructurings for the three months from year end to March 31, 2018.

Note 6 Real Estate and Other Investments

Investment real estate by property-type and geographic distribution are as follows:

	March 31, 2018	December 31, 2017
Industrial	5.6%	6.0%
Office	40.2	39.0
Retail	39.2	39.3
Other	15.0	15.7
Total	100.0%	100.0%

	March 31, 2018	December 31, 2017
East North Central	6.0%	6.1%

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East South Central	4.0	3.6
Mountain	13.0	13.2
Pacific	8.3	8.5
South Atlantic	15.3	14.0
West South Central	51.0	52.4
Other	2.4	2.2
Total	100.0%	100.0%

Table of Contents**Note 6 Real Estate and Other Investments (Continued)**

American National regularly invests in real estate partnerships and joint ventures. American National frequently participates in the design of these entities with the sponsor, but in most cases, its involvement is limited to financing. Through analysis performed by American National, some of these partnerships and joint ventures have been determined to be variable interest entities (VIEs). In certain instances, in addition to an economic interest in the entity, American National holds the power to direct the most significant activities of the entity and is deemed the primary beneficiary or consolidator of the entity. The assets of the consolidated VIEs are restricted and must first be used to settle their liabilities. Creditors or beneficial interest holders of these VIEs have no recourse to the general credit of American National, as American National's obligation is limited to the amount of its committed investment. American National has not provided financial or other support to the VIEs in the form of liquidity arrangements, guarantees, or other commitments to third parties that may affect the fair value or risk of its variable interest in the VIEs in 2018 or 2017.

The assets and liabilities relating to the VIEs included in the consolidated financial statements are as follows (in thousands):

	March 31, 2018	December 31, 2017
Investment real estate	\$ 146,533	\$ 148,456
Short-term investments	500	501
Cash and cash equivalents	9,722	6,320
Other receivables	5,071	4,461
Other assets	13,628	15,920
Total assets of consolidated VIEs	\$ 175,454	\$ 175,658
Notes payable	\$ 137,389	\$ 137,458
Other liabilities	8,887	5,616
Total liabilities of consolidated VIEs	\$ 146,276	\$ 143,074

The notes payable in the consolidated statements of financial position pertain to the borrowings of the consolidated VIEs. The liability of American National relating to notes payable of the consolidated VIEs is limited to the amount of its direct or indirect investment in the respective ventures, which totaled \$27,952,000 and \$28,377,000 at March 31, 2018 and December 31, 2017, respectively.

The total long-term notes payable of the consolidated VIEs consists of the following (in thousands):

Interest rate	Maturity	March 31, 2018	December 31, 2017
LIBOR	2020	\$ 10,129	\$ 9,702
90 day LIBOR + 2.5%	2021	40,342	40,124
4% fixed	2022	86,918	87,632

Total	\$	137,389	\$	137,458
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Table of Contents**Note 6 Real Estate and Other Investments (Continued)**

For other VIEs in which American National is a partner, it is not the primary beneficiary, and these entities are not consolidated, as the major decisions that most significantly impact the economic activities of the VIE require consent of all partners. The carrying amount and maximum exposure to loss relating to unconsolidated VIEs follows (in thousands):

	March 31, 2018		December 31, 2017	
	Carrying Amount	Maximum Exposure to Loss	Carrying Amount	Maximum Exposure to Loss
Investment in unconsolidated affiliates	\$ 322,797	\$ 322,797	\$ 314,808	\$ 314,808
Mortgage loans	557,195	557,195	493,014	493,014
Accrued investment income	2,128	2,128	1,817	1,817

As of March 31, 2018, no real estate investments were classified as held for sale.

Note 7 Derivative Instruments

American National purchases over-the-counter equity-indexed options as economic hedges against fluctuations in the equity markets to which equity-indexed products are exposed. These options are not designated as hedging instruments for accounting purposes under U.S. GAAP. Equity-indexed contracts include a fixed host universal-life insurance or annuity contract and an equity-indexed embedded derivative. The detail of derivative instruments is shown below (in thousands, except number of instruments):

Derivatives Not Designated	Location in the Consolidated	March 31, 2018			December 31, 2017		
		Number of Instruments	Notional Amounts	Estimated Fair Value	Number of Instruments	Notional Amounts	Estimated Fair Value
as Hedging Instruments	Statements of Financial Position						
Equity-indexed options	Other invested assets	488	\$ 2,086,850	\$ 204,308	468	\$ 1,885,600	\$ 220,190
Equity-indexed embedded derivative	Policyholders account balances	80,420	1,976,400	535,641	76,621	1,819,523	512,520

Derivatives Not Designated	Location in the Consolidated	Gains (Losses) Recognized in Income on Derivatives	
		Three months ended March 31,	
as Hedging Instruments	Statements of Operations	2018	2017
Equity-indexed options	Net investment income	\$ (14,145)	\$ 23,133
Equity-indexed embedded derivative	Interest credited to policyholders account balances	13,436	(25,127)

Table of Contents**Note 7 Derivative Instruments (Continued)**

The Company's use of derivative instruments exposes it to credit risk in the event of non-performance by the counterparties. The Company has a policy of only dealing with counterparties we believe are credit worthy and obtaining sufficient collateral where appropriate, as a means of mitigating the financial loss from defaults. The non-performance risk is the net counterparty exposure based on the fair value of the open contracts, less collateral held. The Company maintains master netting agreements with its current active trading partners. As such, a right of offset has been applied to collateral that supports credit risk and has been recorded in the consolidated statements of financial position as an offset to Other invested assets with an associated payable to Other liabilities for excess collateral.

Information regarding the Company's exposure to credit loss on the options it holds is presented below (in thousands):

Counterparty	Moody/S&P Rating	Options Fair Value	Collateral Held	March 31, 2018 Collateral Amounts used to		Exposure Net of Collateral
				Offset Exposure	Excess Collateral	
Barclays	Baa2/BBB	\$ 49,066	\$ 49,443	\$ 49,066	\$ 377	\$
Goldman-Sachs	A3/BBB+	927	1,030	927	103	
ING	Baa1/A-	25,617	25,890	25,617	273	
JP Morgan	A3/A-	190				190
Morgan Stanley	A3/BBB+	14,535	14,396	14,396		139
NATIXIS*	A2/A	38,140	36,980	36,980		1,160
SunTrust	Baa1/BBB+	36,763	34,040	34,040		2,723
Wells Fargo	A2/A-	39,070	37,310	37,310		1,760
Total		\$ 204,308	\$ 199,089	\$ 198,336	\$ 753	\$ 5,972

Counterparty	Moody/S&P Rating	Options Fair Value	Collateral Held	December 31, 2017 Collateral Amounts used to		Exposure Net of Collateral
				Offset Exposure	Excess Collateral	
Barclays	Baa2/BBB	\$ 55,215	\$ 56,883	\$ 55,215	\$ 1,668	\$
Goldman-Sachs	A3/BBB+	956	780	780		176
ING	Baa1/A-	26,650	27,330	26,650	680	
JP Morgan	A3/A-	189				189
Morgan Stanley	A3/BBB+	17,490	18,776	17,490	1,286	
NATIXIS*	A2/A	37,550	33,860	33,860		3,690
SunTrust	Baa1/BBB+	37,266	36,560	36,560		706
Wells Fargo	A2/A	44,874	47,230	44,874	2,356	

Total	\$ 220,190	\$ 221,419	\$ 215,429	\$ 5,990	\$ 4,761
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* *Includes collateral restrictions.*

Table of Contents**Note 8 Net Investment Income and Realized Investment Gains (Losses)**

Net investment income is shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Bonds	\$ 140,095	\$ 134,350
Dividends on equity securities	9,440	8,732
Net unrealized losses on equity securities	(32,630)	
Mortgage loans	63,868	57,704
Real estate	4,283	(1,195)
Options	(14,145)	23,133
Other invested assets	5,128	5,779
Total	\$ 176,039	\$ 228,503

Realized investment gains (losses) are shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Bonds	\$ 667	\$ 3,504
Equity securities	1,055	11,360
Mortgage loans	302	(1,626)
Real estate	83	788
Other invested assets	(8)	(18)
Total	\$ 2,099	\$ 14,008

Other-than-temporary impairment losses are shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Bonds	\$	\$ (6,000)
Equity securities	(1,595)	(783)
Total	\$ (1,595)	\$ (6,783)

Table of Contents**Note 9 Fair Value of Financial Instruments**

The carrying amount and fair value of financial instruments are shown below (in thousands):

	March 31, 2018		December 31, 2017	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
Financial assets				
Fixed maturity securities, bonds held-to-maturity	\$ 7,915,973	\$ 7,963,724	\$ 7,552,959	\$ 7,774,353
Fixed maturity securities, bonds available-for-sale	6,145,010	6,145,010	6,145,308	6,145,308
Equity securities	1,770,753	1,770,753	1,784,226	1,784,226
Equity-indexed options	204,308	204,308	220,190	220,190
Mortgage loans on real estate, net of allowance	4,920,041	4,961,466	4,749,999	4,811,006
Policy loans	374,930	374,930	377,103	377,103
Short-term investments	284,456	284,456	658,765	658,765
Separate account assets	939,605	939,605	969,764	969,764
Total financial assets	\$ 22,555,076	\$ 22,644,252	\$ 22,458,314	\$ 22,740,715
Financial liabilities				
Investment contracts	\$ 9,844,880	\$ 9,844,880	\$ 8,990,771	\$ 8,990,771
Embedded derivative liability for equity-indexed contracts	535,641	535,641	512,526	512,526
Notes payable	137,389	137,389	137,458	137,458
Separate account liabilities	939,605	939,605	969,764	969,764
Total financial liabilities	\$ 11,457,515	\$ 11,457,515	\$ 10,610,519	\$ 10,610,519

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability. A fair value hierarchy is used to determine fair value based on a hypothetical transaction at the measurement date from the perspective of a market participant. American National has evaluated the types of securities in its investment portfolio to determine an appropriate hierarchy level based upon trading activity and the observability of market inputs. The classification of assets or liabilities within the fair value hierarchy is based on the lowest level of significant input to its valuation. The input levels are defined as follows:

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2 Quoted prices in markets that are not active or inputs that are observable directly or indirectly. Level 2 inputs include quoted prices for similar assets or liabilities other than quoted prices in Level 1; quoted prices in markets that are not active; or other inputs that are observable or can be derived principally from or corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 Unobservable inputs that are supported by little or no market activity and are significant to the fair value of the assets or liabilities. Unobservable inputs reflect American National's own assumptions about the assumptions that market participants would use in pricing the asset or liability. Level 3 assets and liabilities

include financial instruments whose values are determined using pricing models and third-party evaluation, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

Fixed Maturity Securities and Equity Options American National utilizes a pricing service to estimate fair value measurements. The estimates of fair value for most fixed maturity securities, including municipal bonds, provided by the pricing service are disclosed as Level 2 measurements as the estimates are based on observable market information rather than market quotes.

Table of Contents**Note 9 Fair Value of Financial Instruments (Continued)**

The pricing service utilizes market quotations for fixed maturity securities that have quoted prices in active markets. Since fixed maturity securities generally do not trade on a daily basis, the pricing service prepares estimates of fair value measurements for these securities using its proprietary pricing applications, which include available relevant market information, benchmark curves, benchmarking of like securities, sector groupings and matrix pricing. Additionally, an option adjusted spread model is used to develop prepayment and interest rate scenarios.

The pricing service evaluates each asset class based on relevant market information, credit information, perceived market movements and sector news. The market inputs utilized in the pricing evaluation, listed in the approximate order of priority, include: benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, reference data, and economic events. The extent of the use of each market input depends on the asset class and the market conditions. Depending on the security, the priority of the use of inputs may change or some market inputs may not be relevant. For some securities, additional inputs may be necessary.

American National has reviewed the inputs and methodology used and the techniques applied by the pricing service to produce quotes that represent the fair value of a specific security. The review confirms that the pricing service is utilizing information from observable transactions or a technique that represents a market participant's assumptions. American National does not adjust quotes received from the pricing service. The pricing service utilized by American National has indicated that they will only produce an estimate of fair value if there is objectively verifiable information available.

American National holds a small amount of private placement debt and fixed maturity securities that have characteristics that make them unsuitable for matrix pricing. For these securities, a quote from an independent broker (typically a market maker) is obtained. Due to the disclaimers on the quotes that indicate that the price is indicative only, American National includes these fair value estimates in Level 3.

For securities priced using a quote from an independent broker, such as the equity-indexed options and certain fixed maturity securities, American National uses a market-based fair value analysis to validate the reasonableness of prices received. Price variances above a certain threshold are analyzed further to determine if any pricing issue exists. This analysis is performed quarterly.

Equity Securities For publicly-traded equity securities, prices are received from a nationally recognized pricing service that are based on observable market transactions, and these securities are classified as Level 1 measurements. For certain preferred stock, current market quotes in active markets are unavailable. In these instances, an estimate of fair value is received from the pricing service. The service utilizes similar methodologies to price preferred stocks as it does for fixed maturity securities. These estimates are disclosed as Level 2 measurements. American National tests the accuracy of the information provided by reference to other services regularly.

Mortgage Loans The fair value of mortgage loans is estimated using discounted cash flow analyses on a loan by loan basis by applying a discount rate to expected cash flows from future installment and balloon payments. The discount rate takes into account general market trends and specific credit risk trends for the individual loan. Factors used to arrive at the discount rate include inputs from spreads based on U.S. Treasury notes and the loan's credit quality, region, property type, lien priority, payment type and current status.

Table of Contents**Note 9 Fair Value of Financial Instruments (Continued)**

Embedded Derivative The amounts reported within policyholder contract deposits include equity linked interest crediting rates based on the S&P 500 index within index annuities and indexed life. The following unobservable inputs are used for measuring the fair value of the embedded derivatives associated with the policyholder contract liabilities:

Lapse rate assumptions are determined by company experience. Lapse rates are generally assumed to be lower during a contract's surrender charge period and then higher once the surrender charge period has ended. Decreases to the assumed lapse rates generally increase the fair value of the liability as more policyholders persist to collect the crediting interest pertaining to the indexed product. Increases to the lapse rate assumption will have the inverse effect decreasing the fair value.

Mortality rate assumptions vary by age and by gender based on company and industry experience. Decreases to the assumed mortality rates increase the fair value of the liabilities as more policyholders earn crediting interest. Increases to the assumed mortality rates decrease the fair value as higher decrements reduce the potential for future interest credits.

Equity volatility assumptions begin with current market volatilities and grow to long-term values. Increases to the assumed volatility will increase the fair value of liabilities, as future projections will produce higher increases in the linked index. At March 31, 2018 and December 31, 2017, the one year implied volatility used to estimate embedded derivative value was 18.0% and 13.7%, respectively.

Fair values of indexed life and annuity liabilities are calculated using the discounted cash flow technique. Shown below are the significant unobservable inputs used to calculate the Level 3 fair value of the embedded derivatives within policyholder contract deposits (in millions, except range percentages):

	Fair Value		Unobservable Input	Range
	March 31, 2018	December 31, 2017		
Indexed Annuities	\$ 524.7	\$ 498.3	Lapse Rate	1-66%
			Mortality Multiplier	90-100%
			Equity Volatility	7-30%
Indexed Life	10.9	14.2	Equity Volatility	7-30%

Other Financial Instruments Other financial instruments classified as Level 3 measurements, as there is little or no market activity, are as follows:

Policy loans The carrying value of policy loans is the outstanding balance plus any accrued interest. Due to the collateralized nature of policy loans such that they cannot be separated from the policy contracts, the unpredictable timing of repayments and the fact that settlement is at outstanding value, American National believes the carrying value of policy loans approximates fair value.

Investment contracts The carrying value of investment contracts is equivalent to the accrued account balance. The accrued account balance consists of deposits, net of withdrawals, plus or minus interest credited, fees and charges assessed and other adjustments. American National believes that the carrying value of investment contracts approximates fair value because the majority of these contracts interest rates reset at anniversary.

Notes payable Notes payable are carried at outstanding principal balance. The carrying value of the notes payable approximates fair value because the underlying interest rates approximate market rates at the balance sheet date.

Table of Contents**Note 9 Fair Value of Financial Instruments (Continued)****Quantitative Disclosures**

The fair value hierarchy measurements of the financial instruments are shown below (in thousands):

	Fair Value Measurement as of March 31, 2018			
	Total Fair Value	Level 1	Level 2	Level 3
Financial assets				
Fixed maturity securities, bonds held-to-maturity				
U.S. states and political subdivisions	\$ 278,666	\$	\$ 278,666	\$
Foreign governments	4,522		4,522	
Corporate debt securities	7,405,532		7,405,532	
Residential mortgage-backed securities	273,091		273,091	
Collateralized debt securities	619		619	
Other debt securities	1,294		1,294	
Total bonds held-to-maturity	7,963,724		7,963,724	
Fixed maturity securities, bonds available-for-sale				
U.S. treasury and government	28,612		28,612	
U.S. states and political subdivisions	871,712		871,712	
Foreign governments	6,287		6,287	
Corporate debt securities	5,203,065		5,203,065	
Residential mortgage-backed securities	31,552		31,552	
Collateralized debt securities	3,782		3,782	
Total bonds available-for-sale	6,145,010		6,145,010	
Equity securities				
Common stock	1,749,378	1,749,260		118
Preferred stock	21,375	21,375		
Total equity securities	1,770,753	1,770,635		118
Options	204,308			204,308
Mortgage loans on real estate	4,961,466		4,961,466	
Policy loans	374,930			374,930
Short-term investments	284,456		284,456	
Separate account assets	939,605		939,605	
Total financial assets	\$ 22,644,252	\$ 1,770,635	\$ 20,294,261	\$ 579,356

Financial liabilities				
Investment contracts	\$ 9,844,880	\$	\$	\$ 9,844,880
Embedded derivative liability for equity-indexed contracts	535,641			535,641
Notes payable	137,389			137,389
Separate account liabilities	939,605		939,605	
Total financial liabilities	\$ 11,457,515	\$	\$ 939,605	\$ 10,517,910

Table of Contents**Note 9 Fair Value of Financial Instruments (Continued)**

	Fair Value Measurement as of December 31, 2017			
	Fair Value	Level 1	Level 2	Level 3
Financial assets				
Fixed maturity securities, bonds held-to-maturity				
U.S. states and political subdivisions	\$ 279,395	\$	\$ 276,450	\$ 2,945
Foreign governments	4,593		4,593	
Corporate debt securities	7,232,327		7,232,327	
Residential mortgage-backed securities	255,243		255,243	
Collateralized debt securities	954		954	
Other debt securities	1,841		1,841	
Total bonds held-to-maturity	7,774,353		7,771,408	2,945
Fixed maturity securities, bonds available-for-sale				
U.S. treasury and government	27,898		27,898	
U.S. states and political subdivisions	897,047		897,047	
Foreign governments	6,460		6,460	
Corporate debt securities	5,192,927		5,192,927	
Residential mortgage-backed securities	14,717		14,717	
Collateralized debt securities	3,818		3,818	
Other debt securities	2,441		2,441	
Total bonds available-for-sale	6,145,308		6,145,308	
Equity securities				
Common stock	1,760,627	1,760,499		128
Preferred stock	23,599	23,599		
Total equity securities	1,784,226	1,784,098		128
Options	220,190			220,190
Mortgage loans on real estate	4,811,006		4,811,006	
Policy loans	377,103			377,103
Short-term investments	658,765		658,765	
Separate account assets	969,764		969,764	
Total financial assets	\$ 22,740,715	\$ 1,784,098	\$ 20,356,251	\$ 600,366
Financial liabilities				
Investment contracts	\$ 8,990,771	\$	\$	\$ 8,990,771
Embedded derivative liability for equity-indexed contracts	512,526			512,526
Notes payable	137,458			137,458

Separate account liabilities	969,764		969,764	
Total financial liabilities	\$ 10,610,519	\$	\$ 969,764	\$ 9,640,755

Table of Contents**Note 9 Fair Value of Financial Instruments (Continued)**

For financial instruments measured at fair value on a recurring basis using Level 3 inputs during the period, a reconciliation of the beginning and ending balances is shown below (in thousands):

	Level 3		
	Three months ended March 31,		
	Assets		Liability
	Investment	Equity-Indexed	Embedded
	Securities	Options	Derivative
Beginning balance, 2018	\$	\$	\$ 220,190
Total realized and unrealized investment gains (losses) included in other comprehensive income			
Net fair value change included in realized gains (losses)			
Net loss for derivatives included in net investment income		(14,145)	
Net change included in interest credited			(13,436)
Purchases, sales and settlements or maturities			
Purchases		16,928	
Sales			
Settlements or maturities		(18,665)	
Premiums less benefits			36,551
Gross transfers into Level 3			
Gross transfers out of Level 3			
Ending balance at March 31, 2018	\$	\$	\$ 204,308
Beginning balance, 2017	\$ 14,264	\$	\$ 156,479
Total realized and unrealized investment losses included in other comprehensive income	(4,467)		
Net fair value change included in realized gains (losses)			
Net gain for derivatives included in net investment income		23,058	
Net change included in interest credited			25,127
Purchases, sales and settlements or maturities			
Purchases		7,552	
Sales	(1,957)		
Settlements or maturities	(3,010)	(12,831)	
Premiums less benefits			7,177
Carry value transfers in	15,000		
Gross transfers into Level 3	382		
Gross transfers out of Level 3	(2,883)		

Ending balance at March 31, 2017	\$ 17,329	\$ 174,258	\$ 346,634
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Within the net gain (loss) for derivatives included in net investment income were unrealized losses of \$24,627,000 and gains of \$17,028,000, relating to assets still held at March 31, 2018, and 2017, respectively.

There were no transfers between Level 1 and Level 2 fair value hierarchies during the periods presented. The transfers into Level 3 during the three months ended March 31, 2017 were the result of existing securities no longer being priced by the third-party pricing service at the end of the period. Unless information is obtained from the brokers that indicate observable inputs were used in their pricing, there are not enough observable inputs to enable American National to classify the securities priced by the brokers as other than Level 3. American National's valuation of these securities involves judgment regarding assumptions market participants would use including quotes from independent brokers. The inputs used by the brokers include recent transactions in the security, similar bonds with same name, ratings, maturity and structure, external dealer quotes in the security, Bloomberg evaluated pricing and prior months pricing. None of them are observable to American National as of March 31, 2018. The transfers out of Level 3 during the three months ended March 31, 2017 were securities being priced by the third-party service at the end of the period, using inputs that are observable or derived from market data, which resulted in classification of these assets as Level 2.

Table of Contents**Note 10 Deferred Policy Acquisition Costs**

Deferred policy acquisition costs are shown below (in thousands):

	Life	Annuity	Accident & Health	Property & Casualty	Total
Beginning balance, 2018	\$ 791,276	\$ 426,497	\$ 36,806	\$ 119,265	\$ 1,373,844
Additions	32,624	29,517	2,812	76,640	141,593
Amortization	(26,181)	(20,644)	(3,900)	(73,902)	(124,627)
Effect of change in unrealized gains on available-for-sale debt securities	13,556	6,498			20,054
Net change	19,999	15,371	(1,088)	2,738	37,020
Ending balance at March 31, 2018	\$ 811,275	\$ 441,868	\$ 35,718	\$ 122,003	\$ 1,410,864

Commissions comprise the majority of the additions to deferred policy acquisition costs.

Note 11 Liability for Unpaid Claims and Claim Adjustment Expenses

The liability for unpaid claims and claim adjustment expenses (claims) for accident and health, and property and casualty insurance is included in Policy and contract claims in the consolidated statements of financial position and is the amount estimated for incurred but not reported (IBNR) claims and claims that have been reported but not settled. Liability for unpaid claims are estimated based upon American National s historical experience and actuarial assumptions that consider the effects of current developments, anticipated trends and risk management programs, less anticipated salvage and subrogation. The effects of the changes are included in the consolidated results of operations in the period in which the changes occur. The time value of money is not taken into account for the purposes of calculating the liability for unpaid claims. There have been no significant changes in methodologies or assumptions used to calculate the liability for unpaid claims and claim adjustment expenses.

Information regarding the liability for unpaid claims is shown below (in thousands):

	Three months ended March 31,	
	2018	2017
Unpaid claims balance, beginning	\$ 1,199,233	\$ 1,140,723
Less reinsurance recoverables	237,439	216,903
Net beginning balance	961,794	923,820
Incurred related to		
Current	266,225	282,862
Prior years	(10,548)	(29,054)

Total incurred claims	255,677	253,808
Paid claims related to		
Current	101,617	107,669
Prior years	141,147	127,397
Total paid claims	242,764	235,066
Net balance	974,707	942,562
Plus reinsurance recoverables	221,734	195,836
Unpaid claims balance, ending	\$ 1,196,441	\$ 1,138,398

The net and gross reserve calculations have shown favorable development as a result of favorable loss emergence compared to what was implied by the loss development patterns used in the original estimation of losses in prior years. Estimates for ultimate incurred claims attributable to insured events of prior years decreased by approximately \$10,548,000 during the first three months of 2018 and decreased by approximately \$29,054,000 during the first three months of 2017. This reflected lower-than-anticipated losses in the first three months of 2018 related to accident years prior to 2018 in multi-peril, other commercial, and business owner and commercial package policy lines of business.

For short-duration health insurance claims, the total of IBNR plus expected development on reported claims included in the liability for unpaid claims and claim adjustment expenses at March 31, 2018 was \$34,751,000.

Table of Contents**Note 12 Federal Income Taxes**

A reconciliation of the effective tax rate to the statutory federal tax rate is shown below (in thousands, except percentages):

	Three months ended March 31,			
	2018		2017	
	Amount	Rate	Amount	Rate*
Income tax expense before tax on equity in earnings of unconsolidated affiliates*	\$ 4,365	21.6%	\$ 15,630	28.9%
Tax on equity in earnings of unconsolidated affiliates	(114)	(0.6)	3,325	6.1
Total expected income tax expense at the statutory rate	4,251	21.0	18,955	35.0
Tax-exempt investment income	(843)	(4.2)	(1,832)	(3.4)
Deferred tax change	(309)	(1.5)	(767)	(1.4)
Dividend exclusion	(985)	(4.9)	(1,842)	(3.4)
Miscellaneous tax credits, net	(2,213)	(10.9)	(2,257)	(4.2)
Low income housing tax credit expense	1,252	6.2	1,253	2.3
Other items, net	36	0.2	181	0.3
Provision for federal income tax before interest expense	1,189	5.9	13,691	25.2
Interest expense			44	0.1
Total	\$ 1,189	5.9%	\$ 13,735	25.3%

* Prior year revised to reflect adoption of the new accounting standard issued March 2017. For details, see Note 3, Recently Issued Accounting Pronouncements, of the Notes to the Unaudited Consolidated Financial Statements. American National made income tax payments of \$7,000,000 during the three months ended March 31, 2018 and made no income tax payments for the same period in 2017.

Management believes that a sufficient taxable income will be achieved over time to utilize the deferred tax assets in the consolidated federal tax return; therefore, no valuation allowance was recorded as of March 31, 2018 and 2017. There are no operating or capital loss carryforwards that will expire by December 31, 2018.

American National's federal income tax returns for years 2014 to 2016 are subject to examination by the Internal Revenue Service. The years 2005 to 2013 have been closed by the Internal Revenue Service and we have received \$48.0 million in refunds related to 2013, 2014, 2015, and 2016. In the opinion of management, all prior year deficiencies have been paid or adequate provisions have been made for any tax deficiencies that may be upheld. No provision for penalties or interest were established during 2018 relating to a dispute with the Internal Revenue Service. Management does not believe there are any uncertain tax benefits that could be recognized within the next twelve months that would decrease American National's effective tax rate.

Table of Contents**Note 13 Accumulated Other Comprehensive Income (Loss)**

The components of and changes in the accumulated other comprehensive income (AOCI), and the related tax effects, are shown below (in thousands):

	Net Unrealized Gains (Losses) on Securities	Defined Benefit Pension Plan Adjustments	Foreign Currency Adjustments	Accumulated Other Comprehensive Income (Loss)
Beginning balance, 2018	\$ 716,878	\$ (72,772)	\$ (1,890)	\$ 642,216
Amounts reclassified from AOCI (net of tax expense \$26 and expense \$210)	100	789		889
Unrealized holding losses arising during the period (net of tax benefit \$30,091)	(113,203)			(113,203)
Unrealized adjustment to DAC (net of tax expense \$3,777)	16,277			16,277
Unrealized losses on investments attributable to participating policyholders' interest (net of tax expense \$1,460)	5,493			5,493
Foreign currency adjustment (net of tax benefit \$97)			(366)	(366)
Cumulative effect of changes in accounting (net of tax benefit \$356,847)	(637,376)			(637,376)
Ending balance at March 31, 2018	\$ (11,831)	\$ (71,983)	\$ (2,256)	\$ (86,070)
Beginning balance, 2017	\$ 547,138	\$ (88,603)	\$ (2,636)	\$ 455,899
Amounts reclassified from AOCI (net of tax benefit \$1,547 and expense \$826)	(2,873)	1,534		(1,339)
Unrealized holding gains arising during the period (net of tax expense \$34,927)	64,864			64,864
Unrealized adjustment to DAC (net of tax benefit \$2,596)	(2,848)			(2,848)
Unrealized gains on investments attributable to participating policyholders' interest (net of tax benefit \$1,740)	(3,231)			(3,231)
Foreign currency adjustment (net of tax expense \$60)			112	112
Ending balance at March 31, 2017	\$ 603,050	\$ (87,069)	\$ (2,524)	\$ 513,457

Note 14 Stockholders' Equity and Noncontrolling Interests

American National has one class of common stock with a par value of \$1.00 per share and 50,000,000 authorized shares. The amounts outstanding at the dates indicated are shown below:

	March 31, 2018	December 31, 2017
Common stock		
Shares issued	30,832,449	30,832,449
Treasury shares	(3,894,108)	(3,900,565)
Outstanding shares	26,938,341	26,931,884
Restricted shares	(74,000)	(74,000)
Unrestricted outstanding shares	26,864,341	26,857,884

Stock-based compensation

American National has a stock-based compensation plan, which allows for grants of Non-Qualified Stock Options, Stock Appreciation Rights (SAR), Restricted Stock (RS) Awards, Restricted Stock Units (RSU), Performance Awards, Incentive Awards or any combination thereof. This plan is administered by the American National Board Compensation Committee. To date, only SAR, RS and RSU awards have been made. All awards are subject to review and approval by the Board Compensation Committee both at the time of setting applicable performance objectives and at payment of the awards. The number of shares available for grants under the plan cannot exceed 2,900,000 shares, and no more than 200,000 shares may be granted to any one individual in any calendar year. Grants were made to certain officers meeting established performance objectives, and grants are made to directors as compensation and to align their interests with those of other shareholders.

Table of Contents**Note 14 Stockholders Equity and Noncontrolling Interests (Continued)**

SAR, RS and RSU information for the periods indicated are shown below:

	SAR Weighted-Average Grant Date		RS Shares Weighted-Average Grant Date		RS Units Weighted-Average Grant Date	
	Shares	Fair Value	Shares	Fair Value	Units	Fair Value
Outstanding at December 31, 2017	2,586	\$ 106.70	74,000	\$ 110.19	52,765	\$ 106.26
Granted						
Exercised					(33,699)	104.39
Forfeited						
Expired						
Outstanding at March 31, 2018	2,586	\$ 106.70	74,000	\$ 110.19	19,066	\$ 109.56

	SAR	RS Shares	RS Units
Weighted-average contractual remaining life (in years)	0.30	4.23	0.77
Exercisable shares	2,586	N/A	N/A
Weighted-average exercise price	\$ 106.70	\$ 110.19	\$ 109.56
Weighted-average exercise price exercisable shares	106.70	N/A	N/A
Compensation expense (credit)			
Three months ended March 31, 2018	\$ (28,000)	\$ 201,000	\$ (211,000)
Three months ended March 31, 2017	(35,000)	207,000	130,000
Fair value of liability award			
March 31, 2018	\$ 33,000	N/A	\$ 1,528,000
December 31, 2017	63,000	N/A	6,376,000

The SARs give the holder the right to cash compensation based on the difference between the stock price on the grant date and the stock price on the exercise date. The SARs vest at a rate of 20% per year for five years and expire five years after vesting.

RS awards entitle the participant to full dividend and voting rights. Each RS share awarded has the value of one share of restricted stock and vests 10 years from the grant date. Unvested shares are restricted as to disposition, and are subject to forfeiture under certain circumstances. Compensation expense is recognized over the vesting period. The restrictions on these awards lapse after 10 years and most of these awards feature a graded vesting schedule in the case of the retirement, death or disability of an award holder. Restricted stock awards for 350,334 shares have been granted at an exercise price of zero, of which 74,000 shares are unvested.

RSU awards allow the recipient of the awards to settle the vested RSUs in either shares of American National's common stock, cash or a combination of both. RSUs granted vest after a one-year or three-year graded vesting requirement or over a shorter period as a result of death, disability or retirement after age 65.

Table of Contents**Note 14 Stockholders Equity and Noncontrolling Interests (Continued)****Earnings per share**

Basic earnings per share were calculated using a weighted average number of shares outstanding. Diluted earnings per share include RS and RSU award shares.

	Three months ended	
	March 31,	
	2018	2017
Weighted average shares outstanding	26,889,151	26,899,648
Incremental shares from RS awards and RSUs	75,204	72,480
Total shares for diluted calculations	26,964,355	26,972,128
Net income attributable to American National (in thousands)	\$ 18,777	\$ 39,840
Basic earnings per share	\$ 0.70	\$ 1.48
Diluted earnings per share	\$ 0.70	\$ 1.48

Statutory Capital and Surplus

Risk Based Capital (RBC) is a measure insurance regulators use to evaluate the capital adequacy of American National Insurance Company and its insurance subsidiaries. RBC is calculated using formulas applied to certain financial balances and activities that consider, among other things, investment risks related to the type and quality of investments, insurance risks associated with products and liabilities, interest rate risks and general business risks. Insurance companies that do not maintain capital and surplus at a level at least 200% of the authorized control level RBC are required to take certain actions. At March 31, 2018 and December 31, 2017, American National Insurance Company s statutory capital and surplus was \$3,244,268,000 and \$3,293,474,000, respectively. American National Insurance Company and each of its insurance subsidiaries had statutory capital and surplus at March 31, 2018 and December 31, 2017, substantially above 200% of the authorized control level.

American National and its insurance subsidiaries prepare statutory-basis financial statements in accordance with statutory accounting practices prescribed or permitted by the insurance department of the state of domicile, which include certain components of the National Association of Insurance Commissioners Codification of Statutory Accounting Principles (NAIC Codification). NAIC Codification is intended to standardize regulatory accounting and reporting to state insurance departments. However, statutory accounting practices continue to be established by individual state laws and permitted practices. Modifications by the various state insurance departments may impact the statutory capital and surplus of American National Insurance Company and its insurance subsidiaries.

Statutory accounting differs from GAAP primarily by charging policy acquisition costs to expense as incurred, establishing future policy benefit liabilities using different actuarial assumptions, and valuing securities on a different basis. In addition, certain assets are not admitted under statutory accounting principles and are charged directly to surplus.

One of American National's insurance subsidiaries has been granted a permitted practice from the Missouri Department of Insurance to record as the valuation of its investment in a wholly-owned subsidiary that is the attorney-in-fact for a Texas domiciled insurer, the statutory capital and surplus of the Texas domiciled insurer. This permitted practice increases the statutory capital and surplus of both American National Insurance Company and the Missouri domiciled insurance subsidiary by \$69,096,000 and \$66,625,000 at March 31, 2018 and December 31, 2017, respectively. The statutory capital and surplus of both American National Insurance Company and the Missouri domiciled insurance subsidiary would have remained substantially above the company action level RBC had it not used the permitted practice.

Table of Contents**Note 14 Stockholders Equity and Noncontrolling Interests (Continued)**

The statutory capital and surplus and net income of our life and property and casualty insurance entities in accordance with statutory accounting practices are shown below (in thousands):

	March 31, 2018	December 31, 2017
Statutory capital and surplus		
Life insurance entities	\$ 2,075,945	\$ 2,141,573
Property and casualty insurance entities	1,172,698	1,162,761

	Three months ended March 31,	
	2018	2017
Statutory net income		
Life insurance entities	\$ 3,263	\$ 2,467
Property and casualty insurance entities	13,058	6,811

Dividends

American National Insurance Company's payment of dividends to stockholders is restricted by insurance law. The restrictions require life insurance companies to maintain minimum amounts of capital and surplus, and in the absence of special approval, limit the payment of dividends to the greater of the prior year's statutory net income from operations, or 10% of prior year statutory surplus. American National Insurance Company is permitted without prior approval of the Texas Department of Insurance to pay total dividends of \$329,347,000 during 2018. Similar restrictions on amounts that can transfer in the form of dividends, loans, or advances to American National Insurance Company apply to its insurance subsidiaries.

Noncontrolling interests

American National County Mutual Insurance Company (County Mutual) is a mutual insurance company owned by its policyholders. American National has a management agreement that effectively gives it control of County Mutual. As a result, County Mutual is included in the consolidated financial statements of American National. Policyholder interests in the financial position of County Mutual are reflected as noncontrolling interest of \$6,750,000 at March 31, 2018 and December 31, 2017.

American National Insurance Company and its subsidiaries exercise control or ownership of various joint ventures, resulting in their consolidation into American National's consolidated financial statements. The interests of the other partners in the consolidated joint ventures are shown as noncontrolling interests of \$1,346,000 and \$2,262,000 at March 31, 2018 and December 31, 2017, respectively.

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Note 15 Segment Information

Management organizes the business into five operating segments:

Life markets whole, term, universal, indexed and variable life insurance on a national basis primarily through career, multiple-line, and independent agents as well as direct marketing channels.

Annuity offers fixed, indexed, and variable annuity products. These products are primarily sold through independent agents, brokers, and financial institutions, along with multiple-line and career agents.

Health primary lines of business are Medicare supplement, stop loss, other supplemental health products and credit disability insurance. Health products are typically distributed through independent agents and managing general underwriters.

Property and Casualty writes personal, agricultural and targeted commercial coverages and credit-related property insurance. These products are primarily sold through multiple-line and independent agents.

Corporate and Other consists of net investment income from investments not allocated to the insurance segments and revenues from non-insurance operations.

The accounting policies of the segments are the same as those described in Note 2 to American National's 2017 annual report on Form 10-K. All revenues and expenses specifically attributable to policy transactions are recorded directly to the appropriate operating segment. Revenues and expenses not specifically attributable to policy transactions are allocated to each segment as follows:

Recurring income from bonds and mortgage loans is allocated based on the assets allocated to each line of business at the average yield available from these assets.

Net investment income from all other assets is allocated to the insurance segments in accordance with the amount of capital allocated to each segment, with the remainder recorded in the Corporate and Other business segment.

Expenses are allocated based upon various factors, including premium and commission ratios of the operating segments.

Table of Contents**Note 15 Segment Information (Continued)**

The results of operations measured as the income before federal income tax and other items by operating segments are summarized below (in thousands):

	Three months ended March 31, 2018					Total
	Life	Annuity	Accident & Health	Property & Casualty	Corporate & Other	
Premiums and other revenues						
Premiums	\$ 81,376	\$ 70,616	\$ 41,015	\$ 351,973	\$	\$ 544,980
Other policy revenues	67,731	3,608				71,339
Net investment income	57,768	113,480	2,354	15,861	(13,424)	176,039
Net realized investment gains					504	504
Other income	755	725	5,157	2,063	1,813	10,513
Total premiums and other revenues	207,630	188,429	48,526	369,897	(11,107)	803,375
Benefits, losses and expenses						
Policyholder benefits	98,546	84,746				183,292
Claims incurred			28,140	242,490		270,630
Interest credited to policyholders account balances	16,265	54,280				70,545
Commissions for acquiring and servicing policies	39,520	30,004	6,016	69,156		144,696
Other operating expenses	50,950	11,319	10,358	47,801	9,966	130,394
Change in deferred policy acquisition costs	(6,443)	(8,873)	1,088	(2,738)		(16,966)
Total benefits, losses and expenses	198,838	171,476	45,602	356,709	9,966	782,591
Income before federal income tax and other items	\$ 8,792	\$ 16,953	\$ 2,924	\$ 13,188	\$ (21,073)	\$ 20,784

	Three months ended March 31, 2017					Total
	Life	Annuity	Accident & Health	Property & Casualty	Corporate & Other	
Premiums and other revenues						
Premiums	\$ 77,474	\$ 29,809	\$ 37,039	\$ 327,450	\$	\$ 471,772
Other policy revenues	59,909	3,543				63,452
Net investment income	62,209	139,677	2,507	14,040	10,070	228,503
Net realized investment gains					7,225	7,225
Other income	616	665	4,346	1,938	1,280	8,845

Total premiums and other revenues	200,208	173,694	43,892	343,428	18,575	779,797
Benefits, losses and expenses						
Policyholder benefits	101,166	43,989				145,155
Claims incurred			24,380	227,530		251,910
Interest credited to policyholders account balances	15,405	80,603				96,008
Commissions for acquiring and servicing policies	34,810	17,284	5,890	67,508		125,492
Other operating expenses	49,183	10,688	10,230	46,282	9,678	126,061
Change in deferred policy acquisition costs	(7,857)	(2,631)	1,332	(331)		(9,487)
Total benefits, losses and expenses	192,707	149,933	41,832	340,989	9,678	735,139
Income before federal income tax and other items	\$ 7,501	\$ 23,761	\$ 2,060	\$ 2,439	\$ 8,897	\$ 44,658

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Note 16 Commitments and Contingencies

Commitments

American National had aggregate commitments at March 31, 2018, to purchase, expand or improve real estate, to fund fixed interest rate mortgage loans, and to purchase other invested assets of \$916,728,000 of which \$664,335,000 is expected to be funded in 2018 with the remainder funded in 2019 and beyond.

American National has a \$100,000,000 short-term variable rate borrowing facility containing a \$55,000,000 sub-feature for the issuance of letters of credit. Borrowings under the facility are at the discretion of the lender and would be used only for funding working capital requirements. The combination of borrowings and outstanding letters of credit cannot exceed \$100,000,000 at any time. As of March 31, 2018 and December 31, 2017, the outstanding letters of credit were \$3,047,000 and \$4,586,000, respectively, and there were no borrowings on this facility. This facility expires on October 31, 2018. American National expects it will be able to be renewed on substantially equivalent terms upon expiration.

Guarantees

American National has guaranteed bank loans for customers of a third-party marketing operation. The bank loans are used to fund premium payments on life insurance policies issued by American National. The loans are secured by the cash values of the life insurance policies. If the customer were to default on a bank loan, American National would be obligated to pay off the loan. As the cash values of the life insurance policies always equal or exceed the balance of the loans, management does not foresee any loss on these guarantees. The total amount of the guarantees outstanding as of March 31, 2018, was approximately \$206,376,000, while the total cash value of the related life insurance policies was approximately \$211,003,000.

Litigation

American National and certain subsidiaries, in common with the insurance industry in general, are defendants in various lawsuits concerning alleged breaches of contracts, various employment matters, allegedly deceptive insurance sales and marketing practices, and miscellaneous other causes of action arising in the ordinary course of operations. Certain of these lawsuits include claims for compensatory and punitive damages. We provide accruals for these items to the extent we deem the losses probable and reasonably estimable. After reviewing these matters with legal counsel, based upon information presently available, management is of the opinion that the ultimate resultant liability, if any, would not have a material adverse effect on American National's consolidated financial position, liquidity or results of operations; however, assessing the eventual outcome of litigation necessarily involves forward-looking speculation as to judgments to be made by judges, juries and appellate courts in the future.

Such speculation warrants caution, as the frequency of large damage awards, which bear little or no relation to the economic damages incurred by plaintiffs in some jurisdictions, continues to create the potential for an unpredictable judgment in any given lawsuit. These lawsuits are in various stages of development, and future facts and circumstances could result in management changing its conclusions. It is possible that, if the defenses in these lawsuits are not successful, and the judgments are greater than management can anticipate, the resulting liability could have a material impact on our consolidated financial position, liquidity or results of operations. With respect to the existing litigation, management currently believes that the possibility of a material judgment adverse to American National is remote and no estimate of range can be made for loss contingencies that are at least reasonably possible but not accrued.

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American National has entered into recurring transactions and agreements with certain related parties. These include mortgage loans, management contracts, agency commission contracts, marketing agreements, accident and health insurance contracts, and legal services. The impact on the consolidated financial statements of significant related party transactions is shown below (in thousands):

Related Party	Financial Statement Line Impacted	Dollar Amount of Transactions (from) American National			
		Three months ended March 31, 2018		March 31, 2017	
		2018	2017	2018	2017
Gal-Tex Hotel Corporation	Mortgage loan on real estate	\$ 400	\$ 373	\$ 1,823	\$ 2,223
Gal-Tex Hotel Corporation	Net investment income	38	66	11	13
Greer, Herz & Adams, LLP	Other operating expenses	2,607	2,527	(483)	(386)

Mortgage Loans to Gal-Tex Hotel Corporation (Gal-Tex): American National holds a first mortgage loan originated in 1999, with an interest rate of 7.25% and final maturity date of April 1, 2019 issued to a subsidiary of Gal-Tex, which is collateralized by a hotel property in San Antonio, Texas. This loan is current as to principal and interest payments. The Moody Foundation owns 34.0% of Gal-Tex and 22.75% of American National, and the Libbie Shearn Moody Trust owns 50.2% of Gal-Tex and 37.01% of American National.

Transactions with Greer, Herz & Adams, LLP: Irwin M. Herz, Jr. is an American National advisory director and a Partner with Greer, Herz & Adams, LLP, which serves as American National's General Counsel.

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

The following pages provide management's discussion and analysis (MD&A) of financial condition and results of operations for the three months ended March 31, 2018 and 2017 of American National Insurance Company and its subsidiaries (referred to in this document as we, our, us, or the Company). This information should be read in conjunction with our consolidated financial statements included in Item 1, Financial Statements (unaudited), of this Form 10-Q.

Forward-Looking Statements

This document contains forward-looking statements that reflect our estimates and assumptions related to business, economic, competitive and legislative developments. Forward-looking statements generally are indicated by words such as expects, intends, anticipates, plans, believes, estimates, will or words of similar meaning and include limitation, statements regarding the outlook of our business and expected financial performance. Forward-looking statements are not guarantees of future performance and involve various risks and uncertainties. Moreover, forward-looking statements speak only as of the date made, and we undertake no obligation to update them. Certain important factors could cause our actual results to differ, possibly materially, from our expectations or estimates. These factors are described in greater detail in Item IA, Risk Factors, in our 2017 Annual Report on Form 10-K filed with the SEC on February 28, 2018, and they include among others:

Economic & Investment Risk Factors

difficult conditions in the economy, which may not improve in the near future, and risks related to persistently low or unpredictable interest rates;

fluctuations in the markets for fixed maturity securities, equity securities, and commercial real estate, which could adversely affect the valuation of our investment portfolio, our net investment income, our retirement expense, and sales of or fees from certain of our products;

lack of liquidity for certain of our investments;

risk of investment losses and defaults;

Operational Risk Factors

differences between actual experience regarding mortality, morbidity, persistency, expense, surrenders and investment returns, and our assumptions for product pricing, establishing liabilities and reserves or for other purposes;

potential ineffectiveness of our risk management policies and procedures;

changes in our experience related to deferred policy acquisition costs;

failures or limitations of our computer, data security and administration systems;

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