



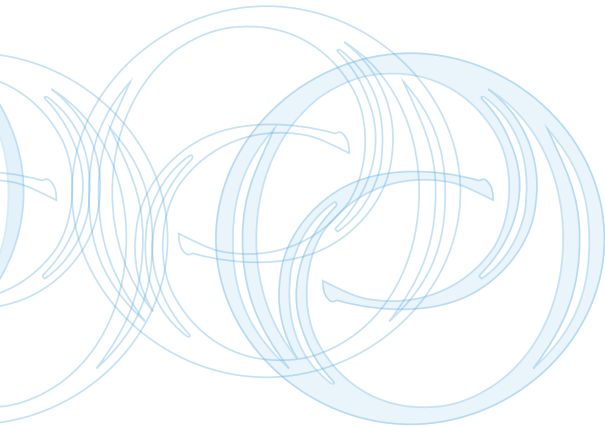
COOPERATIVE OF
AMERICAN PHYSICIANS

Committed to your **protection**. Dedicated to your **success**.

2017 ANNUAL REPORT

MISSION STATEMENT

We are leaders
and innovators
in the healthcare
community.



STATEMENT OF PRINCIPLES

Through its core products, Mutual Protection Trust and the CAPAssurance, a Risk Purchasing Group, the Cooperative of American Physicians, Inc. provides the best possible medical professional liability protection and related services, maintaining the highest ethical standards in a climate of constant improvement.

Our members, associates, and affiliates receive services that are satisfying, dependable, effective, economical, and valuable.

We continually develop knowledge and resources that meet the changing legal, societal, and medical environment.

The organization's commitment to financial integrity justifies the continuing confidence of our members.

All business is conducted in accordance with federal, state, and local regulations.

MPT membership decisions and the disposition of claims are reached by boards and committees of member physicians.

Our decisions are reached with information that assists us in both reducing the risks associated with operating a medical practice and enhancing patient care.

Our employees are committed to excellence and continuous quality improvement.

Our leadership provides an atmosphere of collaboration, recognition, and fair compensation.

Our dedication to the medical community, business partners, and the public at large is exemplified by our accountability, innovation, integrity, and a commitment to quality of the highest order.

A MESSAGE TO OUR MEMBERS

The unique structures of the Cooperative of American Physicians, Inc. and the Mutual Protection Trust allow for both a strong focus on providing the best medical professional liability protection possible and a wide offering of practice-based services.

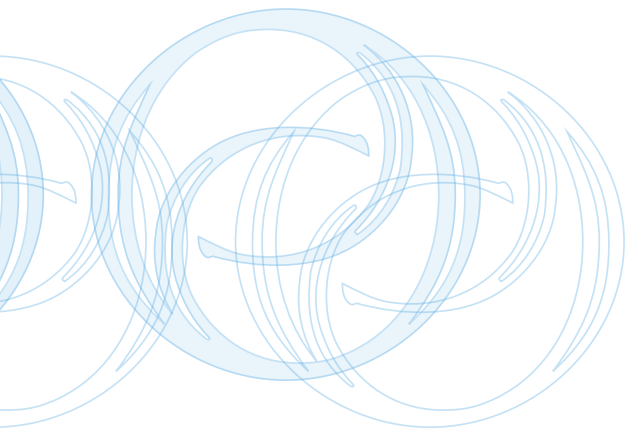


Charles P. Steinmann Wayne Kleinman Sarah E. Pacini

As a cooperative corporation created in the mid-1970s to benefit physicians in a wide variety of ways, CAP sponsored legislation allowing the creation of the Mutual Protection Trust. We have always operated on the principle that our primary service – the reason CAP exists – is to provide superior medical professional liability protection. To further support CAP members, the CAP Board of Directors many years ago decided to make CAP a place where physicians can go for a variety of needs, from risk

management and patient safety to continuing medical education, EHR system analysis, and workers' compensation insurance – to name a few.

One of the first such enhancements was the establishment of the CAP Physicians Insurance Agency, Inc. (CAP Agency), a subsidiary of CAP that offers members insurance products for their practices and their lives. While successfully serving members with multiple insurance solutions, CAP Agency has declared dividends over the past several years. This money is returned to CAP for its operations.



More recently, CAP has been working to provide a range of other services through vendors who can support CAP members in areas such as online reputation management, payroll administration, regulatory compliance, practice development, and human resources management. As a leading provider of medical professional liability protection, CAP believes in also leading the field in supporting the success of its physicians and their practices.

These additional services complement the strong financial position of MPT, which in 2017 received another A+ (Superior) rating for financial strength by the A.M. Best Company. In its report, the analysts at A.M. Best commented: "The ratings reflect Mutual Protection Trust's supportive balance sheet strength and financial flexibility, the long-term success of its unique business model, and strong enterprise risk management." Also in 2017, CAPAssurance, a Risk Purchasing Group, marked its fifth year of providing access to coverage for large medical groups and facilities.

Improving our members' practices through CAP services provides other benefits. Take, for example, CAP's risk management and patient safety

program. Patient safety is a core value at CAP and while avoiding patient injuries is its own reward for CAP's risk management efforts, decreased claims activity is a welcome side benefit.

In that regard, 2017 closed with another decrease in suits filed against members of CAP, resulting in lower claims payments by MPT. At just over seven percent, the frequency of claims made against the members of the Cooperative of American Physicians is not only the lowest in our history, but nearly a third lower than the frequency of 10 years ago.

Based on this achievement by CAP physicians, along with a moderation in claims severity in 2017, the MPT Board of Trustees was pleased to advise members at year end of an overall assessment that represented no increase in base rates over the preceding year.

Served by a wide-ranging approach to practice benefits by the Cooperative of American Physicians and the medical liability protection of the Mutual Protection Trust, CAP members have the tools at their disposal to thrive again in 2018.

We will always do our best to help you make that happen.



Charles P. Steinmann, MD

Chair

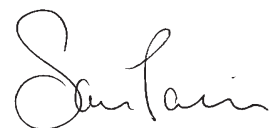
Mutual Protection Trust



Wayne Kleinman, MD

President and Chair

Cooperative of American Physicians, Inc.



Sarah E. Pacini, JD

Chief Executive Officer

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COOPERATIVE OF
AMERICAN PHYSICIANS

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2017 ANNUAL REPORT

COOPERATIVE OF AMERICAN PHYSICIANS, INC.

CAP 2017 Financial Reports

COOPERATIVE OF AMERICAN PHYSICIANS, INC. (CAP) AND SUBSIDIARIES AND
MUTUAL PROTECTION TRUST (MPT)

Report to the Membership

BY THE CAP AND MPT AUDIT COMMITTEE

The consolidated financial statements of CAP, the financial statements of MPT, and related financial information included in this annual report, have been prepared by CAP and MPT, whose management is responsible for its integrity. These financial statements, which necessarily reflect estimates and judgments, have been prepared in conformity with U.S. generally accepted accounting principles.

The financial statements as of and for the years ended December 31, 2017 and 2016 have been audited by Ernst & Young LLP, independent auditors, as set forth in their reports appearing on pages 7 and 28.

CAP and MPT maintain a system of internal controls to provide reasonable assurance that assets are safeguarded and transactions are properly executed and recorded.

The Audit Committee, which consists solely of members who are not employees of the Company, meets periodically with management and the independent auditors to review the scope of their activities and to discuss internal controls and financial reporting matters. The independent auditors have full and free access to the Audit Committee and meet with the Committee both with and without the presence of Company management.

This report will be filed with the California Department of Business Oversight with a statement from the Board of Trustees that this report was prepared from the official books and records of CAP and MPT.



Graham A. Purcell, MD
Chair
CAP and MPT Audit Committee
March 19, 2018

Report of Independent Auditors

The Board of Directors
Cooperative of American Physicians, Inc. and Subsidiaries,

We have audited the accompanying consolidated financial statements of Cooperative of American Physicians, Inc. and subsidiaries, which comprise the consolidated balance sheets as of December 31, 2017 and 2016, and the related consolidated statements of comprehensive income (loss), changes in members' equity and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

Basis for Qualified Opinion

The Company has omitted certain disclosures for short-duration insurance contracts that provide information regarding the Company's liability for unpaid claims and claim adjustment expenses. As such, the short-duration insurance contract disclosures do not contain the nature, amount, timing and uncertainty of future cash flows relating to short-duration insurance contract liabilities as required under U.S. generally accepted accounting principles.

Qualified Opinion

In our opinion, except for the incomplete disclosure of the information referred to in the Basis for Qualified Opinion paragraph, the financial statements present fairly, in all material respects the consolidated financial position of the Company and subsidiaries at December 31, 2017 and 2016, and the consolidated results of their operations and their cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Required Supplementary Information

Management has omitted incurred and paid claims development and average annual percentage payout of incurred claims that U.S. generally accepted accounting principles require to be presented to supplement the financial statements. Such missing information, although not a part of the financial statements, is required by Financial Accounting Standards Board who considers it to be an essential part of financial reporting for placing the financial statements in an appropriate operational, economic, or historical context. Our opinion on the financial statements is not affected by this missing information.

March 19, 2018

Ernst & Young LLP

Consolidated Balance Sheets

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

December 31

2017

2016

| | ASSETS | |
|--|---------------------|--------------|
| Cash and cash equivalents | \$ 9,015,000 | \$ 5,796,000 |
| Restricted cash | 2,647,000 | 2,170,000 |
| Short-term investments | — | 250,000 |
| Fixed income securities, at fair value | 33,895,000 | 33,050,000 |
| Equity securities, at fair value | 2,348,000 | 4,784,000 |
| Deferred tax assets, net | — | 166,000 |
| Income taxes receivable | 764,000 | 275,000 |
| Premiums receivable | 6,675,000 | 5,773,000 |
| Funds held by reinsured | 6,392,000 | 4,064,000 |
| Receivable from affiliated entities | 1,728,000 | 1,617,000 |
| Receivable for claims and risk management services | 1,057,000 | 710,000 |
| Deferred acquisition costs | 267,000 | 204,000 |
| Other assets | 1,762,000 | 2,198,000 |
| | \$66,550,000 | \$61,057,000 |

LIABILITIES AND MEMBERS' EQUITY

Liabilities:

| | | |
|--|---------------------|--------------|
| Reserves for losses and loss adjustment expenses | \$17,312,000 | \$15,151,000 |
| Payable to affiliated entities | 1,160,000 | 645,000 |
| Dues received in advance | 1,109,000 | 1,069,000 |
| Deferred tax liabilities, net | 357,000 | — |
| Unearned premiums | 1,906,000 | 1,588,000 |
| Unearned claims and risk management services | 1,235,000 | 823,000 |
| Premiums payable | 9,162,000 | 7,852,000 |
| Accounts payable and other liabilities | 5,383,000 | 6,059,000 |
| | 37,624,000 | 33,187,000 |

Contingencies and commitments (see Note 7)

Total Members' Equity:

| | | |
|--|---------------------|--------------|
| Members' equity | 27,722,000 | 27,405,000 |
| Accumulated other comprehensive income | 1,204,000 | 465,000 |
| | 28,926,000 | 27,870,000 |
| | \$66,550,000 | \$61,057,000 |

The accompanying notes are an integral part of these financial statements.

Consolidated Statements of Comprehensive Income (Loss)

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

| | Years Ended December 31 | |
|--|-------------------------|---------------------|
| | 2017 | 2016 |
| Revenues | | |
| Member and participant dues | \$ 3,239,000 | \$ 3,216,000 |
| Claims and risk management service revenues | 41,017,000 | 43,375,000 |
| Premiums earned | 9,654,000 | 8,016,000 |
| Commissions earned | 1,911,000 | 1,726,000 |
| Investment income, net | 1,071,000 | 1,020,000 |
| Other revenues | 16,000 | 15,000 |
| Total Revenues | 56,908,000 | 57,368,000 |
| Expenses | | |
| Salaries and related expenses | 29,563,000 | 30,502,000 |
| Other operating costs | 18,589,000 | 21,471,000 |
| Losses and loss adjustment expenses | 8,313,000 | 5,839,000 |
| Total Expenses | 56,465,000 | 57,812,000 |
| Income (Loss) Before Income Taxes | 443,000 | (444,000) |
| Income Tax Benefit | 57,000 | 187,000 |
| Net Income (Loss) | 500,000 | (257,000) |
| Other Comprehensive Income (Loss), Net | | |
| Net unrealized gains (losses) on securities available-for-sale, net of taxes | 556,000 | (87,000) |
| Comprehensive Income (Loss) | \$ 1,056,000 | \$ (344,000) |

The accompanying notes are an integral part of these financial statements.

Consolidated Statements of Changes in Members' Equity

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

| | Members' Equity | Accumulated Other Comprehensive Income | Total Members' Equity |
|---|---------------------|--|-----------------------------|
| Balance at January 1, 2016 | \$27,662,000 | \$ 552,000 | \$28,214,000 |
| Net Loss | (257,000) | — | (257,000) |
| Other Comprehensive Loss (net of deferred income taxes of \$44,000) | — | (87,000) | (87,000) |
| Balance at December 31, 2016 | 27,405,000 | 465,000 | 27,870,000 |
| Net Income | 500,000 | — | 500,000 |
| Impact of Tax Cuts and Jobs Act | (183,000) | 183,000 | — |
| Other Comprehensive Income (net of deferred income taxes of \$263,000) | — | 556,000 | 556,000 |
| Balance at December 31, 2017 | \$27,722,000 | \$1,204,000 | \$28,926,000 |

The accompanying notes are an integral part of these financial statements.

Consolidated Statements of Cash Flows

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

| | Years Ended December 31 | |
|--|-------------------------|---------------------|
| | 2017 | 2016 |
| Operating Activities | | |
| Net income (loss) | \$ 500,000 | \$ (257,000) |
| Adjustments to reconcile net income (loss) to net cash provided by (used in) operating activities: | | |
| Net amortization on fixed income securities | 321,000 | 335,000 |
| Net realized investment losses (gains) | 167,000 | (65,000) |
| Deferred income taxes | 259,000 | (163,000) |
| Changes in operating assets and liabilities: | | |
| Restricted cash | (477,000) | 115,000 |
| Income taxes | (489,000) | (634,000) |
| Premiums receivable | (902,000) | (30,000) |
| Funds held by reinsured | (2,328,000) | (813,000) |
| Receivable from affiliated entities | (111,000) | (7,000) |
| Receivable for claims and risk management services | (347,000) | 27,000 |
| Deferred acquisition costs | (63,000) | (36,000) |
| Other assets | 436,000 | (977,000) |
| Reserves for losses and loss adjustment expenses | 2,161,000 | 326,000 |
| Payable to affiliated entities | 515,000 | 238,000 |
| Dues received in advance | 40,000 | (46,000) |
| Unearned premiums | 318,000 | 271,000 |
| Unearned claims and risk management services | 412,000 | 143,000 |
| Premiums payable | 1,310,000 | (173,000) |
| Accounts payable and other liabilities | (676,000) | 1,427,000 |
| Net Cash Provided by (Used in) Operating Activities | 1,046,000 | (319,000) |
| Investing Activities | | |
| Purchases of fixed income and equity securities | (8,355,000) | (6,805,000) |
| Purchases of short-term investments | — | (506,000) |
| Proceeds from sales or maturities of fixed income and equity securities | 10,278,000 | 5,825,000 |
| Proceeds from maturity of short-term investment | 250,000 | 250,000 |
| Net Cash Provided by (Used in) Investing Activities | 2,173,000 | (1,236,000) |
| Net Change in Cash and Cash Equivalents | 3,219,000 | (1,555,000) |
| Cash and Cash Equivalents at Beginning of Year | 5,796,000 | 7,351,000 |
| Cash and Cash Equivalents at End of Year | \$ 9,015,000 | \$ 5,796,000 |

The accompanying notes are an integral part of these financial statements.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 1: ORGANIZATION

The Cooperative of American Physicians, Inc. (CAP) was incorporated in 1975 for the purpose of providing various services relating to the general and professional welfare of its membership, which is comprised exclusively of physicians and surgeons licensed to practice in California. On January 1, 2013, physician members of the Hawaii Association of Physicians for Indemnification (HAPI), a group of physicians and surgeons licensed to practice in Hawaii, became non-voting participants in CAP and received certain benefits from CAP pursuant to an agreement. Additional non-voting participants have been added through the CAPAssurance Program, which is more fully described below.

CAP formed Mutual Protection Trust (MPT) in 1977 in accordance with California legislation enacted in 1976 permitting the formation of such interindemnity arrangements to provide medical professional liability protection for physicians. MPT is a business trust governed by its Board of Trustees and is not included in the consolidation of CAP and its wholly owned subsidiaries. Physicians covered by MPT are required to be members of CAP.

In April 2013, CAP formed CAPAssurance Risk Purchasing Group (CAPAssurance), a non-profit, unincorporated association domiciled in California that was established to allow large physician groups, hospitals, and facilities access to a medical professional liability insurance product. As a risk purchasing group, CAPAssurance is not a subsidiary of CAP and is comprised of physician groups and medical facilities that purchase their liability insurance through CAPAssurance. Insurance under the program is provided by a national medical professional liability insurance company, with certain risk management, claims administration, and other policy services provided by CAP under agreements that became effective in March 2013 for hospitals and July 2013 for large physician groups (collectively the CAPAssurance Program) (see Note 2). In 2014, CAP began collecting premiums on new or renewal business produced through the CAPAssurance Program. Physicians and medical facilities that are insured through the CAPAssurance Program can access various benefits of CAP as non-voting participants. CAP, with the CAPAssurance Program, can now better serve larger medical groups with professional liability coverage either through an insurance product or through the interindemnity arrangement provided by MPT.

In 2002, CAP formed the Cooperative of American Physicians Insurance Company, Inc. (CAPIC), a wholly owned subsidiary domiciled in the state of Hawaii under that state's captive insurance statutes. The original purpose of CAPIC was to offer supplemental reinsurance and insurance coverage to its affiliate, MPT, and supplemental insurance coverage to CAP and MPT. Over the years, CAPIC changed its licensing status as part of an effort to broaden its product offerings. On May 23, 2013, CAPIC was re-licensed to a Class 4 sponsored captive insurance company. Under its new license, CAPIC entered into a pro rata reinsurance agreement with the insurance company providing insurance coverage for the CAPAssurance Program and thereby participates in the underwriting results of the CAPAssurance Program. This expanded CAPIC's product offerings to include assumed reinsurance of large physician groups, hospitals, and medical facilities that purchase their medical professional liability insurance through the CAPAssurance Program. Under the reinsurance agreement, CAPIC participates on a pro rata basis at rates that vary based on the type of insured covered by the policies. The policy acquisition costs and claims administration expenses of the insurance company on these policies are also reimbursed by CAPIC on the same pro rata basis per the terms of the reinsurance agreement. CAPIC amortizes these expenses over the related policy term. These expenses include certain claims administration and other policy services provided by CAP to the insurance company under the CAPAssurance Program. CAPIC is consolidated in the operations of CAP.

In 2007, CAP formed the CAP Physicians Insurance Agency, Inc. (CAP Agency), a wholly owned subsidiary of CAP domiciled in California, which provides access to business and other coverages for CAP members and participants. In addition, under an agreement that became effective January 1, 2013, CAP Agency performs the billing and collection obligations under CAP's group disability and life program. CAP Agency is consolidated in the operations of CAP.

Effective January 1, 2010, CAP and MPT entered into an administrative and management services agreement whereby CAP provides membership, claim, risk management, financial, legal and other administrative and management services to MPT. CAP receives monthly fees from MPT for these services. Effective January 1, 2013, MPT and CAPIC entered into a services agreement whereby CAPIC provides claims legal defense services to MPT physicians. MPT pays CAPIC monthly fees for these services that are based on actual costs incurred (see Note 9).

CAP sponsors the CAP State Political Action Committee and the CAP Federal Political Action Committee, which solicit and accept donations from members of CAP and make contributions in support of candidates for public office. CAP also maintains the CAP State Independent Expenditure Committee and the CAP Federal Independent Expenditure Committee, which participate in independent expenditure candidate campaigns. These committees are subject to laws and regulations of the state of California and the federal government.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF FINANCIAL STATEMENT PRESENTATION

The consolidated financial statements of CAP and its wholly owned subsidiaries, CAPIC and CAP Agency (collectively, the Company), have been prepared in accordance with U.S. generally accepted accounting principles (GAAP). This basis of accounting requires the use of management estimates that affect the reported amounts of assets and liabilities, disclosure of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results may differ from those estimates. Intercompany transactions and balances have been eliminated in consolidation.

The expenses of CAP are incurred on behalf of its members and participants, MPT, and the political action committees. For certain membership benefit expenses, CAP is reimbursed by MPT. Other revenues include royalties under certain license agreements. Membership dues are \$250 per member. For participants, the dues vary based on the benefits selected by such participants.

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash and short-term highly liquid investments with maturities of 90 days or less at acquisition and are principally stated at amortized cost.

RESTRICTED CASH

Restricted cash represents funds held in premium trust accounts for CAP Agency and CAP Assurance premiums and premium related receipts, and funds held in a loss fund pursuant to a claims servicing agreement. Disbursements are made from these accounts to pay premiums to insurance companies, agent commissions to CAP Agency, dues and claims and risk management service fees to CAP, excise surplus lines taxes to taxing authorities, and approved loss payments under the claims servicing agreement.

SHORT-TERM INVESTMENTS

Short-term investments include investments with remaining maturities of one year or less at the time of acquisition and are principally stated at amortized cost.

INVESTMENTS

Investments are classified as available-for-sale and are carried at fair value. Transfers between fair value hierarchy levels 1, 2, or 3 are recognized on the actual date of the circumstances that caused the transfer to occur. Unrealized gains and losses are accounted for, net of tax, as a component of accumulated other comprehensive income in members' equity. Realized gains and losses from sales transactions occurring during the year are recognized in operations using the specific identification method. Unrealized gains and losses are determined using the specific identification method. Investment income is recorded as earned. Premiums and discounts on investment securities are primarily amortized using the interest method over the estimated lives of the investments. Adjustments for other-than-temporary market declines are recorded when determination of loss is probable and are reported as a write-down of cost or amortized cost to fair value.

CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject the Company to concentrations of credit risk consist principally of temporary cash investments and fixed income securities. The Company places its temporary cash investments with high credit quality financial institutions. Concentrations of credit risk with respect to fixed income securities are limited due to the large number of such investments and their distribution across many different sectors. The Company's investments in federal agency securities are considered to have an implicit guarantee as to principal from the U.S. government and are considered to have minimal credit risk.

CAPIC is a reinsurer under certain reinsurance agreements with an insurer where premiums assumed, less specified policy acquisition costs and claims administration expenses, are held by the ceding insurance company to secure certain obligations of CAPIC, such as incurred but unpaid claims and unearned premiums. Total amounts held by the insurance company as of December 31, 2017 and 2016 are \$6,392,000 and \$4,064,000, respectively, and are reported as funds held by reinsured. Management has evaluated the financial condition of the insurance company and has concluded that no allowance for credit losses is considered necessary (see Note 5).

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

FAIR VALUE OF FINANCIAL INSTRUMENTS

Estimated fair value amounts, defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the “exit price”) in an orderly transaction between market participants at the measurement date, have been determined using available market information and other appropriate valuation methodologies. However, considerable judgment is required in developing the estimates of fair value where quoted market prices are not available. Accordingly, these estimates are not necessarily indicative of the amounts that could be realized in a current market exchange. The use of different market assumptions or estimating methodologies may have an effect on the estimated fair value amounts.

The following methods and assumptions were used by the Company in estimating the fair value disclosures for financial instruments in the accompanying consolidated financial statements and in these notes:

Cash and cash equivalents, restricted cash, short-term investments, income taxes receivable, premiums receivable, funds held by reinsured, receivable from affiliated entities, receivable for claims and risk management services, payable to affiliated entities, dues received in advance, premiums payable, accounts payable and other liabilities.

The carrying amounts for these financial instruments as reported in the accompanying consolidated balance sheets approximate their estimated fair values.

Investments. The Company determines the fair value of its financial instruments based on the fair value hierarchy established in Accounting Standards Codification (ASC) 820, which requires an entity to disclose the use of observable inputs and minimize the use of unobservable inputs for measuring fair value. Estimates of fair value measurements for these securities are estimated using relevant inputs, including 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. Industry standard models are used to analyze and value securities with embedded options or prepayment sensitivities.

Each asset class is evaluated based on relevant market information, relevant credit information, perceived market movements and sector news. The market inputs utilized in the pricing evaluation include benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, reference data, and industry 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.

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

Because the fair value estimates of most fixed income securities are determined by evaluations that are based on observable market information rather than market quotes, most estimates of fair value for fixed income securities are based on estimates using objectively verifiable information and are included in the amount disclosed in Level 2 of the hierarchy. The values of states and municipalities, corporate bonds, residential mortgage-backed securities, commercial mortgage-backed securities and asset-backed securities are based on the observable market information and as such, are included in Level 2 of the hierarchy. Level 1 is limited to unadjusted quoted prices in active markets for identical instruments and includes all U.S. Treasury obligations and equity securities.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The following table presents investments in the accompanying consolidated balance sheets that are stated at fair value and the fair value measurements used as of December 31, 2017 and 2016 (see Note 3):

| | Total | Level 1 | Level 2 |
|---|---------------------|--------------------|---------------------|
| DECEMBER 31, 2017 | | | |
| Fixed income securities | | | |
| States and municipalities | \$18,389,000 | \$ — | \$18,389,000 |
| U.S. Treasury obligations | 835,000 | 835,000 | — |
| Corporate bonds | 1,916,000 | — | 1,916,000 |
| Residential mortgage-backed securities | 5,930,000 | — | 5,930,000 |
| Commercial mortgage-backed securities | 1,067,000 | — | 1,067,000 |
| Asset-backed securities | 5,758,000 | — | 5,758,000 |
| Total fixed income securities | 33,895,000 | 835,000 | 33,060,000 |
| Equity securities: mutual funds | 2,348,000 | 2,348,000 | — |
| Total fixed income and equity securities | \$36,243,000 | \$3,183,000 | \$33,060,000 |
| DECEMBER 31, 2016 | | | |
| Fixed income securities | | | |
| States and municipalities | \$17,737,000 | \$ — | \$17,737,000 |
| U.S. Treasury obligations | 491,000 | 491,000 | — |
| Corporate bonds | 2,309,000 | — | 2,309,000 |
| Residential mortgage-backed securities | 6,310,000 | — | 6,310,000 |
| Commercial mortgage-backed securities | 1,151,000 | — | 1,151,000 |
| Asset-backed securities | 5,052,000 | — | 5,052,000 |
| Total fixed income securities | \$33,050,000 | \$ 491,000 | \$32,559,000 |
| Equity securities: mutual funds | 4,784,000 | 4,784,000 | — |
| Total fixed income and equity securities | \$37,834,000 | \$5,275,000 | \$32,559,000 |

There were no securities at December 31, 2017 or 2016, whose fair value measurements were based on Level 3: Unobservable inputs.

There were no significant transfers in and out of Level 1 and Level 2 fair value measurements during the years ended December 31, 2017 or 2016.

REVENUES

Dues: Members' dues are recognized on January 1 of each year and earned ratably over the year. For participants, dues are recognized on a pro rata basis over the related agreement or insurance policy term.

Claims and risk management service revenues: These services are comprised primarily of services provided to MPT and to an insurance company pursuant to the CAPAssurance Program (see Notes 1 and 9). Claims and risk management services to MPT are recognized as earned, and are derived under agreements to provide certain administrative, claims legal defense, and management services. For all services except claims legal defense, revenues are determined based on actual expenses incurred plus a margin. The calculation of expense to MPT is based on the ratio of assessments, dues and revenues of MPT to total assessments, dues and revenues of the Company and MPT combined. The Company excludes revenues from this administrative and management services agreement in calculating this ratio. The claims legal defense service revenues are determined based on actual costs incurred and represent services provided by CAPIC to MPT physicians pursuant to an agreement effective January 1, 2013.

The claims and risk management services under the CAPAssurance Program are derived from agreements with an insurance company that became effective in 2013. These services consist of claims administration, risk management and certain insurance services in the areas of underwriting support, risk management, marketing, and other administrative services. The insurance company retains underwriting authority on all policies issued. Service fees are based on percentages of premiums on policies issued. If a policy is cancelled prior to its expiration date, the Company returns service fees to the insurance company based on the unearned premium of the cancelled policy. These service obligations are part of

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

other agreements that together allow the Company to offer a medical professional liability insurance product to large physician medical groups, hospitals and medical facilities. One of these other agreements is a pro rata reinsurance agreement between CAPIC and the insurance company. This enables the Company to participate in the underwriting results on insurance policies issued by the insurance company through the CAPAssurance Program. Accordingly, the Company will not only generate claims and risk management service revenues on policies issued by the insurance company, but will also recognize premiums earned through the reinsurance agreement and dues revenue for any physician and medical facility participants who purchase benefits from CAP.

CAP recognizes the marketing services revenues under the CAPAssurance Program at the inception of the policy period since these services are complete as of the inception of the policy. Underwriting support, risk management and other administration services under the CAPAssurance Program ("policy services") are recognized over the related policy term. Policy services are provided during the policy term. Service fees are subject to return should the underlying policy be cancelled. For claims administration services, an estimated payout period of reported claims is used to recognize service fee revenue. This period is generally longer than the related policy term and is aligned with the Company's obligation to provide claims administration services on reported claims until final resolution of the claim. The allocation of service fees between claims administration and policy services is based on the premium percentages for such services as provided for in the underlying agreements. The Company determined these rates to be reasonable by comparing these percentages to the recent historical experience of the insurance company and found such rates comparable. The insurance company is a leading provider of medical professional liability insurance nationwide and is considered representative of what competitive policy services cost should approximate.

Premiums: Premiums are recognized on a pro rata basis over the policy or reinsurance contract terms. Premiums under extended reported endorsements are recognized on the effective date of the endorsement.

Commissions earned: Commissions on premiums billed and commission adjustments, including policy cancellations and override commissions, are recorded when estimable or received. Supplemental commissions are received from insurance companies as additional incentive for achieving specified premium volume goals and/or the loss experience of the insurance placed by the Company. Supplemental commissions are recognized when the Company receives data from the insurance companies that allows the amounts to be reasonably estimated.

DEFERRED ACQUISITION COSTS

Costs that vary with and are directly related to the successful production of new and renewal insurance and reinsurance premiums are deferred to the extent they are recoverable against unearned premiums and are amortized as related premiums are earned. These acquisition costs consist mainly of commissions, premium taxes, claim administration costs and other policy administration costs of the ceding company. Future investment income attributable to related premiums is taken into account in measuring the recoverability of the carrying value of this asset. The amortization of deferred acquisition costs related to claim administration costs is included in losses in the consolidated Statements of Comprehensive Income (Loss). All other amortization is included in other operating expenses (see Note 6).

RESERVES FOR LOSSES AND LOSS ADJUSTMENT EXPENSES

Reserves for losses and loss adjustment expenses under contracts of insurance and reinsurance written on a claims-made form is determined from reported losses and an amount, based on an actuarial evaluation which considers past experience, for development on such losses. Such liabilities are necessarily based on estimates and, while management believes that the amount is within a reasonable range of adequacy, the ultimate liability may be in excess of, or less than, the amount provided. Changes in estimates of the liabilities resulting from their periodic review and differences between estimates and ultimate payments are reflected in current operations.

PREMIUMS RECEIVABLE AND PREMIUMS PAYABLE

CAP Agency and CAP record premiums receivable and payable under its agency billed and CAPAssurance business using the accrual basis. Under this method, new and renewal premiums on policies produced by CAP Agency on agency billed business or CAP on CAPAssurance Program business is recognized as a premium receivable from the physician, group or medical facility and a premium payable to the insurance company. Cash received from agency or CAP billings reduce the premiums receivable and cash payments to the insurance company reduce the premiums payable. For business where CAP Agency is not obligated to perform billing services, accounts are settled on a cash basis.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

RECEIVABLE FOR CLAIMS AND RISK MANAGEMENT SERVICES

The receivable for claims and risk management services represents uncollected claims, risk management and insurance services fees on insurance policies issued under the CAPAssurance Program (see Note 1). A receivable is established at the inception date of the issued policies and CAP collects these service fees based on the premium payment terms of the issued policies.

UNEARNED CLAIMS AND RISK MANAGEMENT SERVICES

Risk management and insurance services provided by CAP under the CAPAssurance Program are recognized over the underlying insurance policy periods. Claims administration services provided by CAP under this program are recognized over an estimated payout period of reported claims. Unearned claims and risk management services represent the amount of these service fees that relate to either the unexpired policy periods or the unexpired claim payout periods as of the balance sheet date (see Note 1).

CAPITAL REQUIREMENTS

CAPIC is required by the State of Hawaii to maintain capital and surplus in an amount, and in certain investments, deemed appropriate by the Insurance Commissioner of the State of Hawaii (Insurance Commissioner). At December 31, 2017 and 2016, CAPIC exceeded the minimum requirement of \$1,000,000. Hawaii law provides that no dividends may be paid to shareholders without prior approval of the Insurance Commissioner. No dividends were declared or paid for the years ended December 31, 2017 and 2016.

INCOME TAXES

CAP and its wholly owned subsidiaries file a consolidated federal income tax return. CAP allocates income taxes to these subsidiaries based on the separate return method. Income taxes are provided for current taxes payable or refundable and the temporary differences arising from future tax consequences of events that have been recognized in the Company's financial statements or income tax returns. The effects of income taxes are measured based on enacted tax laws and rates. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Valuation allowances are recognized if, based on the weight of available evidence, it is more likely than not that some portion of the deferred tax assets will not be realized. Interest and penalties on tax amounts paid or received are included in investment income, net and other operating costs, respectively.

COMPREHENSIVE INCOME

Comprehensive income consists of net income (loss) and other comprehensive income (loss). Other comprehensive income (loss) refers to revenues, expenses, gains and losses that are not included in net income, less reclassification adjustments for gains or losses, but rather are recorded in comprehensive income. For the years ended December 31, 2017 and 2016, other comprehensive income (loss) consists solely of net unrealized gains and losses, net of tax, on securities classified as available-for-sale. Reclassification adjustments related to available-for-sale securities for the years ended December 31, 2017 and 2016, were as follows:

| | 2017 | 2016 |
|---|-------------------|-----------|
| Net realized investment (losses) gains included in the calculation of investment income | \$(35,000) | \$ 28,000 |
| Tax effect (at 34%) | 12,000 | (10,000) |
| Net realized investment (losses) gains reclassified from other comprehensive income | \$(23,000) | \$ 18,000 |

NEW ACCOUNTING STANDARDS

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*, in order to clarify the principles for recognizing revenue, improve comparability of revenue recognition practices across entities, industries, jurisdictions and capital markets and to provide more useful information to users of financial statements through improved disclosure requirements. The core principle of the guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This update will be effective for reporting periods beginning after December 15, 2018, and may be adopted earlier, but not before reporting periods beginning after December 15, 2017. The Company has not completed a full analysis of the impact of this guidance; however, it believes there will not be a material impact on the Company's financial statements.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

In May 2015, the FASB issued ASU 2015-09, *Insurance (Topic 944): Disclosures About Short-Duration Contracts*, which requires all insurance entities that issue short-duration contracts to expand disclosures about the liability for unpaid claims and claim adjustment expenses. This update increases transparency of significant estimates made in measuring those liabilities, improves comparability by requiring consistent disclosure of information, and provides financial statement users with additional information to facilitate analysis of the amount, timing, and uncertainty of cash flows arising from contracts issued by insurance entities and the development of loss reserve estimates. This update is effective for annual reporting periods beginning after December 15, 2016, with earlier adoption permitted. These disclosures relate entirely to CAPIC, which is regulated by the Insurance Commissioner of the State of Hawaii. CAPIC requested permission from the Insurance Commissioner to omit these disclosures from its financial statements as of and for the year ended December 31, 2017. The Insurance Commissioner approved CAPIC's request and therefore the Company is not including the disclosures required by ASU 2015-09 (see Note 4). Had the Company adopted the guidance, it would not have had a material impact on the Company's financial position or results of operations as it affected disclosures only.

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments – Overall (Subtopic 825-10), Recognition and Measurement of Financial Assets and Financial Liabilities*. In this update, the FASB issued guidance that requires equity investments (except those accounted for under the equity method of accounting, or those that result in consolidation of the investee) to be measured at fair value with changes in fair value recognized in net income. The new guidance also specifies that an entity use the exit price notion when measuring the fair value of financial instruments for disclosure purposes and present financial assets and liabilities by measurement category and form of financial asset. Other provisions of the new guidance include: revised disclosure requirements related to the presentation in comprehensive income of changes in the fair value of liabilities; and simplified impairment assessments for equity investments without readily determinable fair values. ASU 2016-01 is effective for reporting periods beginning after December 15, 2019. Based on the equity investments currently held by the Company, there would not be a material impact on the Company's financial statements if the new guidance were able to be adopted in the current accounting period. The impact on the Company's financial statements at the date of adoption of the updated guidance will be determined by the equity investments held by the Company and the economic conditions at that time.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*, as modified by ASU 2017-03, *Transition and Open Effective Date Information*. Under ASU 2016-02, an entity will be required to recognize assets and liabilities for the rights and obligations created by leases on the entity's balance sheet for both finance and operating leases. For leases with a term of 12 months or less, an entity can elect to not recognize lease assets and lease liabilities and expense the lease over a straight-line basis for the term of the lease. ASU 2016-02 will require new disclosures that depict the amount, timing, and uncertainty of cash flows pertaining to an entity's leases. ASU 2016-02 is effective for reporting periods beginning January 1, 2020 and must be adopted using a modified retrospective approach for annual and interim periods beginning after December 15, 2019. Early adoption is permitted. Under this guidance, the Company will record assets and liabilities relating primarily to its long-term office leases, and the Company is currently evaluating the effect to its financial statements.

In June 2016, the FASB issued ASU 2016-13, *Measurement of Credit Losses on Financial Instruments*. Rather than generally recognizing credit losses when it is probable that the loss has been incurred, the revised guidance requires companies to recognize an allowance for credit losses for the difference between the amortized cost basis of a financial instrument and the amount of amortized cost that the company expects to collect over the instrument's contractual life. ASU 2016-13 is effective for reporting periods beginning after December 15, 2020, and must be adopted as a cumulative effect adjustment to retained earnings; early adoption is permitted. The Company has not yet adopted this guidance. The adoption of this guidance is not expected to have a material impact on the Company's financial statements.

In November 2016, the FASB issued ASU 2016-18, *Statement of Cash Flows (Topic 230)*, which provides guidance on the presentation of restricted cash in the Statement of Cash Flows. Under the new guidance, entities are required to include restricted cash and restricted cash equivalents with the cash and cash equivalents when reconciling beginning-of-period and end-of-period amounts as presented on the statement of cash flows. This update is effective for annual reporting periods beginning after December 15, 2018, and may be adopted earlier. The Company has not yet adopted this guidance. The standard addresses presentation of restricted cash in the Statement of Cash Flows only and will have no effect on our reported consolidated financial condition or results of operations.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

In February 2018, the FASB issued ASU 2018-02, *Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*, (AOCI), resulting from the Tax Cuts and Jobs Act of 2017 (TCJA). Current guidance requires the effect of a change in tax laws or rates on deferred tax balances to be reported in income from continuing operations in the accounting period that includes the period of enactment, even if the related income tax effects were originally charged or credited directly to AOCI. The amount of the reclassification includes the effect of the change in the U.S. federal corporate income tax rate on the gross deferred tax amounts and related valuation allowances, if any, at the date of the enactment of the TCJA related to items in AOCI. The updated guidance is effective for reporting periods beginning after December 15, 2018 and is to be applied retrospectively to each period in which the effect of the TCJA related to items remaining in AOCI are recognized or at the beginning of the period of adoption. Early adoption is permitted. The Company has adopted the updated guidance in 2017 (see Note 8).

RECLASSIFICATIONS

Certain reclassifications have been made to the prior year consolidated financial statements to conform to the current year presentation.

SUBSEQUENT EVENTS

The Company has completed an evaluation of all subsequent events through March 19, 2018, which is the date the consolidated financial statements were available for issuance, and has concluded that no subsequent events occurred which would require recognition or disclosure.

NOTE 3: INVESTMENTS

Investment securities, exclusive of cash and cash equivalents, are comprised of the following:

| | Amortized Cost/Cost | Gross Unrealized Gains | Gross Unrealized Losses | Fair Value |
|--|------------------------|------------------------------|-------------------------------|---------------------|
| DECEMBER 31, 2017 | | | | |
| <i>Fixed income securities</i> | | | | |
| States and municipalities | \$17,941,000 | \$ 506,000 | \$ (58,000) | \$18,389,000 |
| U.S. Treasury obligations | 845,000 | — | (10,000) | 835,000 |
| Corporate bonds | 1,888,000 | 29,000 | (1,000) | 1,916,000 |
| Residential mortgage-backed securities | 5,963,000 | 32,000 | (65,000) | 5,930,000 |
| Commercial mortgage-backed securities | 1,061,000 | 6,000 | — | 1,067,000 |
| Asset-backed securities | 5,780,000 | 2,000 | (24,000) | 5,758,000 |
| <i>Total fixed income securities</i> | 33,478,000 | 575,000 | (158,000) | 33,895,000 |
| <i>Equity securities: mutual funds</i> | 1,240,000 | 1,108,000 | — | 2,348,000 |
| <i>Total fixed income and equity securities</i> | \$34,718,000 | \$1,683,000 | \$(158,000) | \$36,243,000 |
| DECEMBER 31, 2016 | | | | |
| <i>Fixed income securities</i> | | | | |
| States and municipalities | \$17,579,000 | \$ 294,000 | \$(136,000) | \$17,737,000 |
| U.S. Treasury obligations | 495,000 | — | (4,000) | 491,000 |
| Corporate bonds | 2,270,000 | 39,000 | — | 2,309,000 |
| Residential mortgage-backed securities | 6,337,000 | 52,000 | (79,000) | 6,310,000 |
| Commercial mortgage-backed securities | 1,147,000 | 5,000 | (1,000) | 1,151,000 |
| Asset-backed securities | 5,059,000 | 9,000 | (16,000) | 5,052,000 |
| <i>Total fixed income securities</i> | 32,887,000 | 399,000 | (236,000) | 33,050,000 |
| <i>Equity securities: mutual funds</i> | 4,242,000 | 726,000 | (184,000) | 4,784,000 |
| <i>Total fixed income and equity securities</i> | \$37,129,000 | \$1,125,000 | \$(420,000) | \$37,834,000 |

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 3: INVESTMENTS (continued)

The amortized cost and fair value of fixed income securities available-for-sale as of December 31, 2017, by contractual repayment date of principal, are shown below. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

| | Amortized Cost | Fair Value |
|---|---------------------|---------------------|
| Due in one year or less | \$ 1,766,000 | \$ 1,768,000 |
| Due after one year through five years | 4,773,000 | 4,829,000 |
| Due after five years through ten years | 7,841,000 | 8,007,000 |
| Due after ten years | 6,294,000 | 6,536,000 |
| | 20,674,000 | 21,140,000 |
| Mortgage-backed and asset-backed securities | 12,804,000 | 12,755,000 |
| | \$33,478,000 | \$33,895,000 |

For the years ended December 31, 2017 and 2016, proceeds from sales of investments were \$5,781,000 and \$1,758,000, respectively.

The following table shows the gross unrealized losses and fair value aggregated by investment category and length of time those securities have been in a continuous unrealized loss position:

| | Less Than 12 Months | | 12 Months or More | | Total | |
|---|---------------------|-----------------------------|--------------------|-----------------------------|---------------------|-----------------------------|
| | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss |
| DECEMBER 31, 2017 | | | | | | |
| <i>Fixed income securities</i> | | | | | | |
| States and municipalities | \$ 2,254,000 | \$ (15,000) | \$1,663,000 | \$ (43,000) | \$ 3,917,000 | \$ (58,000) |
| U.S. Treasury obligations | 835,000 | (10,000) | — | — | 835,000 | (10,000) |
| Corporate bonds | 600,000 | (1,000) | — | — | 600,000 | (1,000) |
| Residential mortgage-backed securities | 1,349,000 | (13,000) | 2,740,000 | (52,000) | 4,089,000 | (65,000) |
| Commercial mortgage-backed securities | 94,000 | — | — | — | 94,000 | — |
| Asset-backed securities | 3,271,000 | (8,000) | 1,735,000 | (16,000) | 5,006,000 | (24,000) |
| Total fixed income securities | \$ 8,403,000 | \$ (47,000) | \$6,138,000 | \$(111,000) | \$14,541,000 | \$(158,000) |
| DECEMBER 31, 2016 | | | | | | |
| <i>Fixed income securities</i> | | | | | | |
| States and municipalities | \$ 5,731,000 | \$(136,000) | \$ — | \$ — | \$ 5,731,000 | \$(136,000) |
| U.S. Treasury obligations | 491,000 | (4,000) | — | — | 491,000 | (4,000) |
| Residential mortgage-backed securities | 4,084,000 | (79,000) | — | — | 4,084,000 | (79,000) |
| Commercial mortgage-backed securities | — | — | 501,000 | (1,000) | 501,000 | (1,000) |
| Asset-backed securities | 1,736,000 | (16,000) | — | — | 1,736,000 | (16,000) |
| Total fixed income securities | 12,042,000 | (235,000) | 501,000 | (1,000) | 12,543,000 | (236,000) |
| <i>Equity securities: mutual funds</i> | — | — | 2,817,000 | (184,000) | 2,817,000 | (184,000) |
| Total fixed income and equity securities | \$12,042,000 | \$(235,000) | \$3,318,000 | \$(185,000) | \$15,360,000 | \$(420,000) |

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 3: INVESTMENTS (continued)

The Company reviews, at least quarterly, its investment portfolio for securities that may have an other-than-temporary impairment. In its impairment analysis, the Company takes into consideration numerous criteria, including the duration and extent of any decline in estimated fair value, industry factors, downgrades by rating agencies, liquidity and fundamental factors of the issuers, as well as its ability and intent to retain its investment in the issuer to allow for any anticipated recovery in market value or maturity. If the decline is determined to be other than temporary, the investment's amortized cost is written down to estimated fair value with the unrealized loss recognized in earnings as a realized loss on investments. As of December 31, 2017 and 2016, none of the Company's investments whose estimated fair values were less than amortized cost were considered to be other-than-temporarily impaired given the severity and duration of the impairment and the credit quality of the issuers. Regarding equity securities, the Company has evaluated the near-term prospects of the securities in relation to the severity and duration of the impairment and intends to hold these securities until a recovery of fair value has occurred. The Company does not intend to sell its investments whose fair values are less than amortized cost and it is not more likely than not that the Company will be required to sell the investments before recovery of the amortized cost bases, which may be maturity.

Investment income, net is summarized as follows:

| | Years Ended December 31 | |
|--|-------------------------|-------------|
| | 2017 | 2016 |
| Interest income | \$1,598,000 | \$1,326,000 |
| Gains on sales of investments | 68,000 | 65,000 |
| Losses on sales of investments | (235,000) | — |
| Investment management fees and expenses | (39,000) | (36,000) |
| Net amortization of premium on fixed income securities | (321,000) | (335,000) |
| Investment income, net | \$1,071,000 | \$1,020,000 |

NOTE 4: RESERVES FOR LOSSES AND LOSS ADJUSTMENT EXPENSES

The activity in the reserves for losses and loss adjustment expenses is summarized as follows:

| | December 31 | |
|------------------------------|---------------------|--------------|
| | 2017 | 2016 |
| Reserves — beginning of year | \$15,151,000 | \$14,825,000 |
| Incurring related to: | | |
| Current year | 9,236,000 | 7,949,000 |
| Prior years | (923,000) | (2,110,000) |
| Total incurred | 8,313,000 | 5,839,000 |
| Paid related to: | | |
| Current year | (965,000) | (947,000) |
| Prior years | (5,187,000) | (4,566,000) |
| Total paid | (6,152,000) | (5,513,000) |
| Reserves — end of year | \$17,312,000 | \$15,151,000 |

For the years ended December 31, 2017 and 2016, the provision for losses and loss adjustment expenses for the prior years decreased by \$923,000 and \$2,110,000, respectively. The claims-made years impacted by the provision for losses and loss adjustment expenses for prior years are as follows:

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 4: RESERVES FOR LOSSES AND LOSS ADJUSTMENT EXPENSES (continued)

| Claims-Made Year | Prior Claims-Made Years' Provision for Losses and Loss Adjustment Expense For Years Ended December 31 | |
|------------------|---|----------------------|
| | 2017 | 2016 |
| 2016 | \$ 207,000 | N/A |
| 2015 | (1,148,000) | \$ 240,000 |
| 2014 | (986,000) | 804,000 |
| 2013 | (251,000) | (849,000) |
| 2012 | 101,000 | (907,000) |
| 2011 | 1,126,000 | (1,389,000) |
| 2010 | 35,000 | (15,000) |
| 2009 | — | — |
| 2008 | (7,000) | 6,000 |
| | \$ (923,000) | \$(2,110,000) |

For the year ended December 31, 2017, the favorable development on the 2013 through 2015 claims-made years was due to lower than expected claim severity, and the adverse development on the 2016 and 2012 claims-made years was due to higher than expected claim severity. The adverse development on the 2011 claims-made year was due to an unexpected loss on one claim under an excess of loss reinsurance contract covering MPT. The loss occurred under provisions in the contract that indemnified MPT for reinstatement premiums that MPT became obligated to pay under its reinsurance program. For the year ended December 31, 2016, the favorable development on the 2011 through 2013 claims-made years was due to lower than expected claim severity. The adverse development on the 2014 and 2015 claims-made years was due to higher than expected severity and claim frequency.

NOTE 5: REINSURANCE

CAPIC is involved in the assumption of reinsurance to share risk with insureds. CAPIC also purchases reinsurance from a non-affiliated insurer to reduce its net exposure to losses. The following table presents the effect of reinsurance on short-duration insurance premiums written and earned:

| | Years Ended December 31 | |
|-------------------|-------------------------|--------------------|
| | 2017 | 2016 |
| Premiums written: | | |
| Direct | \$ 2,053,000 | \$2,475,000 |
| Assumed | 7,834,000 | 5,853,000 |
| Ceded | (39,000) | (41,000) |
| Total written | \$9,848,000 | \$8,287,000 |
| Premiums earned: | | |
| Direct | \$ 2,049,000 | \$2,436,000 |
| Assumed | 7,645,000 | 5,601,000 |
| Ceded | (40,000) | (21,000) |
| Total earned | \$ 9,654,000 | \$8,016,000 |

CAPIC assumes reinsurance on a pro rata basis with an insurance company as part of the CAPAssurance Program (see Note 1). In 2015, CAPIC entered into a second pro rata reinsurance agreement with the same insurance company that cover specified policies on physician groups and facilities that do not purchase their medical professional liability insurance coverage through CAPAssurance. Under these agreements, CAPIC participates on a pro rata basis in the first \$1.0 million of exposure on medical professional liability policies at rates that vary based on the type of insured covered by the policies. Pursuant to the terms of these agreements, premiums assumed, less specified policy acquisition costs and claims administration expenses, are held by the insurance company to secure certain obligations of CAPIC, such as incurred but unpaid claims and unearned premiums. Should the assumed premiums, net of expenses, be insufficient to

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 5: REINSURANCE (continued)

secure these unpaid obligations, then additional funds will be paid to the insurance company to make up any shortfall. In December 2016, the Company funded \$50,000 in additional funds to the insurance company. No additional funds were required in 2017. The amounts held by the insurance company are reported as funds held by reinsured.

Effective January 1, 2016, CAPIC entered into a reinsurance agreement with HAPI relating to physician medical professional liability coverage. Under the agreement, CAPIC assumes a 5% share of up to \$4,700,000 in loss and defense costs in excess of \$300,000 on a per claim basis. CAPIC's participation begins after the application of an aggregate deductible calculated at 12% of developed reinsurance premium. Effective January 1, 2017, CAPIC's percentage share of this contract was increased to 10%.

Effective July 1, 2016, CAPIC entered into a reinsurance contract with an insurer on a pro rata basis that covers certain direct policies of medical professional liability coverage issued by CAPIC to healthcare facilities owned by physicians who are also members of HAPI. The receivable from the reinsurer on unpaid losses and loss adjustment expenses represents management's estimate of amounts that will be recoverable under this agreement. Given the uncertainty of the ultimate amounts of losses, management's estimates of losses and loss adjustment expenses recoverable may vary materially from the eventual outcome. Reinsurance contracts do not relieve CAPIC from its obligations to policyholders and CAPIC remains liable to its policyholders whether or not the reinsurer honors its contractual obligations. For the years ended December 31, 2017 and 2016, CAPIC has recognized no reinsurance recoveries under this contract. As of December 31, 2017 and 2016, the total amounts due to the reinsurer under this contract for reinsurance premiums were \$20,000 and \$13,000, respectively. For the years ended December 31, 2017 and 2016, no reinsurance balances were written off for credit reasons.

NOTE 6: AMORTIZATION OF DEFERRED ACQUISITION COSTS

Acquisition costs under reinsurance and insurance contracts are deferred to the extent they are recoverable against unearned premiums and are amortized as related premiums are earned. The amortization of deferred acquisition costs that is included in other operating expenses totals \$56,000 and \$36,000 for the years ended December 31, 2017 and 2016, respectively (see Note 2).

NOTE 7: CONTINGENCIES AND COMMITMENTS

CAP and certain members of CAP's board of directors (who were sued in their individual capacities) were co-defendants in a lawsuit filed in June 2016, together with certain members of MPT's board of trustees. The lawsuit, Glenn H. Weissman, MD, et al. v. Cooperative of American Physicians, Inc., et al. was filed by two former members of CAP and two active members of CAP. The primary allegation by the four plaintiffs was wrongful termination of the former members from CAP and as participating members in MPT. The lawsuit was resolved in favor of all defendants in the third quarter of 2017. CAP incurred estimated defense costs, net of expected insurance proceeds, of \$1,980,000 for the year ended December 31, 2016 in conjunction with this litigation. CAP's policy with regard to legal costs associated with loss contingencies is to accrue an estimate of total estimated legal costs to be incurred in connection with the lawsuit to resolution. Additionally, any related insurance recoveries are recorded when they are probable. Included in other operating costs for the years ended December 31, 2017 and 2016 is (\$302,000) and \$1,980,000, respectively, in total estimated legal (benefits) costs associated with the lawsuit. As of December 31, 2017 and 2016, estimated remaining legal costs of \$0 and \$1,218,000, respectively, are included in other liabilities, and estimated receivables for insurance recoveries of \$103,000 and \$536,000 are included in other assets as of December 31, 2017 and 2016, respectively.

The Company is subject to other legal proceedings arising from the normal conduct of its business. In the opinion of management, any ultimate liability that may arise from these proceedings will not have a material effect on the Company's consolidated financial position.

CAP and MPT occupy their home office and regional office facilities under operating leases which provide for adjustments to the lease payments based upon contractual commitments and inflationary factors. Both companies are lessees under these operating leases. Rent expense is apportioned between CAP and MPT based primarily on the number of

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 7: CONTINGENCIES AND COMMITMENTS (continued)

employees. The total rent expense under these leases was \$3,018,000 and \$3,148,000 for the years ended December 31, 2017 and 2016, respectively. The future minimum rental commitments under these operating leases are as follows:

| Years Ending December 31 | Amount |
|-----------------------------|---------------------|
| 2018 | \$ 2,198,000 |
| 2019 | 2,164,000 |
| 2020 | 2,190,000 |
| 2021 | 2,277,000 |
| 2022 and after | 5,908,000 |
| | \$14,737,000 |

NOTE 8: INCOME TAXES

The components of the income tax benefit are as follows:

| | Years Ended December 31 2017 | 2016 |
|----------|--|-----------|
| Current | \$ 316,000 | \$ 24,000 |
| Deferred | (259,000) | 163,000 |
| Total | \$ 57,000 | \$187,000 |

A reconciliation of income tax (expense) benefit computed at the federal statutory tax rate to total income tax benefit is summarized as follows:

| | Years Ended December 31 2017 | 2016 |
|--|--|-----------|
| Federal income tax (expense) benefit at 34% | \$(150,000) | \$151,000 |
| Adjustments in taxes resulting from: | | |
| State income tax benefit (net of federal effect) | 82,000 | 44,000 |
| Change in enacted tax rate | (154,000) | — |
| Change in enacted tax rate — unrealized gains (losses) | 183,000 | — |
| Employee benefit plan | 22,000 | (16,000) |
| Tax effect of PAC Committee's reimbursement for taxes | (48,000) | (86,000) |
| Tax-exempt investment income | 140,000 | 127,000 |
| Meals and entertainment exclusion | (18,000) | (24,000) |
| Other | — | (9,000) |
| Total income tax benefit | \$ 57,000 | \$187,000 |

On December 22, 2017, the Tax Cuts and Jobs Act was enacted (Enactment), which significantly revised U.S. corporate income tax law by, among other things, reducing the corporate statutory income tax rate to 21%, beginning January 1, 2018. This reduction in the corporate statutory income tax rate required the Company to re-evaluate certain of its deferred tax assets and liabilities, as of the date of Enactment, to reflect the revised income tax rates applicable to future periods.

The Company believes that it has made a reasonable estimate of the income tax effects of the Tax Cuts and Jobs Act as of and for the year ended December 31, 2017. However, the Company was required to base certain of its estimates and assumptions on incomplete information and/or preliminary interpretations of the effects of Enactment. As a result, the Company may need to reflect further adjustments to its deferred tax assets and liabilities recorded as of December 31,

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 8: INCOME TAXES (continued)

2017 in future periods upon obtaining, preparing, or analyzing additional information about facts and circumstances that existed as of that date that, if known at that time, would have affected the income tax effects initially reported. The Company has determined that the \$154,000 of the deferred tax expense recorded in connection with the remeasurement of certain deferred tax assets and liabilities excluding unrealized gains/(losses), and \$183,000 of deferred tax benefit recorded in connection with the remeasurement of deferred tax liability related to unrealized gains/(losses) were provisional amounts and reasonable estimates at December 31, 2017. The Company does not expect the amounts of any future income tax adjustments that may be required to be made to the Company's deferred tax assets and liabilities as of December 31, 2017 to be material.

The significant components of deferred income tax assets and liabilities are as follows:

| | December 31 | |
|---|-------------|------------|
| | 2017 | 2016 |
| Deferred tax assets: | | |
| Discounting of reserves for losses and loss adjustment expenses | \$ 230,000 | \$ 362,000 |
| Other-than-temporary impairments of other investments | — | 17,000 |
| Capital loss carryover | — | 18,000 |
| Employee benefit obligations | 85,000 | 193,000 |
| Legal costs for loss contingency | 42,000 | 314,000 |
| Charitable contributions carryover | 46,000 | — |
| Unearned premiums | 82,000 | 93,000 |
| Other items | 12,000 | 9,000 |
| Deferred tax assets | 497,000 | 1,006,000 |
| Deferred tax liabilities: | | |
| Unrealized gain on investments | (320,000) | (240,000) |
| State tax on unremitted earnings of subsidiaries | (263,000) | (213,000) |
| Accretion of bond discount | (117,000) | (186,000) |
| Deferred acquisition costs | (144,000) | (154,000) |
| State taxes | (6,000) | (34,000) |
| Other items | (4,000) | (13,000) |
| Deferred tax liabilities | (854,000) | (840,000) |
| Deferred tax (liability) asset, net | \$(357,000) | \$ 166,000 |

The Company has not established a valuation allowance against deferred tax assets as it has been determined that it is more likely than not that the assets will be realized.

Income taxes paid for the years ended December 31, 2017 and 2016 were \$172,000 and \$611,000, respectively. There were no penalties on tax amounts paid in either year ended December 31, 2017 or 2016.

As of December 31, 2017 and 2016, the Company had no net operating loss carryforwards.

The Company's income tax returns are subject to audit by the Internal Revenue Service and state tax authorities. Significant disputes may arise with these tax authorities involving issues of the timing and amount of deductions and allocations of income among various tax jurisdictions because of differing interpretations of tax laws and regulations. The Company periodically evaluates its exposures associated with tax filing positions.

As of December 31, 2017 and 2016, the Company had no uncertain tax positions.

Tax years 2014 through 2016 and tax years 2013 through 2016 are subject to examination by the federal and California taxing authorities, respectively. In February 2017, the Internal Revenue Service opened an examination of the Company's 2015 tax return that was closed in April 2017.

Notes to Consolidated Financial Statements

COOPERATIVE OF AMERICAN PHYSICIANS, INC. AND SUBSIDIARIES

NOTE 9: RELATED PARTY TRANSACTIONS

CAP and MPT operate under an administrative and management services agreement whereby CAP provides membership, claims, risk management, financial, legal and other administrative and management services to MPT. Under the agreement, CAP receives monthly fees from MPT for these services that are based on actual expenses incurred by CAP plus a margin. The margin applies to all services, except legal, whose services are provided to MPT at cost. For 2017, CAP agreed to waive the margin for the year ended December 31, 2017. Total revenues of \$23,780,000 and \$26,045,000 for the years ended December 31, 2017 and 2016, respectively, recognized from MPT for administrative and management services under the agreement are included in claims and risk management service revenues in the consolidated statements of comprehensive income. Expenses related to these agreements are included in salaries and related expenses totaling \$16,614,000 and \$17,431,000 for the years ended December 31, 2017 and 2016, respectively, and in other operating costs totaling \$7,166,000 and \$8,214,000 for the years ended December 31, 2017 and 2016, respectively.

Effective January 1, 2013, CAPIC and MPT entered into a services agreement whereby CAPIC provides claims legal defense services to MPT physicians. CAPIC receives monthly fees from MPT for these services that are based on actual costs incurred. Claims services fees recognized under this agreement were \$16,428,000 and \$16,678,000 for the years ended December 31, 2017 and 2016, respectively. Included in the receivable from affiliated entities is \$1,795,000 and \$1,664,000 due from MPT for these services as of December 31, 2017 and 2016, respectively.

In 2017 and 2016, CAPIC had reinsurance contracts with MPT. These contracts principally provide per claim excess of loss reinsurance coverage on a claims-made form for claims reported in 2017 and 2016. These agreements can be terminated and commuted at the end of any calendar quarter prospectively by mutual agreement of CAPIC and MPT. Premiums paid by MPT under these agreements were \$3,000,000 and \$2,600,000 for the years ended December 31, 2017 and 2016, respectively. CAPIC also participates in a reinsurance contract that provides MPT coverage on a claims-made basis for multiple claims arising out of one common event. Premiums received by CAPIC under this contract were \$203,000 and \$202,000 for the years ended December 31, 2017 and 2016, respectively. For the years ended December 31, 2017 and 2016, total affiliate reinsurance premium income under all reinsurance contracts with MPT was \$3,225,000 and \$2,803,000, respectively.

CAP provides its members and participants defense coverage for medical board actions with a \$25,000 limit and employer practice defense coverage with a \$50,000 limit. CAPIC provides insurance coverage to CAP for these benefits. MPT reimburses CAP for a significant portion of the cost of this coverage. CAP paid CAPIC \$2,234,000 and \$2,460,000 for the years ended December 31, 2017 and 2016, respectively, for this coverage, of which MPT reimbursed CAP \$1,972,000 and \$2,396,000 for the same respective years.

The Company sponsors a 401(k) savings plan for its employees. Employees' contributions are matched by the Company at a level that is determined by the Board of Directors. The contribution expense for the 401(k) savings plan was \$746,000 and \$744,000 for the years ended December 31, 2017 and 2016, respectively. Eligible employees vest in the Company's contribution over a four-year vesting schedule. The Company also sponsors a supplemental employee retirement program (SERP) for certain employees. Participants vest, on average, over a 10-year period. All of the expense related to the SERP is incurred by MPT. SERP liabilities for the Company's participants have been assumed by MPT.

The Company maintains a non-qualified deferred compensation program (NDCP) for eligible employees and Board members. Under the plan, participants can defer compensation or Board fees based on an annual election. Amounts deferred are credited with notional investment earnings on a tax deferred basis until such amounts are distributed to participants. Amounts deferred are remitted to MPT who administers the NDCP on behalf of the Company.

NOTE 10: EMPLOYEE BENEFITS

The Company maintains a post-retirement medical benefit plan for certain employees. Beginning at the age of 62, participants can use amounts held in a separate post-retirement account held on their behalf (by a third-party trust) to fund eligible medical expenses. Amounts paid to the trust by the Company are not refundable and become the property of the trustee on behalf of participants. The trust invests funds received from the Company in universal life insurance policies covering participants, which includes a death benefit funded by the Company until the participant reaches the vesting age of 62. While the plan establishes targeted post-retirement benefit levels for participants, there is no obligation for the Company to fully fund these levels and the employees are only eligible to receive the benefits accumulated in their account. The Company made its final contribution of \$65,000 in 2016.

2017 ANNUAL REPORT

MUTUAL PROTECTION TRUST

MPT 2017 Financial Reports

Report of Independent Auditors

The Board of Trustees
Mutual Protection Trust

We have audited the accompanying financial statements of the Mutual Protection Trust, which comprise the balance sheets as of December 31, 2017 and 2016, and the related statements of operations and net change in members' equity, changes in members' equity and cash flows for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Mutual Protection Trust at December 31, 2017 and 2016, and the results of its operations and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

Supplementary Information

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying supplementary financial information is presented for purposes of additional analysis and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information, except for that portion marked "unaudited," has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States. In our opinion, the information, except for that portion marked "unaudited" on which we express no opinion, is fairly stated, in all material respects, in relation to the financial statements as a whole.



March 19, 2018

Balance Sheets

MUTUAL PROTECTION TRUST

| | December 31 | |
|---|----------------------|---------------|
| | 2017 | 2016 |
| ASSETS | | |
| <i>Trust Fund Corpus, restricted:</i> | | |
| Fixed income securities, available-for-sale, at fair value | \$136,317,000 | \$139,663,000 |
| Cash and cash equivalents | 3,192,000 | 1,843,000 |
| Accrued interest receivable | 811,000 | 805,000 |
| Deferred tax asset | 63,000 | 23,000 |
| | 140,383,000 | 142,334,000 |
| <i>Trust Fund Operating Accounts:</i> | | |
| Fixed income securities, available-for-sale, at fair value | 65,804,000 | 62,542,000 |
| Cash and cash equivalents | 8,591,000 | 8,812,000 |
| Assessments, dues and other coverages receivable | 90,175,000 | 94,778,000 |
| Fixed assets, net | 1,478,000 | 2,118,000 |
| Deferred tax asset, net | 7,470,000 | 12,697,000 |
| Income taxes receivable | 59,000 | 60,000 |
| Other assets | 25,899,000 | 21,122,000 |
| | 199,476,000 | 202,129,000 |
| | \$339,859,000 | \$344,463,000 |
| LIABILITIES | | |
| <i>Trust Fund Operating Accounts:</i> | | |
| Non-assessable former members' liability | \$ 37,003,000 | \$ 35,042,000 |
| Unpaid claims and expenses | 11,077,000 | 18,355,000 |
| Deferred assessments, dues and other coverages | 112,428,000 | 106,383,000 |
| Payable to affiliated entity | 1,702,000 | 1,556,000 |
| Other liabilities | 24,247,000 | 29,202,000 |
| | 186,457,000 | 190,538,000 |
| Contingencies and commitments (see Notes 5 and 9) | | |
| MEMBERS' EQUITY | | |
| Trust Fund Corpus, including accumulated other comprehensive loss of \$238,000 and \$43,000 for 2017 and 2016, respectively | 140,383,000 | 142,334,000 |
| Trust Fund Operations | 13,019,000 | 11,591,000 |
| | 153,402,000 | 153,925,000 |
| | \$339,859,000 | \$344,463,000 |

The accompanying notes are an integral part of these financial statements.

Statements of Operations and Net Change in Members' Equity

MUTUAL PROTECTION TRUST

| | Years Ended December 31 | |
|---|-------------------------|----------------|
| | 2017 | 2016 |
| Assessments and Dues | \$106,713,000 | \$121,494,000 |
| Revenues | | |
| Investment income: | | |
| Interest income, net | 4,979,000 | 5,005,000 |
| Realized gains | 2,000 | 50,000 |
| Investment income, net | 4,981,000 | 5,055,000 |
| Other coverage fees | 15,702,000 | 14,534,000 |
| Total Assessments, Dues and Revenues | 127,396,000 | 141,083,000 |
| Expenses | | |
| Claims costs: | | |
| Indemnity expense | 42,617,000 | 61,346,000 |
| Defense and investigative services | 34,463,000 | 36,276,000 |
| Salaries and related expenses | 5,658,000 | 6,777,000 |
| Other operating costs | 12,109,000 | 11,807,000 |
| | 94,847,000 | 116,206,000 |
| General and administrative: | | |
| Salaries and related expenses | 12,703,000 | 12,530,000 |
| Other operating costs | 13,310,000 | 16,436,000 |
| | 26,013,000 | 28,966,000 |
| Total Expenses | 120,860,000 | 145,172,000 |
| Excess (Deficit) of Assessments, Dues and Revenues Over Expenses | | |
| Before Income Taxes | 6,536,000 | (4,089,000) |
| Income Tax Expense | (5,211,000) | (1,505,000) |
| Net Excess (Deficit) of Assessments, Dues and Revenues Over Expenses | 1,325,000 | (5,594,000) |
| Other Comprehensive Loss, Net | | |
| Net unrealized losses on securities available-for-sale, net of taxes | (92,000) | (952,000) |
| Net Change in Members' Equity | \$ 1,233,000 | \$ (6,546,000) |

The accompanying notes are an integral part of these financial statements.

Statements of Changes in Members' Equity

MUTUAL PROTECTION TRUST

| | Trust Fund Corpus | | | | | | |
|---|-----------------------|----------------------|---|---------------------------------------|--|-------------------------|-----------------------|
| | Trust Fund Operations | Active Members | Accumulated Other Comprehensive Income (Loss) | Members' Deferred Contract Receivable | Retired Members and Voluntary Terminations | Total Trust Fund Corpus | Total Members' Equity |
| Balance at | | | | | | | |
| January 1, 2016 | \$17,377,000 | \$139,130,000 | \$ 717,000 | \$(11,322,000) | \$13,612,000 | \$142,137,000 | \$159,514,000 |
| Corpus Activity: | | | | | | | |
| Additions | — | 7,928,000 | — | (7,928,000) | — | — | — |
| Payments on deferred contracts receivable | — | — | — | 6,257,000 | — | 6,257,000 | 6,257,000 |
| Repayments | — | — | — | — | (4,409,000) | (4,409,000) | (4,409,000) |
| Contributions | | | | | | | |
| relinquished | — | (891,000) | — | — | — | (891,000) | (891,000) |
| Transfers of Corpus | — | (5,883,000) | — | — | 5,883,000 | — | — |
| Net Deficit of Assessments, Dues and Revenues over Expenses | (5,594,000) | — | — | — | — | — | (5,594,000) |
| Other Comprehensive Loss (net of deferred income taxes of \$512,000) | (192,000) | — | (760,000) | — | — | (760,000) | (952,000) |
| Balance at | | | | | | | |
| December 31, 2016 | 11,591,000 | 140,284,000 | (43,000) | (12,993,000) | 15,086,000 | 142,334,000 | 153,925,000 |
| Corpus Activity: | | | | | | | |
| Additions | — | 6,889,000 | — | (6,889,000) | — | — | — |
| Payments on deferred contracts receivable | — | — | — | 6,322,000 | — | 6,322,000 | 6,322,000 |
| Repayments | — | — | — | — | (7,271,000) | (7,271,000) | (7,271,000) |
| Contributions | | | | | | | |
| relinquished | — | (807,000) | — | — | — | (807,000) | (807,000) |
| Transfers of Corpus | — | (7,701,000) | — | — | 7,701,000 | — | — |
| Net Excess of Assessments, Dues and Revenues over Expenses | 1,325,000 | — | — | — | — | — | 1,325,000 |
| Impact of Tax Cuts and Jobs Act | — | — | (87,000) | — | — | (87,000) | (87,000) |
| Other Comprehensive Gains/(Losses) (net of deferred income taxes of \$106,000) | 103,000 | — | (108,000) | — | — | (108,000) | (5,000) |
| Balance at | | | | | | | |
| December 31, 2017 | \$13,019,000 | \$138,665,000 | \$(238,000) | \$(13,560,000) | \$15,516,000 | \$140,383,000 | \$153,402,000 |

The accompanying notes are an integral part of these financial statements.

Statements of Cash Flows

MUTUAL PROTECTION TRUST

| | Years Ended December 31 | |
|---|-------------------------|---------------------|
| | 2017 | 2016 |
| Operating Activities | | |
| Net excess (deficit) of assessments, dues and revenues over expenses | \$ 1,325,000 | \$ (5,594,000) |
| Adjustments to reconcile net excess (deficit) of assessments, dues and revenues over expenses to net cash provided by (used in) operating activities: | | |
| Depreciation | 943,000 | 1,006,000 |
| Amortization on fixed income securities | 944,000 | 1,101,000 |
| Net realized investment gains | (2,000) | (50,000) |
| Deferred income taxes | 5,206,000 | 1,490,000 |
| (Decrease) Increase in lease incentive obligation | (233,000) | 35,000 |
| Changes in operating assets and liabilities: | | |
| Accrued interest receivable | (6,000) | 50,000 |
| Assessments, dues and other coverages receivable | 4,603,000 | (5,314,000) |
| Income taxes receivable | 1,000 | 18,000 |
| Other assets | (4,777,000) | (2,343,000) |
| Non-assessable former members' liability | 1,961,000 | 1,390,000 |
| Unpaid claims and expenses | (7,278,000) | 5,494,000 |
| Deferred assessments, dues and other coverages | 6,045,000 | (5,341,000) |
| Payable to affiliated entity | 146,000 | 26,000 |
| Other liabilities | 279,000 | (1,442,000) |
| Net Cash Provided by (Used in) Operating Activities | 9,157,000 | (9,474,000) |
| Investing Activities | | |
| Fixed income securities available-for-sale: | | |
| Purchases | (35,424,000) | (41,105,000) |
| Sales and maturities | 34,454,000 | 41,171,000 |
| Net decrease in short-term investments | — | 1,528,000 |
| Purchases of fixed assets | (303,000) | (379,000) |
| Net Cash (Used in) Provided by Investing Activities | (1,273,000) | 1,215,000 |
| Financing Activities | | |
| Additions to Trust Fund Corpus | 6,322,000 | 6,257,000 |
| Repayments of Trust Fund Corpus | (8,078,000) | (5,300,000) |
| (Decrease) Increase in line of credit | (5,000,000) | 5,000,000 |
| Net Cash (Used in) Provided by Financing Activities | (6,756,000) | 5,957,000 |
| Net Change in Cash and Cash Equivalents | 1,128,000 | (2,302,000) |
| Cash and Cash Equivalents at Beginning of Year | | |
| Trust Fund Corpus | 1,843,000 | 1,806,000 |
| Trust Fund Operations | 8,812,000 | 11,151,000 |
| | 10,655,000 | 12,957,000 |
| Cash and Cash Equivalents at End of Year | | |
| Trust Fund Corpus | 3,192,000 | 1,843,000 |
| Trust Fund Operations | 8,591,000 | 8,812,000 |
| | \$11,783,000 | \$10,655,000 |

The accompanying notes are an integral part of these financial statements.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 1: ORGANIZATION

The Mutual Protection Trust (MPT) was organized in 1977 for the purpose of providing its member physicians with medical professional liability protection and related claims administration, including defense and investigative services. Only physicians licensed to practice medicine in the state of California are eligible for membership. MPT is an interindemnity arrangement structured so that its members share the cost of medical professional liability protection. California legislation enacted in 1976 permitted the formation of a trust fund, with specific provisions including the requirement to accumulate a minimum Trust Fund Corpus of \$10 million. The Cooperative of American Physicians, Inc. (CAP) sponsored the organization of MPT and the initial accumulated contributions from the members were transferred to the Trust Fund Corpus. MPT is a business trust governed by a Board of Trustees.

Each member is required to pay an Initial Trust Contribution based upon the member's risk classification and other factors. These contributions are accumulated into the Trust Fund Corpus. MPT members are allowed to pay Initial Trust Contributions in installments. The amount of Trust Fund Contributions unpaid is reported as a deferred contract receivable from members and is reported as a reduction in members' equity.

In accordance with the Mutual Protection Trust Agreement (the MPT Agreement), the Trust Fund Corpus may be utilized by the Board of Trustees only for (1) investment in qualified securities, (2) return of contributions to qualified members in connection with death, retirement or termination, (3) payment of claims in an amount not exceeding 10% of the Trust Fund Corpus, with such amounts being promptly repaid to the Trust Fund Corpus by levying assessments against MPT members, (4) collateral for bonds or deposits in court necessary for the appeal of judgments in an amount not exceeding 15% of the Trust Fund Corpus, (5) distribution to MPT members in the event of the dissolution of MPT, and (6) other lawful purposes approved in accordance with the MPT Agreement. The use of the Trust Fund Corpus for any other purpose is strictly prohibited.

Initial Trust Contributions are repaid to the member on the 10th anniversary of the membership effective date to members who have retired or who have voluntarily terminated membership in accordance with California Insurance Code Section 1280.7 and the MPT Agreement. Members must be in compliance with all terms and conditions of the MPT Agreement, including the payment of all amounts due to MPT, to be entitled to the repayment of initial trust contributions. All repayments of initial trust contributions require the written authorization of at least two-thirds of the Board of Trustees. Members who have voluntarily terminated membership through December 31, 2017 will receive the return of their Initial Trust Contributions aggregating \$15,516,000, in accordance with the provisions of the MPT Agreement through the year 2027. The Initial Trust Contributions of members who have been involuntarily terminated pursuant to the provisions of the MPT Agreement that provide for no return of the Initial Trust Contribution, are recognized in operations in the year of termination since these members have relinquished the right to the return of their Initial Trust Contributions.

Assessments and dues are determined by the Board of Trustees in accordance with California Insurance Code Section 1280.7 and the MPT Agreement and are used to fund estimated operating needs through the succeeding fiscal year. The Board of Trustees has the ability to levy additional assessments, should there be an operating shortfall in a given year (see Note 5). Assessments and dues become an obligation of active members on the date of levy by the Board of Trustees. Results from operations may vary from year to year since actual amounts may differ from the estimates used to levy assessments and dues.

Revenues are primarily comprised of other coverage fees and net investment income. Assessments, dues and revenues are used to pay legally binding final judgments and settlements against MPT members, claims defense and investigative expenses, administrative expenses and are used to fund MPT's actuarially estimated future liability for claims against non-assessable former members in accordance with the MPT Agreement and resolution of the Board of Trustees (see Note 4).

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF FINANCIAL STATEMENT PRESENTATION

The financial statements have been prepared in accordance with U.S. generally accepted accounting principles (GAAP). This basis of accounting necessarily requires the use of management estimates that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of assessments, revenues and expenses during the reporting period. Actual results may differ from those estimates.

ASSESSMENTS AND DUES

Member assessments are levied by the Board of Trustees annually and recognized over the period in which membership services are rendered. Member assessments, levied in advance of the fiscal year to which they apply, are deferred and recognized in operations in the subsequent year. In November 2017 and 2016, MPT levied \$111,563,000 and \$114,925,000 in member assessments, respectively. The following table reconciles the assessments levied in November 2016 and 2015 to the assessments recognized in the Statements of Operations:

| | Years Ended December 31 | |
|---|-------------------------|---------------|
| | 2017 | 2016 |
| Assessment levied in November of the preceding year | \$114,925,000 | \$108,424,000 |
| November 2015 assessments transferred to 2016 | — | 500,000 |
| November 2016 assessments retained in 2016 | (11,550,000) | 11,550,000 |
| November 2017 assessments retained in 2017 | 2,000,000 | — |
| Net adjustments to member assessments during the year | (652,000) | 19,000 |
| Dues recognized | 1,990,000 | 1,001,000 |
| Assessments and dues recognized in the Statements of Operations | \$106,713,000 | \$121,494,000 |

In addition to the assessments levied in November 2017 and 2016, the Board of Trustees also established annual dues of \$190 per active member. In the November 2017 and 2016 assessment, approximately \$1,119,000 and \$536,000, respectively, of the annual dues were contributed, based on an election made by the member, to the CAP State Political Action Committee, or to another political action committee established to support medical liability reform. The Board of Trustees directed that the residual dues remain in MPT and be used to offset operating costs in 2018 and 2017, respectively. Total residual dues of \$1,101,000 and \$1,700,000 are included in deferred assessments, dues, and other coverages as of December 31, 2017 and 2016, respectively. Amounts contributed to the political action committees are not recognized in assessments and dues, and any contributions to these funds are not recognized as expenses. These funds are included in other liabilities as a payable to CAP's political action committees and totaled \$1,119,000 and \$536,000 as of December 31, 2017 and 2016, respectively.

REVENUES

Other coverage fees are recognized when billed and earned as revenue over the period in which services are rendered. The billing for other coverage fees typically occurs in the first quarter of the calendar year.

NET INCREASE (DECREASE) IN MEMBERS' EQUITY

Net increase (decrease) in members' equity consists of net excess (deficit) of assessments, dues and revenues over expenses and other comprehensive loss. MPT does not report total comprehensive income or loss since its statutory authority precludes the Board of Trustees from assessing MPT's members for anything other than operating needs. Assessments and dues are not revenues as they are levied by the Board of Trustees solely to support such operating needs. Accordingly, there is no net income or loss, or total comprehensive income or loss. Any excess of assessments, dues and revenues over expenses are the property of MPT members (see Note 1). Other comprehensive income or loss refers to losses and gains that are not included in net excess (deficit) of assessments, dues and revenues over expenses, but rather are recorded directly in members' equity. For the years ended December 31, 2017 and 2016, the net increase (decrease) in members' equity consists of net excess (deficit) of assessments, dues and revenues over expenses and unrealized losses on securities classified as available-for-sale.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Reclassification adjustments related to available-for-sale securities for the years ended December 31, 2017 and 2016 were as follows:

| | 2017 | 2016 |
|--|------------------|-----------|
| Net realized investment (losses) gains included in the calculation of investment income, net | \$(3,000) | \$ 58,000 |
| Tax effect (at 35%) | 1,000 | (20,000) |
| Net realized investment (losses) gains reclassified from other comprehensive loss | \$(2,000) | \$ 38,000 |

CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash and short-term highly liquid investments with maturities of 90 days or less at acquisition and are principally stated at amortized cost.

INVESTMENTS

Investments are limited to those qualifying under California law as defined in Section 16430 of the Government Code.

Investments are classified as available-for-sale and are carried at fair value. Transfers between fair value hierarchy levels 1, 2, or 3 are recognized on the actual date of the circumstances that caused the transfer to occur. Unrealized gains and losses are accounted for, net of tax, as a component of other comprehensive loss in members' equity.

Investments in the Trust Fund Corpus and Trust Fund Operating accounts are designated as available-for-sale and are carried at fair value.

Investment income is recorded as earned. Premiums and discounts on investment securities are primarily amortized using the interest method over the estimated lives of the investments. Realized gains and losses from sales transactions occurring during the year are recognized in operations using the specific identification method. Unrealized gains and losses are determined using the specific identification method. Adjustments for other-than-temporary market declines are recorded when determination of loss is probable and are reported as a write-down of amortized cost to fair value.

FIXED ASSETS

Fixed assets consist of the following:

| | December 31 | |
|---|---------------------|--------------|
| | 2017 | 2016 |
| Software | \$ 656,000 | \$ 656,000 |
| Computer equipment | 4,065,000 | 3,787,000 |
| Document imaging | 591,000 | 591,000 |
| Leasehold improvements | 3,840,000 | 3,840,000 |
| Furniture and equipment | 4,079,000 | 4,054,000 |
| | 13,231,000 | 12,928,000 |
| Accumulated amortization and depreciation | (11,753,000) | (10,810,000) |
| Fixed assets, net | \$ 1,478,000 | \$ 2,118,000 |

Included in this category is capitalized software costs, which represent costs directly related to obtaining, developing or upgrading internal-use software. Depreciation and amortization are computed using the straight-line method over the estimated useful lives of the assets, which are generally as follows:

| Asset Description | Asset Life |
|-------------------------|------------|
| Software | 5 years |
| Computer equipment | 5 years |
| Document imaging | 5 years |
| Leasehold improvements | 5 years |
| Furniture and equipment | 8 years |

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

CONCENTRATIONS OF CREDIT RISK

Financial instruments which potentially subject MPT to concentrations of credit risk consist principally of temporary cash investments and fixed income securities; assessments, dues and other coverages receivable; and other assets. MPT places its temporary cash investments with high credit quality financial institutions. Concentrations of credit risk with respect to fixed income securities are limited due to the large number of such investments and their distribution across many different industries and geographic regions. MPT's investments in federal agency securities are considered to have an implicit guarantee as to principal from the U.S. government and are considered to have minimal credit risk. Credit risk concentration in assessments, dues and other coverages receivable is considered minimal due to the large number of physicians totaling approximately 11,700 that comprise the total receivable.

Within other assets, financial instruments that potentially subject MPT to concentrations of credit risk are assets that support MPT's employee benefit plan obligations. Substantially all of these employee benefit plan assets are comprised of mutual funds and cash values in company-owned life insurance policies. Such cash values are also invested in mutual funds. Concentrations of credit risk are mitigated through both the large number of mutual funds used, and the diversification within each mutual fund among many different equity and fixed income positions across many companies and security issuers (see Note 7).

FAIR VALUE OF FINANCIAL INSTRUMENTS

Estimated fair value amounts, defined as the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date, have been determined using available market information and other appropriate valuation methodologies. However, considerable judgment is required in developing the estimates of fair value where quoted market prices are not available. Accordingly, these estimates are not necessarily indicative of the amounts that could be realized in a current market exchange. The use of different market assumptions or estimating methodologies may have an effect on the estimated fair value amounts.

The following methods and assumptions were used by MPT in estimating the fair value disclosures for financial instruments in the accompanying financial statements and in these notes:

Cash and cash equivalents, assessments, dues and other coverages receivable, income taxes receivable, payable to affiliated entity. The carrying amounts for these financial instruments as reported in the accompanying balance sheets approximate their estimated fair values.

Investments. MPT determines the fair value of its investments based on the fair value hierarchy established in Accounting Standards Codification (ASC) 820, which requires an entity to disclose the use of observable inputs and minimize the use of unobservable inputs for measuring fair value. Estimates of fair value measurements for these securities are estimated using relevant inputs, including 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. Industry standard models are used to analyze and value securities with embedded options or prepayment sensitivities.

Each asset class is evaluated based on relevant market information, relevant credit information, perceived market movements and sector news. The market inputs utilized in the pricing evaluation include: benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, reference data, and industry and economic events. The extent of the use of each market input depends on the asset class and the market conditions.

This method of valuation will only produce an estimate of fair value if there is objectively verifiable information to produce a valuation. If objectively verifiable information is not available, MPT would be required to produce an estimate of fair value using some of the same methodologies, but would have to make assumptions for market-based inputs that are unavailable due to 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.

Because the fair value estimates of most fixed income securities are determined by evaluations that are based on observable market information rather than market quotes, most estimates of fair value for fixed income securities are based on estimates using objectively verifiable information and are included in the amount disclosed in Level 2 of the hierarchy. The values of states and municipalities, corporate bonds and residential mortgage-backed securities is

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

based on the observable market information and as such, are included in Level 2 of the hierarchy. Level 1 is limited to unadjusted quoted prices in active markets for identical instruments and includes all U.S. Treasury obligations.

The following table presents investments in the accompanying balance sheets that are stated at fair value and the fair value measurements used as of December 31, 2017 (see Note 3):

| | Total | Level 1 | Level 2 |
|--|----------------------|--------------------|----------------------|
| DECEMBER 31, 2017 | | | |
| Trust Fund Corpus, restricted: | | | |
| Fixed income securities | | | |
| U.S. Treasury obligations | \$ 2,440,000 | \$2,440,000 | \$ — |
| States and municipalities | 24,025,000 | — | 24,025,000 |
| Corporate bonds | 40,093,000 | — | 40,093,000 |
| Residential mortgage-backed securities | 69,759,000 | — | 69,759,000 |
| Total fixed income securities | \$136,317,000 | \$2,440,000 | \$133,877,000 |
| Trust Fund Operating: | | | |
| Fixed income securities | | | |
| States and municipalities | \$ 930,000 | \$ — | \$ 930,000 |
| Corporate bonds | 26,347,000 | — | 26,347,000 |
| Residential mortgage-backed securities | 38,527,000 | — | 38,527,000 |
| Total fixed income securities | \$ 65,804,000 | \$ — | \$ 65,804,000 |

All investments on the accompanying balance sheet as of December 31, 2016 are stated at fair value and are considered Level 2 investments except for \$2,445,000 in U.S. Treasury obligations that were Level 1 investments.

There were no transfers in and out of Level 1 and Level 2 fair value measurements during the years ended December 31, 2017 and 2016. There were no securities at December 31, 2017 or 2016 whose fair value measurements were based on Level 3: Unobservable inputs.

Other Assets. Included in other assets are mutual fund investments used to fund SERP and NDCP obligations (see Note 7). The carrying amounts for these Level 1 mutual fund investments in the accompanying balance sheet are stated at fair value, totaling \$4,963,000 and \$4,091,000 at December 31, 2017 and 2016, respectively.

UNPAID CLAIMS AND EXPENSES AND NON-ASSESSABLE FORMER MEMBERS' LIABILITY

MPT reports its liability consistent with California Insurance Code Section 1280.7 and the MPT Agreement. Such liability at each year-end, as detailed in Note 4, represents the unpaid amount of the following items:

1. Accrued liability for claims defense and investigative expenses for all open claims under MPT management;
2. Total liability for legally binding final settlements and judgments against members who are current in the payment of all amounts due under the MPT Agreement and former members who have met the requirements for retirement, termination with tail coverage, transfer of membership or who are deceased; and
3. Actuarially estimated future liability for claims reported and claims incurred but not reported against former MPT members who are no longer assessable because of retirement, transfer of membership, voluntary or involuntary termination with tail coverage or death (collectively referred to as non-assessable former members' liability). Also included in this liability is an estimate for claims administration and other adjusting expenses that will be incurred in administering the claims for such non-assessable former members.

INCOME TAXES

MPT files its federal income tax return as a mutual insurance company and files its California income tax return under the provision of the California Bank and Corporation Tax Law as a business trust. Income taxes are provided on the basis of items included in the determination of income for financial reporting purposes regardless of the period when such items are reported for tax purposes. Deferred tax assets and liabilities are recorded to reflect the tax consequences in future

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

years of temporary differences between the tax bases of assets and liabilities and the corresponding bases used for the financial statements. A valuation allowance is recorded to reduce deferred tax assets to an amount that represents management's best estimate of the amount that more likely than not will be realized. The income tax effect on unrealized investment gains and losses on the Trust Fund Corpus investments is accounted for as deferred income taxes and is included as a separate component of the Trust Fund Corpus. Interest and penalties on tax amounts paid or received are included in investment income, net and general and administrative other operating costs, respectively (see Note 8).

NEW ACCOUNTING STANDARDS

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*, in order to clarify the principles for recognizing revenue, improve comparability of revenue recognition practices across entities, industries, jurisdictions and capital markets and to provide more useful information to users of financial statements through improved disclosure requirements. The core principle of the guidance is that an entity should recognize revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. This update will be effective for reporting periods beginning after December 15, 2018, and may be adopted earlier, but not before reporting periods beginning after December 15, 2017. MPT has not completed a full analysis of the impact of this guidance; however, it believes there will not be a material impact on MPT's financial statements.

In January 2016, the FASB issued ASU 2016-01, *Financial Instruments – Overall (Subtopic 825-10), Recognition and Measurement of Financial Assets and Financial Liabilities*. In this update, the FASB issued guidance that requires equity investments (except those accounted for under the equity method of accounting, or those that result in consolidation of the investee) to be measured at fair value with changes in fair value recognized in net income. The new guidance also specifies that an entity use the exit price notion when measuring the fair value of financial instruments for disclosure purposes and present financial assets and liabilities by measurement category and form of financial asset. Other provisions of the new guidance include: revised disclosure requirements related to the presentation in comprehensive income of changes in the fair value of liabilities; and simplified impairment assessments for equity investments without readily determinable fair values. ASU 2016-01 is effective for reporting periods beginning after December 15, 2019. Adoption of the new guidance is not expected to have a material effect on MPT's results of operations or financial position.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*, as modified by ASU 2017-03, *Transition and Open Effective Date Information*. Under ASU 2016-02, an entity will be required to recognize assets and liabilities for the rights and obligations created by leases on the entity's balance sheet for both finance and operating leases. For leases with a term of 12 months or less, an entity can elect to not recognize lease assets and lease liabilities and expense the lease over a straight-line basis for the term of the lease. ASU 2016-02 will require new disclosures that depict the amount, timing, and uncertainty of cash flows pertaining to an entity's leases. ASU 2016-02 is effective for reporting periods beginning January 1, 2020 and must be adopted using a modified retrospective approach for annual and interim periods beginning after December 15, 2019. Early adoption is permitted. Under this guidance, MPT will record assets and liabilities relating primarily to its long-term office leases, and MPT is currently evaluating the effect to its financial statements.

In June 2016, the FASB issued ASU 2016-13, *Measurement of Credit Losses on Financial Instruments*. Rather than generally recognizing credit losses when it is probable that the loss has been incurred, the revised guidance requires companies to recognize an allowance for credit losses for the difference between the amortized cost basis of a financial instrument and the amount of amortized cost that the company expects to collect over the instrument's contractual life. ASU 2016-13 is effective for reporting periods beginning after December 15, 2020, and must be adopted as a cumulative effect adjustment to retained earnings; early adoption is permitted. MPT has not yet adopted this guidance. The adoption of this guidance is not expected to have a material impact on MPT's financial statements.

In February 2018, the FASB issued ASU 2018-02, *Reclassification of Certain Tax Effects from Accumulated Other Comprehensive Income*, (AOCI), resulting from the Tax Cuts and Jobs Act of 2017 (TCJA). Current guidance requires the effect of a change in tax laws or rates on deferred tax balances to be reported in income from continuing operations in the accounting period that includes the period of enactment, even if the related income tax effects were originally charged or credited directly to AOCI. The amount of the reclassification includes the effect of the change in the U.S. federal corporate income tax rate on the gross deferred tax amounts and related valuation allowances, if any, at the date of the enactment of the TCJA related to items in AOCI. The updated guidance is effective for reporting periods beginning after December 15, 2018 and is to be applied retrospectively to each period in which the effect of the TCJA related to

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

items remaining in AOCI are recognized or at the beginning of the period of adoption. Early adoption is permitted. MPT has adopted the updated guidance in 2017 (see Note 8).

SUBSEQUENT EVENTS

MPT has completed an evaluation of all subsequent events through March 19, 2018, which is the date the financial statements were available for issuance, and has concluded that no subsequent event occurred which would require recognition or disclosure.

NOTE 3: INVESTMENTS

Fixed income securities, exclusive of cash and cash equivalents, are comprised of the following:

| | Amortized Cost | Gross Unrealized Gains | Gross Unrealized Losses | Fair Value |
|--|----------------------|------------------------------|-------------------------------|----------------------|
| DECEMBER 31, 2017 | | | | |
| Trust Fund Corpus, restricted: | | | | |
| Fixed income securities, available-for-sale | | | | |
| U.S. Treasury obligations | \$ 2,471,000 | \$ — | \$ (31,000) | \$ 2,440,000 |
| States and municipalities | 23,809,000 | 437,000 | (221,000) | 24,025,000 |
| Corporate bonds | 39,875,000 | 372,000 | (154,000) | 40,093,000 |
| Residential mortgage-backed securities | 70,463,000 | 386,000 | (1,090,000) | 69,759,000 |
| Total fixed income securities | \$136,618,000 | \$1,195,000 | \$(1,496,000) | \$136,317,000 |
| Trust Fund Operating: | | | | |
| Fixed income securities, available-for-sale | | | | |
| States and municipalities | \$ 900,000 | \$ 30,000 | \$ — | \$ 930,000 |
| Corporate bonds | 26,226,000 | 219,000 | (98,000) | 26,347,000 |
| Residential mortgage-backed securities | 38,948,000 | 164,000 | (585,000) | 38,527,000 |
| Total fixed income securities | \$ 66,074,000 | \$ 413,000 | \$ (683,000) | \$ 65,804,000 |
| DECEMBER 31, 2016 | | | | |
| Trust Fund Corpus, restricted: | | | | |
| Fixed income securities, available-for-sale | | | | |
| U.S. Treasury obligations | \$ 2,463,000 | \$ — | \$ (18,000) | \$ 2,445,000 |
| States and municipalities | 24,426,000 | 591,000 | (210,000) | 24,807,000 |
| Corporate bonds | 39,458,000 | 399,000 | (136,000) | 39,721,000 |
| Residential mortgage-backed securities | 73,381,000 | 587,000 | (1,278,000) | 72,690,000 |
| Total fixed income securities | \$139,728,000 | \$1,577,000 | \$(1,642,000) | \$139,663,000 |
| Trust Fund Operating: | | | | |
| Fixed income securities, available-for-sale | | | | |
| Corporate bonds | \$ 19,665,000 | \$ 176,000 | \$ (66,000) | \$ 19,775,000 |
| Residential mortgage-backed securities | 43,271,000 | 238,000 | (742,000) | 42,767,000 |
| Total fixed income securities | \$ 62,936,000 | \$ 414,000 | \$ (808,000) | \$ 62,542,000 |

The amortized cost and fair value of fixed income securities available-for-sale as of December 31, 2017, by contractual repayment date of principal, are shown on page 40. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 3: INVESTMENTS (continued)

| | Amortized Cost | Fair Value |
|---|----------------------|----------------------|
| <i>Trust Fund Corpus, restricted</i> | | |
| Due in one year or less | \$ 13,252,000 | \$ 13,234,000 |
| Due after one year through five years | 33,481,000 | 33,795,000 |
| Due after five years through ten years | 8,897,000 | 8,926,000 |
| Due after ten years | 10,525,000 | 10,603,000 |
| | 66,155,000 | 66,558,000 |
| Residential mortgage-backed securities | 70,463,000 | 69,759,000 |
| | \$136,618,000 | \$136,317,000 |
| <i>Trust Fund Operating</i> | | |
| Due in one year or less | \$ 3,999,000 | \$ 3,996,000 |
| Due after one year through five years | 15,892,000 | 15,869,000 |
| Due after five years through ten years | 6,335,000 | 6,483,000 |
| Due after ten years | 900,000 | 929,000 |
| | 27,126,000 | 27,277,000 |
| Residential mortgage-backed securities | 38,948,000 | 38,527,000 |
| | \$ 66,074,000 | \$ 65,804,000 |

For the years ended December 31, 2017 and 2016, proceeds from sales of investments were \$3,001,000 and \$2,108,000, respectively.

The following table shows the gross unrealized losses and fair value aggregated by investment category and length of time those securities have been in a continuous unrealized loss position:

| | Less Than 12 Months | | 12 Months or More | | Total | |
|--|---------------------|-----------------------------|---------------------|-----------------------------|---------------------|-----------------------------|
| | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss |
| DECEMBER 31, 2017 | | | | | | |
| <i>Trust Fund Corpus, restricted:</i> | | | | | | |
| <i>Fixed income securities</i> | | | | | | |
| U.S. Treasury obligations | \$ 2,440,000 | \$ (31,000) | \$ — | \$ — | \$ 2,440,000 | \$ (31,000) |
| States and municipalities | 5,036,000 | (29,000) | 7,432,000 | (192,000) | 12,468,000 | (221,000) |
| Corporate bonds | 17,039,000 | (88,000) | 8,753,000 | (66,000) | 25,792,000 | (154,000) |
| Residential mortgage-backed securities | 15,553,000 | (106,000) | 34,454,000 | (984,000) | 50,007,000 | (1,090,000) |
| <i>Total fixed income securities</i> | \$40,068,000 | \$(254,000) | \$50,639,000 | \$(1,242,000) | \$90,707,000 | \$(1,496,000) |
| <i>Trust Fund Operating:</i> | | | | | | |
| <i>Fixed income securities</i> | | | | | | |
| Corporate bonds | \$12,030,000 | \$ (54,000) | \$ 4,255,000 | \$ (44,000) | \$16,285,000 | \$ (98,000) |
| Residential mortgage-backed securities | 10,044,000 | (65,000) | 19,631,000 | (520,000) | 29,675,000 | (585,000) |
| <i>Total fixed income securities</i> | \$22,074,000 | \$(119,000) | \$23,886,000 | \$ (564,000) | \$45,960,000 | \$ (683,000) |

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 3: INVESTMENTS (continued)

| | Less Than 12 Months | | 12 Months or More | | Total | |
|--|---------------------|-----------------------|--------------------|-----------------------|---------------------|-----------------------|
| | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss | Fair Value | Gross Unrealized Loss |
| DECEMBER 31, 2016 | | | | | | |
| Trust Fund Corpus, restricted: | | | | | | |
| Fixed income securities | | | | | | |
| U.S. Treasuries | \$ 2,445,000 | \$ (18,000) | \$ — | \$ — | \$ 2,445,000 | \$ (18,000) |
| States and municipalities | 12,732,000 | (210,000) | — | — | 12,732,000 | (210,000) |
| Corporate bonds | 23,106,000 | (135,000) | 497,000 | (1,000) | 23,603,000 | (136,000) |
| Residential mortgage-backed securities | 44,461,000 | (1,171,000) | 3,626,000 | (107,000) | 48,087,000 | (1,278,000) |
| Total fixed income securities | \$82,744,000 | \$ (1,534,000) | \$4,123,000 | \$ (108,000) | \$86,867,000 | \$ (1,642,000) |
| Trust Fund Operating: | | | | | | |
| Fixed income securities | | | | | | |
| Corporate bonds | \$ 6,803,000 | \$ (64,000) | \$ 746,000 | \$ (2,000) | \$ 7,549,000 | \$ (66,000) |
| Residential mortgage-backed securities | 31,517,000 | (709,000) | 709,000 | (33,000) | 32,226,000 | (742,000) |
| Total fixed income securities | \$38,320,000 | \$ (773,000) | \$1,455,000 | \$ (35,000) | \$39,775,000 | \$ (808,000) |

MPT reviews, at least quarterly, its investment portfolio for securities that may have an other-than-temporary impairment. In its impairment analysis, MPT takes into consideration numerous criteria, including the duration and extent of any decline in estimated fair value, industry factors, downgrades by rating agencies, liquidity and fundamental factors of the issuers, as well as its ability and intent to retain its investment in the issuer to allow for any anticipated recovery in market value or maturity. If the decline is determined to be other than temporary, the investment's amortized cost is written down to estimated fair value with the unrealized loss recognized in operations as a realized loss on investments.

As of December 31, 2017 and 2016, none of the investments whose estimated fair values were less than amortized cost were considered to be other-than-temporarily impaired given the severity and duration of the impairment and the credit quality of the issuers.

MPT does not intend to sell its investments whose fair values are less than amortized cost and it is not more likely than not that MPT will be required to sell the investments before recovery of the amortized cost bases, which may be maturity.

Investment income, net is summarized as follows:

| | Years Ended December 31 | |
|--|-------------------------|--------------|
| | 2017 | 2016 |
| Interest income | \$6,215,000 | \$ 6,423,000 |
| Gross gains on sales of investments | 2,000 | 50,000 |
| Investment management fees and expenses | (292,000) | (317,000) |
| Net amortization of premium on fixed income securities | (944,000) | (1,101,000) |
| Investment income, net | \$4,981,000 | \$ 5,055,000 |

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 4: UNPAID CLAIMS AND EXPENSES AND NON-ASSESSABLE FORMER MEMBERS' LIABILITY

Unpaid claims and expenses for assessable members are comprised of the following:

| | December 31 | |
|--|---------------------|--------------|
| | 2017 | 2016 |
| Accrued indemnity | \$ 8,106,000 | \$15,279,000 |
| Accrued defense and investigative services | 2,971,000 | 3,076,000 |
| | \$11,077,000 | \$18,355,000 |

MPT has assumed claims liability by providing tail coverage to certain former members who are no longer liable for assessments (non-assessable former members) including those who are retired, transferred, terminated or deceased. Members voluntarily terminating have no tail coverage from MPT unless they remain liable for assessments or pay a tail coverage fee.

Under California Insurance Code Section 1280.7, members involuntarily terminated by MPT's peer review process are entitled to receive tail coverage without liability for future assessments upon release of the right to a return of their Initial Trust Contributions.

The liability for claims of non-assessable former members reflects an estimate of future payments for claims reported as of each year-end, an estimate of the related defense and investigative expenses, an estimate for claims administration and other adjusting expenses, and a provision for claims incurred but not reported. Since this liability is based upon estimates, and while management believes that amounts recorded are adequate, the ultimate liability may differ from the amounts provided in the financial statements. The methodologies for making such estimates and for establishing the resulting liabilities are continually reviewed by management and the independent actuaries of MPT. Adjustments to the estimates are included in operations in the period they are determined. The actuarially estimated liability for claims of non-assessable former members is as follows:

| | December 31 | |
|--|---------------------|--------------|
| | 2017 | 2016 |
| Claims reported: | | |
| Members retired | \$ 7,604,000 | \$ 4,344,000 |
| Members voluntarily terminated, transferred and deceased | 8,650,000 | 10,565,000 |
| Members involuntarily terminated | 13,111,000 | 12,272,000 |
| Claims incurred but not reported | 5,747,000 | 6,104,000 |
| Claims administration and other adjusting expenses | 1,891,000 | 1,757,000 |
| | \$37,003,000 | \$35,042,000 |

The following summarizes the years in which the actuarially estimated liability for claims reported and claims incurred but not reported for non-assessable former members are estimated to be paid:

| Years Ending December 31 | Amount |
|-----------------------------|---------------------|
| 2018 | \$11,774,000 |
| 2019 | 8,403,000 |
| 2020 | 5,923,000 |
| 2021 | 4,405,000 |
| 2022 | 3,634,000 |
| 2023 and after | 2,864,000 |
| | \$37,003,000 |

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 4: UNPAID CLAIMS AND EXPENSES AND NON-ASSESSABLE FORMER MEMBERS' LIABILITY (continued)

Cash and investments in MPT's Trust Fund Operations accounts have been retained sufficient to fund the total estimated future liability for claims against non-assessable former members of \$37,003,000 at December 31, 2017. Such funds may be used for other purposes only upon approval of the Trustees, and it is the Board's intention to replenish any such funds through the regular assessment process.

NOTE 5: CONTINGENCIES

MPT is liable for unpaid claims and expenses only as required by California Insurance Code Section 1280.7 and the MPT Agreement. Any future liability beyond the amount reported in the financial statements for unpaid claims and expenses of the MPT members will become the liability of MPT only to the extent that final settlements or judgments exist against MPT members who are current in all payments due to MPT, or when an MPT member becomes a former member and qualifies for non-assessable former member status.

MPT's independent actuaries have estimated the aggregate liability of the assessable members for all actual claims and expenses, which are not the current liability of MPT, to be \$137,873,000 (net of reinsurance of \$9,194,000 as discussed below) and \$134,140,000 (net of reinsurance of \$9,899,000 as discussed below) as of December 31, 2017 and 2016, respectively. This liability is MPT's estimate of future payments for all claims reported as of each year-end and the related defense and investigative expenses. Additional occurrences may become reported claims in subsequent periods. Actuarial studies have estimated that this liability for unpaid claims and expenses will require funding through future assessments, which are affected by the amount of investment earnings, over a period of up to 19 years. In the highly unlikely event this contingent liability becomes due in its entirety within the next 12 months, management believes there will be sufficient available liquidity within its Trust Fund Operations' cash and cash equivalents, fixed income securities, reinsurance recoveries, and available lines of credit to fully fund this contingent liability prior to making any unanticipated assessment of the membership.

MPT has entered into reinsurance contracts with major global reinsurance companies and its affiliate, Cooperative of American Physicians Insurance Company, Inc. (CAPIC, a wholly-owned subsidiary of CAP), which provides coverage on a claims-made basis for case losses in excess of a \$1,000,000 retention for which MPT is obligated. Coverage also has been purchased that applies to multiple cases arising from the same occurrence. MPT is contingently liable with respect to ceded reinsurance, if any, should any reinsurer be unable to meet its obligations under those agreements. MPT also has reinsurance contracts with major London-based reinsurance companies and CAPIC, which provides coverage on a claims-made basis for multiple claims arising out of one common, systemic event. Under these systemic event reinsurance contracts, limits of \$7,000,000 are available to MPT on a claims-made basis over a \$3,000,000 retention.

Three MPT trustees, together with CAP and certain members of CAP's board of directors (who were sued in their individual capacities), were co-defendants in a lawsuit filed in June 2016, Glenn H. Weissman, MD, et al. v. Cooperative of American Physicians, Inc., et al. The lawsuit was filed by two former members of CAP and two active members of CAP. MPT is indemnifying the defendant trustees pursuant to an undertaking that such indemnification arises out of the defendants' performance of duties within the course and scope of their positions. The primary allegation by the four plaintiffs is wrongful termination of the former members from CAP and as participating members in MPT. The lawsuit was resolved in favor of all defendants in the third quarter of 2017. The MPT trustee defendants incurred estimated defense costs of \$933,000 for the year ended December 31, 2016 in conjunction with this litigation. MPT's policy with regard to legal costs associated with loss contingencies is to accrue an estimate of total estimated legal costs to be incurred in connection with the lawsuit to resolution. Included in other operating costs for the years ended December 31, 2017 and 2016 is (\$161,000) and \$933,000, respectively, in total estimated legal (benefits) costs associated with the lawsuit. As of December 31, 2017, no estimated legal costs were outstanding. As of December 31, 2016, estimated remaining legal costs of \$418,000 are included in other liabilities.

MPT is subject to other legal proceedings arising from the normal conduct of its business. In the opinion of management, any ultimate liability that may arise from these proceedings will not have a material effect on MPT's financial position.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 6: RELATED PARTY TRANSACTIONS

Effective January 1, 2010, MPT and CAP entered into an administrative and management services agreement whereby CAP provides membership, claims, risk management, financial, legal and other administrative and management services to MPT. Under the agreement, MPT pays CAP monthly fees for these services that are based on actual expenses incurred by CAP plus a margin. The margin applies to all services, except legal, whose services are provided to MPT at cost. For 2017, CAP agreed to waive the margin for the year ended December 31, 2017. Fees of \$23,780,000 and \$26,045,000 were incurred by MPT for administrative and management services under the agreement for the years ended December 31, 2017 and 2016, respectively.

Effective January 1, 2013, MPT and CAPIC entered into a services agreement whereby CAPIC provides legal defense services to MPT physicians. MPT pays CAPIC monthly fees for these services that are based on actual costs incurred. Fees incurred under this agreement were \$16,428,000 and \$16,678,000 for the years ended December 31, 2017 and 2016, respectively. Included in the payable to affiliated entity is \$1,795,000 and \$1,664,000 payable to CAPIC for these services as of December 31, 2017 and 2016, respectively.

In 2017 and 2016, MPT had reinsurance contracts with CAPIC. These contracts principally provide per claim excess of loss reinsurance coverage on a claims-made form for MPT for claims reported in 2017 and 2016. These agreements can be terminated and commuted at the end of any calendar quarter prospectively by mutual agreement of MPT and CAPIC. Premiums paid by MPT under these agreements were \$3,000,000 and \$2,600,000 for the years ended December 31, 2017 and 2016, respectively. MPT also maintains reinsurance coverage on a claims-made basis for multiple claims arising out of one common event. CAPIC participates in this contract along with other non-affiliated reinsurance companies. Premiums paid by MPT to CAPIC under this contract were \$203,000 and \$202,000 for the years ended December 31, 2017 and 2016, respectively. For the years ended December 31, 2017 and 2016, total affiliate reinsurance premium expense under all reinsurance contracts with CAPIC was \$3,225,000 and \$2,803,000, respectively, and is included in Claims: Other Operating Costs.

CAP provides its members and participants defense coverage for medical board actions with a \$25,000 limit and employer practice defense coverage with a \$50,000 limit. CAPIC provides insurance coverage to CAP for these benefits. MPT reimburses CAP for a significant portion of the cost of this coverage. CAP paid CAPIC \$2,234,000 and \$2,460,000 for the years ended December 31, 2017 and 2016, respectively, for this coverage, of which MPT reimbursed CAP \$1,972,000 and \$2,396,000 for the same respective years.

NOTE 7: EMPLOYEE BENEFITS

MPT sponsors a 401(k) savings plan for its employees. Employees' contributions are matched by MPT at a level that is determined by the Board of Trustees. The contribution expense for the 401(k) savings plan was \$16,000 and \$15,000 for the years ended December 31, 2017 and 2016, respectively. Eligible employees vest in MPT's contribution over a four-year vesting schedule. MPT also sponsors a supplemental employee retirement program (SERP) for certain employees. Participants vest, on average, over a 10-year period. SERP liabilities, which are included in other liabilities, totaled \$5,432,000 and \$5,566,000 at December 31, 2017 and 2016, respectively. The benefit related to this program was \$462,000 and \$57,000 for the years ended December 31, 2017 and 2016, respectively. MPT maintains a non-qualified deferred compensation program (NDCP) for eligible employees and Board members. Under the plan, participants can defer compensation or Board fees based on an annual election. Amounts deferred are credited with notional investment earnings on a tax deferred basis until such amounts are distributed to participants. Liabilities of the NDCP, which are included in other liabilities, totaled \$11,366,000 and \$10,294,000 at December 31, 2017 and 2016, respectively.

MPT funds its SERP and NDCP obligations principally through life insurance policies on the participants and eligible participants. Mutual fund investments are also used to fund these obligations. The life insurance policy assets supporting these benefit plan obligations are carried at their cash surrender value, which approximates fair value, and are included in other assets, totaling \$16,174,000 and \$14,199,000 at December 31, 2017 and 2016, respectively. The mutual fund assets are carried at fair value, totaling \$4,963,000 and \$4,091,000 at December 31, 2017 and 2016, respectively.

MPT maintains a post-retirement medical benefit plan for certain employees. Beginning at the age of 62, participants can use amounts contributed to a separate post-retirement account held on their behalf (by a third-party trust) to fund eligible medical expenses. Amounts paid to the trust by MPT are not refundable and become the property of the

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 7: EMPLOYEE BENEFITS (continued)

trustee on behalf of participants. The trust invests funds received from MPT in universal life insurance policies covering participants, which includes a death benefit funded by MPT until the participant reaches the vesting age of 62. While the plan establishes targeted post-retirement benefit levels for participants, there is no obligation for MPT to fully fund these levels and the employees are only eligible to receive the benefits accumulated in their account. MPT made its final contribution of \$21,000 in 2016.

NOTE 8: INCOME TAXES

The components of the income tax expense are as follows:

| | Years Ended December 31 | |
|----------|-------------------------|---------------|
| | 2017 | 2016 |
| Current | \$ (5,000) | \$ (15,000) |
| Deferred | (5,206,000) | (1,490,000) |
| Total | \$(5,211,000) | \$(1,505,000) |

A reconciliation of income tax (expense) benefit computed at the federal statutory tax rate to total income tax expense is summarized as follows:

| | Years Ended December 31 | |
|--|-------------------------|---------------|
| | 2017 | 2016 |
| Federal income tax (expense) benefit at 35% | \$(2,287,000) | \$ 1,431,000 |
| Adjustments in taxes resulting from: | | |
| State income tax (net of federal benefit) | (123,000) | 344,000 |
| Change in enacted tax rate | (8,257,000) | — |
| Change in enacted tax rate — unrealized losses | (61,000) | — |
| Change in valuation allowance | 5,582,000 | (3,286,000) |
| Return-to-provision adjustments | 2,000 | 50,000 |
| Employee benefit plans | (63,000) | (39,000) |
| Other | (4,000) | (5,000) |
| Total federal income tax expense | \$(5,211,000) | \$(1,505,000) |

On December 22, 2017, the Tax Cuts and Jobs Act was enacted (Enactment), which significantly revised U.S. corporate income tax law by, among other things, reducing the corporate statutory income tax rate from 35% to 21%, beginning January 1, 2018. This reduction in the corporate statutory income tax rate required MPT to re-evaluate certain of its deferred tax assets and liabilities, as of the date of Enactment, to reflect the revised income tax rates applicable to future periods.

MPT believes that it has made a reasonable estimate of the income tax effects of the Tax Cuts and Jobs Act as of and for the year ended December 31, 2017. However, MPT was required to base certain of its estimates and assumptions on incomplete information and/or preliminary interpretations of the effects of Enactment. As a result, MPT may need to reflect further adjustments to its deferred tax assets and liabilities recorded as of December 31, 2017 in future periods upon obtaining, preparing, or analyzing additional information about facts and circumstances that existed as of that date that, if known at that time, would have affected the income tax effects initially reported. MPT has determined that the \$8,257,000 of the deferred tax expense recorded in connection with the remeasurement of certain deferred tax assets and liabilities excluding unrealized losses, and \$61,000 of deferred tax expense recorded in connection with the remeasurement of deferred tax liability related to unrealized losses were provisional amounts and reasonable estimates at December 31, 2017. MPT does not expect the amounts of any future income tax adjustments that may be required to be made to MPT's deferred tax assets and liabilities as of December 31, 2017 to be material.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 8: INCOME TAXES (continued)

The significant components of deferred income tax assets and liabilities are as follows:

| | December 31 | |
|---|---------------|---------------|
| | 2017 | 2016 |
| <i>Trust Fund Corpus, restricted:</i> | | |
| Deferred tax asset attributable to net unrealized investment losses | \$ 63,000 | \$ 23,000 |
| <i>Trust Fund Operating:</i> | | |
| Deferred tax assets attributable to: | | |
| Initial trust contributions | \$ 27,905,000 | \$ 46,759,000 |
| Discounting of non-assessable former members' claim and other liability | 1,522,000 | 1,841,000 |
| Net operating loss carryforward | 10,984,000 | 16,566,000 |
| AMT credit carryforward | 1,430,000 | 1,430,000 |
| Employee benefit obligations | 4,251,000 | 7,346,000 |
| Lease incentive obligations | 978,000 | 1,540,000 |
| Other | 253,000 | 365,000 |
| Deferred tax assets before valuation allowance | 47,323,000 | 75,847,000 |
| Valuation allowance | (10,984,000) | (16,566,000) |
| Deferred tax assets after valuation allowance | 36,339,000 | 59,281,000 |
| Deferred tax liabilities attributable to: | | |
| Discounting of assessable members' contingent claim liability | (27,109,000) | (43,717,000) |
| Accretion of bond discount | (1,098,000) | (1,563,000) |
| Deferred state liability | (415,000) | (751,000) |
| Other | (247,000) | (553,000) |
| Deferred tax liabilities | (28,869,000) | (46,584,000) |
| Deferred tax asset, net | \$ 7,470,000 | \$ 12,697,000 |

ASC 740, *Income Taxes*, requires that deferred tax assets be reduced by a valuation allowance if it is more likely than not that some portion or all of the deferred tax asset will not be realized. Realization of the deferred income tax asset is dependent on MPT generating sufficient taxable excess of assessments and revenues over expenses in future years as the deferred income tax charges become currently deductible for tax reporting purposes. MPT evaluates the need for a valuation allowance taking into consideration all available evidence, both positive and negative, including future sources of income, tax planning strategies, future contractual cash flows and reversing temporary differences.

As of December 31, 2017, there remains federal net operating loss carryforwards totaling \$39,907,000 which will expire beginning 2026, to be applied to future tax years. The net operating loss carryforward resulted primarily from a change in accounting method for incurred losses that was permitted by the Internal Revenue Service in 2008 for 2006 and subsequent tax years. As of December 31, 2017, there remains a state net operating loss carryforward totaling \$29,455,000, which will expire beginning 2028 to be applied to future tax years.

Deferred tax assets are recognized only to the extent that it is more likely than not that future taxable income will be available, and a valuation allowance is established where deferred tax assets cannot be recognized. Based on an analysis of MPT's tax position, management believes that it is more likely than not that the benefit from certain federal and state net operating loss carryforwards will not be realized. As a result, MPT held a valuation allowance of \$10,984,000 and \$16,566,000 on the deferred tax assets relating to federal and state net operating loss carryforwards as of December 31, 2017 and 2016, respectively. The valuation allowance decreased by \$5,582,000 and increased by \$3,286,000 in 2017 and 2016, respectively.

Notes to Financial Statements

MUTUAL PROTECTION TRUST

NOTE 8: INCOME TAXES (continued)

Income taxes refunded for the year ended December 31, 2016 were \$3,000. There were no tax penalties recognized for the year ended December 31, 2017 or 2016.

Tax years 2014 through 2016 and tax years 2013 through 2016 are subject to examination by the federal and California taxing authorities, respectively. There are no income tax examinations currently in progress.

MPT's income tax returns are subject to audit by the Internal Revenue Service and state tax authorities. Significant disputes may arise with these tax authorities involving issues of the timing and amount of deductions and allocations of income among various tax jurisdictions because of differing interpretations of tax laws and regulations. MPT periodically evaluates its exposures associated with tax filing positions.

As of December 31, 2017 and 2016, MPT had no uncertain tax positions.

NOTE 9: COMMITMENTS

MPT and CAP occupy their home office and regional office facilities under operating leases which provide for adjustments to the lease payments based upon contractual commitments and inflationary factors. Both companies are lessees under these operating leases. Rent expense is apportioned between MPT and CAP based primarily on the number of employees. The total rent expense under these leases was \$3,018,000 and \$3,148,000 for the years ended December 31, 2017 and 2016, respectively. The future minimum rental commitments under these operating leases are as follows:

| Years Ending December 31 | Amount |
|-----------------------------|---------------------|
| 2018 | \$ 2,198,000 |
| 2019 | 2,164,000 |
| 2020 | 2,190,000 |
| 2021 | 2,277,000 |
| 2022 and after | 5,908,000 |
| | <u>\$14,737,000</u> |

MPT maintains a line of credit in the amount of \$20,000,000, which bears interest at the bank prime rate or a borrowing rate based upon the London Interbank Offered Rates plus a margin for any portion outstanding. There were no amounts outstanding as of December 31, 2017. There was \$5,000,000 outstanding under the line of credit as of December 31, 2016, which was paid on the due date of January 30, 2017. Interest expense on the line of credit was \$88,000 for the years ended December 31, 2017 and 2016. MPT's fixed income securities are pledged as collateral for amounts outstanding under the line of credit. The line of credit includes a sub-feature for letters of credit which may be used to collateralize appeal bonds obtained by MPT. There were no letters of credit outstanding under this sub-feature at December 31, 2017 or 2016.

MPT obtains surety bonds for use as collateral for judgments on appeal. MPT indemnifies the surety company for any recoveries made against the appeal bond. Fees are paid based upon the amount and duration of the appeal bond. No amounts were outstanding on appeal bonds at December 31, 2017 or 2016.

Supplementary Financial Information

MUTUAL PROTECTION TRUST

As of and For the Years Ended December 31

| | 2017 | 2016 | 2015 | 2014 | 2013 |
|---|----------------|----------|----------|---------|---------|
| RESULTS OF OPERATIONS | | | | | |
| (In millions) | | | | | |
| Total Assessments, Dues and Revenues | \$127.4 | \$141.1 | \$127.8 | \$130.4 | \$135.3 |
| Expenses | | | | | |
| Indemnity Expense | \$ 42.6 | \$ 61.3 | \$ 46.2 | \$ 42.3 | \$ 48.1 |
| Defense and Investigative | 34.5 | 36.3 | 36.7 | 35.2 | 35.1 |
| Other | 43.8 | 47.6 | 46.1 | 53.5 | 51.8 |
| Total Expenses | \$120.9 | \$145.2 | \$129.0 | \$131.0 | \$135.0 |
| Excess (Deficit) of Assessments, Dues and Revenues Over Expenses, net of income taxes | \$ 1.3 | \$ (5.6) | \$ (3.8) | \$ 4.6 | \$ 0.3 |

FINANCIAL POSITION

| | | | | | |
|--------------------------|----------------|---------|---------|---------|---------|
| Cash and Invested Assets | \$213.9 | \$212.9 | \$219.3 | \$223.0 | \$218.3 |
| Total Assets | \$339.9 | \$344.5 | \$344.5 | \$353.6 | \$350.7 |
| Members' Equity | \$153.4 | \$153.9 | \$159.5 | \$165.6 | \$160.3 |

MEMBERSHIP AND CLAIMS (Unaudited)

| | | | | | |
|--------------------------------------|----------------|---------|---------|---------|---------|
| Active Members at Year End | 11,746 | 11,809 | 11,743 | 11,688 | 11,789 |
| Services for Reported Claims | | | | | |
| Cases Opened | 871 | 1,047 | 1,052 | 1,142 | 1,234 |
| Cases Closed | 1,008 | 1,079 | 1,143 | 1,113 | 1,170 |
| Cases Under Management | 1,262 | 1,399 | 1,431 | 1,522 | 1,493 |
| Per Active Member (In thousands) | | | | | |
| Total Assessments, Dues and Revenues | \$ 10.8 | \$ 11.9 | \$ 10.9 | \$ 11.2 | \$ 11.5 |
| Indemnity Expense | 3.6 | 5.2 | 4.0 | 3.6 | 4.1 |
| Defense and Investigative | 2.9 | 3.1 | 3.1 | 3.0 | 3.0 |
| Other Expenses | 3.7 | 4.0 | 3.8 | 4.6 | 4.4 |
| Total Expenses | \$ 10.2 | \$ 12.3 | \$ 10.9 | \$ 11.2 | \$ 11.5 |

Cooperative of American Physicians, Inc. is licensed as a property and casualty broker-agent and surplus line broker (California license No. 0B72723). Insurance purchased by CAPAssurance, a Risk Purchasing Group, is from a "non-admitted" or "surplus line" insurer that is not licensed by the State of California.

CAP Physicians Insurance Agency, Inc. is authorized under California license No. 0F97719.



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