

QUARTERLY STATEMENT

OF THE

C.M. Life Insurance Company

TO THE

Insurance Department

OF THE

STATE OF

**FOR THE QUARTER ENDED
JUNE 30, 2014**

LIFE AND ACCIDENT AND HEALTH

2014



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF JUNE 30, 2014

OF THE CONDITION AND AFFAIRS OF THE

C.M. Life Insurance Company

NAIC Group Code 0435 0435 NAIC Company Code 93432 Employer's ID Number 06-1041383
(Current) (Prior)

Organized under the Laws of Connecticut, State of Domicile or Port of Entry Connecticut

Country of Domicile United States of America

Incorporated/Organized 04/25/1980 Commenced Business 05/12/1981

Statutory Home Office 100 Bright Meadow Boulevard, Enfield, CT, US 06082
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 1295 State Street
(Street and Number)
Springfield, MA, US 01111, 413-788-8411
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address 1295 State Street, Springfield, MA, US 01111
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 1295 State Street
(Street and Number)
Springfield, MA, US 01111, 413-788-8411
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.massmutual.com

Statutory Statement Contact Tammy A. Peatman, 413-744-6327
(Name) (Area Code) (Telephone Number)
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(E-mail Address) (FAX Number)

OFFICERS

President and Chief Executive Officer Roger William Crandall Treasurer Todd Garrett Picken
Secretary Christine Carole Peaslee Actuary Isadore Jermyn

OTHER

Michael Thomas Rollings Executive Vice President and Chief Financial Officer Mark Douglas Roellig Executive Vice President and General Counsel Michael Robert Fanning Executive Vice President
Melvin Timothy Corbett Executive Vice President

DIRECTORS OR TRUSTEES

Roger William Crandall - Chairman Michael Robert Fanning Michael Thomas Rollings
Mark Douglas Roellig

State of Massachusetts SS:
County of Hampden

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Roger William Crandall
President and Chief Executive Officer

Christine Carole Peaslee
Secretary

Todd Garrett Picken
Treasurer

Subscribed and sworn to before me this _____ day of _____

- a. Is this an original filing? Yes [X] No []
b. If no,
1. State the amendment number.....
2. Date filed
3. Number of pages attached.....

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	4,281,160,331		4,281,160,331	4,695,111,925
2. Stocks:				
2.1 Preferred stocks	27,303,876		27,303,876	26,508,825
2.2 Common stocks	215,445,520		215,445,520	204,249,194
3. Mortgage loans on real estate:				
3.1 First liens	899,804,629		899,804,629	861,133,468
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$6,605,000 encumbrances)	29,225,161		29,225,161	26,991,662
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$744,522), cash equivalents (\$261,361,426) and short-term investments (\$43,941,006)	306,046,955		306,046,955	214,670,238
6. Contract loans (including \$ premium notes)	143,132,551	7,095	143,125,456	178,511,352
7. Derivatives	399,032,304		399,032,304	419,381,750
8. Other invested assets	244,650,903	5,235,418	239,415,485	250,101,519
9. Receivables for securities	136,473,686		136,473,686	106,115,018
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	6,682,275,916	5,242,513	6,677,033,403	6,982,774,951
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	83,503,510	334,276	83,169,234	93,657,432
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	52,474	1,618	50,856	513,508
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)	(24,917,047)		(24,917,047)	(26,145,083)
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	13,053,366		13,053,366	5,087,536
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	10,980,535		10,980,535	8,706,844
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	151,802,064	102,793,997	49,008,067	45,445,360
19. Guaranty funds receivable or on deposit	3,380,691		3,380,691	1,936,449
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$)				
22. Net adjustment in assets and liabilities due to foreign exchange rates	1,040		1,040	56
23. Receivables from parent, subsidiaries and affiliates	313,868		313,868	319,625
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	831,654	760,464	71,190	66,232
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	6,921,278,071	109,132,868	6,812,145,203	7,112,362,910
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	1,889,431,780		1,889,431,780	1,871,660,569
28. Total (Lines 26 and 27)	8,810,709,851	109,132,868	8,701,576,983	8,984,023,479
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Miscellaneous	395,751	324,561	71,190	66,232
2502. Commissions and expenses on long term lease	424,634	424,634		
2503. Cash advanced to agents	11,269	11,269		
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	831,654	760,464	71,190	66,232

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Aggregate reserve for life contracts \$4,588,611,014 less \$ included in Line 6.3 (including \$ Modco Reserve)	4,588,611,014	5,051,106,728
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)		
3. Liability for deposit-type contracts (including \$ Modco Reserve).....	58,499,804	53,902,236
4. Contract claims:		
4.1 Life	7,680,710	15,018,646
4.2 Accident and health		
5. Policyholders' dividends \$ and coupons \$ due and unpaid		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$ Modco)		
6.2 Dividends not yet apportioned (including \$ Modco)		
6.3 Coupons and similar benefits (including \$ Modco)		
7. Amount provisionally held for deferred dividend policies not included in Line 6		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$ discount; including \$ accident and health premiums	39,727	11,650
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts		
9.2 Provision for experience rating refunds, including the liability of \$ accident and health experience rating refunds of which \$ is for medical loss ratio rebate per the Public Health Service Act		
9.3 Other amounts payable on reinsurance, including \$ assumed and \$1,282,996 ceded	1,282,996	5,308,464
9.4 Interest Maintenance Reserve	28,908,903	
10. Commissions to agents due or accrued-life and annuity contracts \$, accident and health \$ and deposit-type contract funds \$		
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued	45,732	31,111
13. Transfers to Separate Accounts due or accrued (net) (including \$(8,201,701) accrued for expense allowances recognized in reserves, net of reinsured allowances)	(9,188,005)	(9,031,777)
14. Taxes, licenses and fees due or accrued, excluding federal income taxes	3,947,876	2,340,143
15.1 Current federal and foreign income taxes, including \$5,471,051 on realized capital gains (losses)	64,282,992	25,783,878
15.2 Net deferred tax liability		
16. Unearned investment income	19,472	12,264
17. Amounts withheld or retained by company as agent or trustee	420,894	558,511
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	(179,164,473)	18,070,741
20. Net adjustment in assets and liabilities due to foreign exchange rates		
21. Liability for benefits for employees and agents if not included above		
22. Borrowed money \$ and interest thereon \$		
23. Dividends to stockholders declared and unpaid		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve	78,943,360	67,801,581
24.02 Reinsurance in unauthorized and certified (\$) companies		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$) reinsurers		
24.04 Payable to parent, subsidiaries and affiliates	15,912,560	15,305,183
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans		
24.07 Funds held under coinsurance		
24.08 Derivatives	397,989,030	403,968,631
24.09 Payable for securities	17,321,592	20,796,200
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	558,713,068	370,174,525
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	5,634,267,252	6,041,158,715
27. From Separate Accounts Statement	1,889,431,780	1,871,660,569
28. Total liabilities (Lines 26 and 27)	7,523,699,032	7,912,819,284
29. Common capital stock	2,500,000	2,500,000
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds		
32. Surplus notes		
33. Gross paid in and contributed surplus	450,276,208	450,276,208
34. Aggregate write-ins for special surplus funds		
35. Unassigned funds (surplus)	725,101,743	618,427,987
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 29 \$)		
36.2 shares preferred (value included in Line 30 \$)		
37. Surplus (Total Lines 31+32+33+34+35-36) (including \$ in Separate Accounts Statement)	1,175,377,951	1,068,704,195
38. Totals of Lines 29, 30 and 37	1,177,877,951	1,071,204,195
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	8,701,576,983	8,984,023,479
DETAILS OF WRITE-INS		
2501. Repurchase agreements and interest expense	431,170,238	186,398,309
2502. Derivative collateral	65,628,643	114,303,364
2503. Derivative interest expense	60,233,323	68,065,555
2598. Summary of remaining write-ins for Line 25 from overflow page	1,680,864	1,407,297
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	558,713,068	370,174,525
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 through 3103 plus 3198)(Line 31 above)		
3401.		
3402.		
3403.		
3498. Summary of remaining write-ins for Line 34 from overflow page		
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)		

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SUMMARY OF OPERATIONS

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Premiums and annuity considerations for life and accident and health contracts	169,551,498	180,439,547	355,588,737
2. Considerations for supplementary contracts with life contingencies	896,981	250,869	620,257
3. Net investment income	163,459,429	164,999,054	342,249,277
4. Amortization of Interest Maintenance Reserve (IMR)	11,110,685	3,671,669	8,898,183
5. Separate Accounts net gain from operations excluding unrealized gains or losses			
6. Commissions and expense allowances on reinsurance ceded	3,593,727	9,527,359	18,542,547
7. Reserve adjustments on reinsurance ceded		(10,425,206)	(21,993,585)
8. Miscellaneous Income:			
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	20,861,396	20,701,841	41,709,819
8.2 Charges and fees for deposit-type contracts			
8.3 Aggregate write-ins for miscellaneous income	1,119,321	994,224	2,074,205
9. Totals (Lines 1 to 8.3)	370,593,037	370,159,357	747,689,440
10. Death benefits	59,847,335	32,130,021	69,604,100
11. Matured endowments (excluding guaranteed annual pure endowments)			
12. Annuity benefits	51,681,073	48,376,053	95,062,313
13. Disability benefits and benefits under accident and health contracts	224,375	648,420	1,070,289
14. Coupons, guaranteed annual pure endowments and similar benefits			
15. Surrender benefits and withdrawals for life contracts	286,538,804	234,799,145	487,083,985
16. Group conversions			
17. Interest and adjustments on contract or deposit-type contract funds	1,820,100	657,607	2,056,090
18. Payments on supplementary contracts with life contingencies	364,450	310,153	702,522
19. Increase in aggregate reserves for life and accident and health contracts	(99,624,327)	(14,155,870)	(67,414,323)
20. Totals (Lines 10 to 19)	300,851,810	302,765,529	588,164,976
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	11,392,711	11,933,012	23,765,594
22. Commissions and expense allowances on reinsurance assumed			
23. General insurance expenses	18,814,947	18,314,448	36,358,345
24. Insurance taxes, licenses and fees, excluding federal income taxes	5,561,741	3,961,756	9,798,398
25. Increase in loading on deferred and uncollected premiums	(162,830)	(106,942)	92,633
26. Net transfers to or (from) Separate Accounts net of reinsurance	(55,557,978)	(63,905,992)	(142,285,644)
27. Aggregate write-ins for deductions	20,566,007	(21,722)	241,599
28. Totals (Lines 20 to 27)	301,466,408	272,940,089	516,135,901
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	69,126,629	97,219,268	231,553,539
30. Dividends to policyholders			
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	69,126,629	97,219,268	231,553,539
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	13,184,090	28,343,347	49,881,521
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	55,942,539	68,875,921	181,672,018
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$ (897,570) (excluding taxes of \$ 10,668,766 transferred to the IMR)	(6,547,771)	(250,308)	(11,054,679)
35. Net income (Line 33 plus Line 34)	49,394,768	68,625,613	170,617,339
CAPITAL AND SURPLUS ACCOUNT			
36. Capital and surplus, December 31, prior year	1,071,204,195	960,839,247	960,839,247
37. Net income (Line 35)	49,394,768	68,625,613	170,617,339
38. Change in net unrealized capital gains (losses) less capital gains tax of \$ (283,786)	10,080,173	(13,986,183)	(29,750,638)
39. Change in net unrealized foreign exchange capital gain (loss)	1,100,585	(4,786,088)	2,980,291
40. Change in net deferred income tax	(28,307,050)	27,608,317	30,300,183
41. Change in nonadmitted assets	40,904,573	(32,229,058)	(50,448,138)
42. Change in liability for reinsurance in unauthorized and certified companies			
43. Change in reserve on account of change in valuation basis, (increase) or decrease			(4,209,123)
44. Change in asset valuation reserve	(11,141,780)	6,517,814	(2,641,540)
45. Change in treasury stock			
46. Surplus (contributed to) withdrawn from Separate Accounts during period			
47. Other changes in surplus in Separate Accounts Statement			
48. Change in surplus notes			
49. Cumulative effect of changes in accounting principles			
50. Capital changes:			
50.1 Paid in			
50.2 Transferred from surplus (Stock Dividend)			
50.3 Transferred to surplus			
51. Surplus adjustment:			
51.1 Paid in			
51.2 Transferred to capital (Stock Dividend)			
51.3 Transferred from capital			
51.4 Change in surplus as a result of reinsurance			
52. Dividends to stockholders			
53. Aggregate write-ins for gains and losses in surplus	44,642,487	(2,820,000)	(6,483,426)
54. Net change in capital and surplus for the year (Lines 37 through 53)	106,673,756	48,930,415	110,364,948
55. Capital and surplus, as of statement date (Lines 36 + 54)	1,177,877,951	1,009,769,662	1,071,204,195
DETAILS OF WRITE-INS			
08.301. Administrative fee and other income	1,119,321	994,224	2,074,205
08.302.			
08.303.			
08.398. Summary of remaining write-ins for Line 8.3 from overflow page			
08.399. Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	1,119,321	994,224	2,074,205
2701. Miscellaneous charges to operations	20,566,007	(21,722)	241,599
2702.			
2703.			
2798. Summary of remaining write-ins for Line 27 from overflow page			
2799. Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	20,566,007	(21,722)	241,599
5301. Other changes in surplus	44,642,487	(2,820,000)	(6,483,426)
5302.			
5303.			
5398. Summary of remaining write-ins for Line 53 from overflow page			
5399. Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)	44,642,487	(2,820,000)	(6,483,426)

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	168,907,563	178,327,123	359,297,409
2. Net investment income	160,179,016	164,463,317	342,229,704
3. Miscellaneous income	26,289,943	19,429,813	39,860,337
4. Total (Lines 1 to 3)	355,376,522	362,220,253	741,387,450
5. Benefit and loss related payments	417,701,701	317,134,063	658,990,756
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(55,401,749)	(64,774,651)	(139,656,937)
7. Commissions, expenses paid and aggregate write-ins for deductions	54,642,395	40,929,983	74,688,793
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of \$ 4,843,369 tax on capital gains (losses)	(15,543,827)	1,626,330	44,914,060
10. Total (Lines 5 through 9)	401,398,520	294,915,725	638,936,672
11. Net cash from operations (Line 4 minus Line 10)	(46,021,998)	67,304,528	102,450,778
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	907,431,360	627,390,284	1,318,587,145
12.2 Stocks	584,398	10,729,239	13,174,523
12.3 Mortgage loans	49,100,316	78,342,424	165,047,805
12.4 Real estate	1,865,803		2,351,634
12.5 Other invested assets	30,641,911	32,589,161	57,387,488
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	76,835	(255,019)	(62,512)
12.7 Miscellaneous proceeds	25,035,736	(66,751,068)	(165,697,995)
12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,014,736,359	682,045,021	1,390,788,088
13. Cost of investments acquired (long-term only):			
13.1 Bonds	450,013,720	872,298,945	1,369,707,474
13.2 Stocks	1,479,898	13,220,707	15,554,460
13.3 Mortgage loans	86,937,390	144,802,143	261,343,000
13.4 Real estate	5,720,235	1,065,076	1,286,477
13.5 Other invested assets	16,261,184	22,233,047	80,749,181
13.6 Miscellaneous applications	3,474,606	(36,301,872)	(19,108,578)
13.7 Total investments acquired (Lines 13.1 to 13.6)	563,887,033	1,017,318,046	1,709,532,014
14. Net increase (or decrease) in contract loans and premium notes	(36,176,880)	(3,647,553)	137,543
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	487,026,206	(331,625,472)	(318,881,469)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities	3,601,671	(467,732)	(5,619,804)
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(353,229,162)	(52,473,681)	(67,717,202)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(349,627,491)	(52,941,413)	(73,337,006)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	91,376,717	(317,262,357)	(289,767,697)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	214,670,238	504,437,935	504,437,935
19.2 End of period (Line 18 plus Line 19.1)	306,046,955	187,175,578	214,670,238

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001. Policyholders' reserves transferred for reinsurance agreement	362,870,960		
20.0002. Bonds transferred for reinsurance agreement	304,271,091		
20.0003. Policy loans transferred for reinsurance agreement	37,505,862		
20.0004. Bond conversions and refinancing	26,729,023	23,012,351	39,414,442
20.0005. Other invested assets transferred for reinsurance agreement	13,221,825		
20.0006. Bank loan rollovers	3,366,431	134,610,368	207,821,704
20.0007. Other liabilities transferred for reinsurance agreement	2,621,318		
20.0008. Interest capitalization for long-term debt	300,768		143,614
20.0009. Net investment income payment in-kind bonds	178,759		452,578
20.0010. Dividend reinvestment	67,208		58,944

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0011. Stock conversion		2,000,000	2,011,712
20.0012. Other		422,984	
20.0013. Bond conversions to other invested assets			27,863,684
20.0014. Mortgages converted to other invested assets			8,207,028
20.0015. Other invested assets stock distributions			1,443

EXHIBIT 1**DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1. Industrial life			
2. Ordinary life insurance	113,748,232	116,489,421	236,035,834
3. Ordinary individual annuities	129,972,965	135,929,190	269,140,278
4. Credit life (group and individual)			
5. Group life insurance	(2,143)	(7,244)	1,334,364
6. Group annuities			
7. A & H - group			
8. A & H - credit (group and individual)			
9. A & H - other			
10. Aggregate of all other lines of business			
11. Subtotal	243,719,054	252,411,367	506,510,477
12. Deposit-type contracts			
13. Total	243,719,054	252,411,367	506,510,477
DETAILS OF WRITE-INS			
1001.			
1002.			
1003.			
1098. Summary of remaining write-ins for Line 10 from overflow page			
1099. Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)			

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NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies

a. Accounting practices:

The accompanying financial statements of C.M. Life Insurance Company (the Company) have been prepared in conformity with accounting practices of the Accounting Practices and Procedures Manual as issued by the National Association of Insurance Commissioners (NAIC SAP) and the accounting practices prescribed or permitted by the State of Connecticut Insurance Department (the Department).

	State of Domicile	2014	2013
(In Millions)			
NET INCOME			
(1) State basis (Page 4, Line 35, Columns 1 & 3)	CT	\$ 49	\$ 171
(2) State prescribed practices that increase (decrease) NAIC SAP	-	-	-
(3) State permitted practices that increase (decrease) NAIC SAP	-	-	-
(4) NAIC SAP (1-2-3=4)	CT	\$ 49	\$ 171
SURPLUS			
(5) State basis (Page 3, Line 38, Columns 1 & 2)	CT	\$ 1,178	\$ 1,071
(6) State prescribed practices that increase (decrease) NAIC SAP	-	-	-
(7) State permitted practices that increase (decrease) NAIC SAP	-	-	-
(8) NAIC SAP (5-6-7=8)	CT	\$ 1,178	\$ 1,071

b. Use of estimates in the preparation of the financial statements – No significant changes

c. Accounting policy – No significant changes

Note 2 - Accounting Changes and Corrections of Errors

a. Under statutory accounting principles, corrections of prior year errors are recorded in current year surplus on a pretax basis with any associated tax impact reported through earnings. For the six months ended June 30, 2014, the Company recorded an increase of \$11 million related to other liabilities. For the six months ended June 30, 2013, the Company recorded a decrease of \$3 million related to premium income (ceded).

b. Adoption of new accounting standards:

In December 2013, the NAIC issued Statement of Statutory Accounting Principles (SSAP) No. 105, "Working Capital Finance Investments," which establishes statutory accounting principles for working capital finance investments. This statement also amends SSAP No. 20, "Nonadmitted Assets," to allow working capital finance investments as admitted assets to the extent they conform to the requirements of SSAP No. 105. This new guidance was effective January 1, 2014, and did not have an impact on the Company's financial statements.

In December 2013, the NAIC adopted modifications to SSAP No. 26, "Bonds, Excluding Loan-Backed and Structured Securities," to clarify the amortization requirements for bonds with make-whole call provisions and bonds that are continuously callable. These revisions do not allow insurers to consider make-whole call provisions in determining the timeframe for amortizing bond premium or discount unless information is known by the reporting entity indicating that the issuer is expected to invoke the provision. These clarifying changes were effective January 1, 2014, and did not have a significant impact on the Company's financial statements.

Note 3 – Business Combinations and Goodwill - No significant changes

Note 4 – Discontinued Operations - No significant changes

Note 5 – Investments

a. Mortgage loans, including mezzanine real estate loans – No significant changes

b. Debt restructuring – No significant changes

c. Reverse mortgages – No significant changes

d. Loan-backed and structured securities:

(1) No significant changes

NOTES TO FINANCIAL STATEMENTS

- (2) The following contains loan-backed and structured securities that recognized other-than-temporary impairments (OTTI) classified on the following bases for recognizing OTTI:

	(1)	(2)		(3)
	Amortized Cost Basis Before OTTI	OTTI Recognized in Loss		Fair Value 1-(2a+2b)
		(2a) Interest	(2b) Non-interest	
(In Millions)				
OTTI recognized in the first quarter				
a. Intent to sell	\$ -	\$ -	\$ -	\$ -
b. Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	11	-	2	9
c. Total first quarter	<u>\$ 11</u>	<u>\$ -</u>	<u>\$ 2</u>	<u>\$ 9</u>
OTTI recognized in the second quarter				
d. Intent to sell	\$ -	\$ -	\$ -	\$ -
e. Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	7	-	-	7
f. Total second quarter	<u>\$ 7</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 7</u>
OTTI recognized in the third quarter				
g. Intent to sell	\$ -	\$ -	\$ -	\$ -
h. Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	-	-	-	-
i. Total third quarter	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
OTTI recognized in the fourth quarter				
j. Intent to sell	\$ -	\$ -	\$ -	\$ -
k. Inability or lack of intent to retain the investment in the security for a period of time sufficient to recover the amortized cost basis	-	-	-	-
l. Total fourth quarter	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
m. Annual Aggregate Total		<u>\$ -</u>	<u>\$ 2</u>	

Note: All impairments were taken due to the present value of cash flows expected to be collected being less than the amortized cost basis.

- (3) Refer to Note 36. "Impairment Listing for Loan-Backed and Structured Securities" for a CUSIP detail list of impaired structured securities where the present value of cash flows expected to be collected is less than the amortized cost basis.
- (4) As of June 30, 2014, the gross unrealized losses and fair values for investments in structured and loan-backed securities for which an OTTI has not been recognized in earnings follow (in millions):
- | | | |
|---|----|-----|
| a. The aggregate amount of unrealized losses: | | |
| 1. Less than 12 months | \$ | (2) |
| 2. 12 months or longer | \$ | (4) |
| b. The aggregate related fair value of securities with unrealized losses: | | |
| 1. Less than 12 months | \$ | 113 |
| 2. 12 months or longer | \$ | 115 |

- (5) No significant changes

- e. Repurchase agreements – No significant changes
- f. Real estate – No significant changes
- g. Low income housing tax credit properties – No significant changes
- h. Restricted assets – No significant changes
- i. Working capital finance investments – The Company does not invest in working capital finance investments.

Note 6 – Joint Ventures, Partnerships and LLCs - No significant changes

Note 7 – Investment Income – No significant changes

Note 8 – Derivative Instruments - No significant changes

Note 9 – Income Taxes – No significant changes

NOTES TO FINANCIAL STATEMENTS

Note 10 – Information Concerning Parent, Subsidiaries and Affiliates

a-d. No significant changes

- e. Effective January 1, 2014, the Company recaptured certain life insurance policies that were ceded to the Massachusetts Mutual Life Insurance Company (MassMutual) under a modified coinsurance (Modco) reinsurance arrangement. The Company incurred a \$25 million loss to recapture the business.

Prior to January 1, 2014, the Company had a Modco quota-share reinsurance agreement with MassMutual where the Company ceded 75% of the premium on certain universal life policies. MassMutual had funded the Company a stipulated expense allowance, death and surrender benefits, and a Modco adjustment based on experience. The Company retained the assets and related reserves for payment of future benefits on the ceded policies. The Modco adjustment was the mechanism by which MassMutual funded the reserve on the reinsured portion of the risk. It was needed to adjust for the financial effect of the Company holding the reserves on the ceded coverage rather than MassMutual.

The Company has reinsurance agreements with MassMutual including coinsurance and a stop-loss agreement. With respect to the coinsurance agreement with MassMutual, MassMutual assumes substantially the entire premium on certain universal life policies issued by the Company.

f-l. No significant changes

Note 11 – Debt

a. No significant changes

- b. The Company is not a member of the Federal Home Loan Bank (FHLB) therefore it has no FHLB funding agreements.

Note 12 – Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans - No significant changes**Note 13 – Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations** - No significant changes**Note 14 – Contingencies**

a. Contingent commitments - No significant changes

b. Assessments - No significant changes

c. Gain contingencies - No significant changes

d. Claims related to extra contractual obligations - No significant changes

e. All other contingencies:

The Company is involved from time to time in litigation arising in and out of the normal course of business, which seeks both compensatory and punitive damages. While the Company is not aware of any actions or allegations that should reasonably give rise to a material adverse impact to the Company's financial position or liquidity, the outcome of litigation cannot be foreseen with certainty. It is the opinion of management that the ultimate resolution of these matters will not materially impact the Company's financial position or liquidity. However, the outcome of a particular proceeding may be material to the Company's operating results for a particular period depending upon, among other factors, the size of the loss or liability and the level of the Company's income for the period.

f. Regulatory matters:

The Company is subject to governmental and administrative proceedings and regulatory inquiries, examinations and investigations in the ordinary course of its business. In connection with regulatory inquiries, examinations and investigations, the Company has been contacted by various regulatory agencies including, among others, the Securities and Exchange Commission and various state insurance departments and state attorneys general. The Company has cooperated fully with these regulatory agencies with regard to their inquiries, examinations and investigations and has responded to information requests and comments.

Market volatility in the financial services industry over the last several years has contributed to increased scrutiny of the entire financial services industry. Therefore, the Company believes that it is reasonable to expect that proceedings, regulatory inquiries, examinations and investigations into the insurance and financial services industries will continue for the foreseeable future. Additionally, new industry-wide legislation, rules and regulations could significantly affect the insurance and financial services industries as a whole. It is the opinion of management that the ultimate resolution of these regulatory inquiries, examinations, investigations, legislative and regulatory changes of which we are aware will not materially impact the Company's financial position or liquidity. However, the outcome of a particular matter may be material to the Company's operating results for a particular period depending upon, among other factors, the financial impact of the matter and the level of the Company's income for the period.

Note 15 – Leases - No significant changes**Note 16 – Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk** - No significant changes**Note 17 – Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities**

a. Transfers of receivables reported as sales – No significant changes

b. Transfer and servicing of financial assets:

- (1) The Company did not participate in securities lending as of June 30, 2014 or December 31, 2013.
- (2) The Company did not have any servicing assets or liabilities in 2014 or 2013.
- (3) The Company did not have any servicing assets or liabilities in 2014 or 2013.

NOTES TO FINANCIAL STATEMENTS

- (4) The Company did not have interests that continue to be held by a transferor in securitized financial assets in 2014 or 2013.
- (5) The Company did not have any transfers of financial assets accounted for as secured borrowing in 2014 or 2013.
- (6) The Company did not have any transfers of receivables with recourse in 2014 or 2013.
- (7) Repurchase agreements – no significant changes

c. Wash sales:

- (1) In the course of the Company's investment management activities, securities may be sold and reacquired within 30 days of the sale date.
- (2) The Company did not sell any securities with the NAIC Designation 3 or below through the second quarter ended June 30, 2014 that were reacquired within 30 days of the sale date.

Note 18 – Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans - No significant changes

Note 19 – Direct Premium Written/Produced By Managing General Agents/Third Party Administrators - No significant changes

Note 20 – Fair Value Measurements

- a. Fair value as defined and unique level descriptions – No significant changes

1. The following presents the Company's fair value hierarchy for assets and liabilities that are carried at fair value:

	June 30, 2014			
	Level 1	Level 2	Level 3	Total
	(In Millions)			
Financial assets:				
Bonds:				
Industrial and miscellaneous	\$ -	\$ 1	\$ 1	\$ 2
Parent, subsidiaries and affiliates	-	10	-	10
Preferred stocks	1	-	-	1
Common stock - unaffiliated	-	-	2	2
Common stock - affiliated	6	-	-	6
Separate account assets	1,889	-	-	1,889
Derivatives:				
Interest rate swaps	-	366	-	366
Options	-	32	-	32
Currency swaps	-	1	-	1
Forward contracts	-	1	-	1
Credit default swaps	-	-	-	-
Total financial assets carried at fair value	\$ 1,896	\$ 411	\$ 3	\$ 2,310
Financial liabilities:				
Repurchase agreements	\$ -	\$ 431	\$ -	\$ 431
Derivatives:				
Interest rate swaps	-	384	-	384
Currency swaps	-	13	-	13
Forward contracts	-	1	-	1
Credit default swaps	-	-	-	-
Total financial liabilities carried at fair value	\$ -	\$ 829	\$ -	\$ 829

For the six months ended June 30, 2014 there were no significant transfers between Level 1 and Level 2.

NOTES TO FINANCIAL STATEMENTS

	December 31, 2013			
	Level 1	Level 2	Level 3	Total
	(In Millions)			
Financial assets:				
Bonds:				
Industrial and miscellaneous	\$ -	\$ 1	\$ 1	\$ 2
Parent, subsidiaries and affiliates	-	18	-	18
Preferred stocks	1	-	-	1
Common stock - unaffiliated	-	-	2	2
Common stock - affiliated	6	-	-	6
Separate account assets	1,872	-	-	1,872
Derivatives:				
Interest rate swaps	-	387	-	387
Options	-	31	-	31
Currency swaps	-	1	-	1
Forward contracts	-	-	-	-
Credit default swaps	-	-	-	-
Total financial assets carried at fair value	<u>\$ 1,879</u>	<u>\$ 438</u>	<u>\$ 3</u>	<u>\$ 2,320</u>
Financial liabilities:				
Repurchase agreements	\$ -	\$ 186	\$ -	\$ 186
Derivatives:				
Interest rate swaps	-	391	-	391
Currency swaps	-	10	-	10
Forward contracts	-	2	-	2
Credit default swaps	-	1	-	1
Total financial liabilities carried at fair value	<u>\$ -</u>	<u>\$ 590</u>	<u>\$ -</u>	<u>\$ 590</u>

For the year ended December 31, 2013 there were no significant transfers between Level 1 and Level 2.

2. The following presents changes in the Company's Level 3 financial instruments that are carried at fair value:

	Balance as of 01/01/2014		Transfers ⁽¹⁾		Losses in Net Income	Gains in Surplus	Purchases	Issuances	Sales	Settlements	Balance as of 06/30/2014
	In	Out	In	Out							In	Out
(In Millions)											
Financial assets:											
Bonds:											
Industrial and miscellaneous	\$ 1	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1
Common stocks - unaffiliated	2	-	-	(1)	1	-	-	-	-	-	2
Total financial assets	<u>\$ 3</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ (1)</u>	<u>\$ 1</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 3</u>

⁽¹⁾Transfers include assets that are either no longer carried at fair value, or have just begun to be carried at fair value, such as assets with no level changes but change in lower of cost or market carrying basis.

	Balance as of 01/01/2013		Transfers ⁽¹⁾		Gains (Losses) in Net Income	Losses in Surplus	Purchases	Issuances	Sales	Settlements	Balance as of 12/31/2013
	In	Out	In	Out							In	Out
(In Millions)											
Financial assets:											
Bonds:											
Industrial and miscellaneous	\$ 4	\$ 2	\$ -	\$ (1)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ (4)	\$ 1
Common stock - unaffiliated	2	-	-	-	1	-	-	-	(1)	-	2
Total financial assets	<u>\$ 6</u>	<u>\$ 2</u>	<u>\$ -</u>	<u>\$ (1)</u>	<u>\$ 1</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ (1)</u>	<u>\$ (4)</u>	<u>\$ 3</u>

⁽¹⁾Transfers include assets that are either no longer carried at fair value, or have just begun to be carried at fair value, such as assets with no level changes but change in lower of cost or market carrying basis.

3. Fair value hierarchy classifications – No significant changes
 4. Valuation techniques and inputs – No significant changes

NOTES TO FINANCIAL STATEMENTS

5. Derivative assets and liabilities fair value disclosures – No significant changes
- b. The Company provides additional fair value information in Notes 1, 5, 8, 21, 32 and 34 on an annual basis.
- c. The following presents a summary of the carrying values and fair values of the Company's financial instruments:

June 30, 2014						
Aggregate	Admitted					Not
Fair Value	Assets	Level 1	Level 2	Level 3		Practicable
(In Millions)						
Financial assets:						
Bonds:						
U. S. government and agencies	\$ 301	\$ 275	\$ -	\$ 300	\$ 1	\$ -
All other governments	3	3	-	3	-	-
States, territories and possessions	88	83	-	88	-	-
Special revenue	95	84	-	95	-	-
Industrial and miscellaneous	3,783	3,545	-	2,322	1,461	-
Parent, subsidiaries and affiliates	318	291	-	141	177	-
Preferred stocks	29	27	14	1	14	-
Common stock - unaffiliated	2	2	-	-	2	-
Common stock - affiliated	6	6	6	-	-	-
Mortgage loans - commercial	692	677	-	-	692	-
Mortgage loans - residential	217	223	-	-	217	-
Cash, cash equivalents and short-term investments	306	306	1	305	-	-
Separate account assets	1,889	1,889	1,889	-	-	-
Derivatives:						
Interest rate swaps	366	366	-	366	-	-
Options	32	32	-	32	-	-
Currency swaps	1	1	-	1	-	-
Forward contracts	1	1	-	1	-	-
Financial liabilities:						
Repurchase agreements	431	431	-	431	-	-
Individual annuity contracts	3,392	3,280	-	-	3,392	-
Supplementary contracts	49	48	-	-	49	-
Derivatives:						
Interest rate swaps	384	384	-	384	-	-
Currency swaps	13	13	-	13	-	-
Forward contracts	1	1	-	1	-	-

NOTES TO FINANCIAL STATEMENTS

	December 31, 2013					Not Practicable (Carrying Value)
	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	
	(In Millions)					
Financial assets:						
Bonds:						
U. S. government and agencies	\$ 366	\$ 337	\$ -	\$ 365	\$ 1	\$ -
All other governments	2	3	-	2	-	-
States, territories and possessions	97	97	-	97	-	-
Special revenue	131	120	-	131	-	-
Industrial and miscellaneous	3,909	3,776	-	2,500	1,409	-
Parent, subsidiaries and affiliates	384	362	-	154	230	-
Preferred stocks	27	27	12	1	14	-
Common stock - unaffiliated	2	2	-	-	2	-
Common stock - subsidiary and affiliate	6	6	6	-	-	-
Mortgage loans - commercial	662	661	-	-	662	-
Mortgage loans - residential	194	200	-	-	194	-
Cash, cash equivalents and short-term investments	215	215	(32)	247	-	-
Separate account assets	1,872	1,872	1,872	-	-	-
Derivatives:						
Interest rate swaps	387	387	-	387	-	-
Options	31	31	-	31	-	-
Currency swaps	1	1	-	1	-	-
Forward contracts	-	-	-	-	-	-
Financial liabilities:						
Repurchase agreements	186	186	-	186	-	-
Individual annuity contracts	3,484	3,368	-	-	3,484	-
Supplementary contracts	45	45	-	-	45	-
Derivatives:						
Interest rate swaps	391	391	-	391	-	-
Currency swaps	10	10	-	10	-	-
Forward contracts	2	2	-	2	-	-
Credit default swaps	1	1	-	1	-	-

- d. For the six months ended June 30, 2014, the Company had no investments where it was not practicable to estimate fair value.

Note 21 – Other Items

- a. Extraordinary items – No significant changes
- b. Troubled debt restructuring – No significant changes
- c. Other disclosures and unusual items - No significant changes

Business risks

The Company operates in a business environment subject to various risks and uncertainties. Such risks and uncertainties include, but are not limited to, currency exchange risk, interest rate risk and credit risk. Interest rate risk is the potential for interest rates to change, which can cause fluctuations in the value of investments and amounts due to policyholders. To the extent that fluctuations in interest rates cause the duration of assets and liabilities to differ, the Company manages its exposure to this risk by, among other things, asset/liability management techniques that account for the cash flow characteristics of the assets and liabilities. This quarterly risks and uncertainties disclosure should be read in conjunction with the statutory disclosure in the Company's 2013 year end annual financial statements.

Currency exchange risk

The Company has currency risk due to its non-U.S. dollar investments. The Company mitigates currency risk through the use of cross-currency swaps and forward contracts. Cross-currency swaps are used to minimize currency risk for certain non-U.S. dollar assets through a pre-specified exchange of interest and principal. Forward contracts are used to hedge movements in exchange rates.

Investment and interest rate risks

As interest rates increase, certain debt securities may experience slower amortization or prepayment speeds than assumed at purchase, impacting the expected maturity of these securities and the ability to reinvest the proceeds at the higher yields. Rising interest rates may also result in a decrease in the fair value of the investment portfolio. As interest rates decline, certain debt securities may experience accelerated amortization and prepayment speeds than assumed at purchase. During such periods, the Company is at risk of lower net investment income as it may not be able to reinvest the proceeds at comparable yields. Declining interest rates may also increase the fair value of the investment portfolio.

- d. Business interruption insurance recoveries - No significant changes
- e. State transferrable tax credits – No significant changes

NOTES TO FINANCIAL STATEMENTS

f. Subprime mortgage related risk exposure:

- (1) No significant changes
- (2) No significant changes
- (3) The actual cost reduced by paydowns, carrying value, fair value and related gross realized losses from OTTI of the Company's investments with significant Alt-A and subprime exposure were as follows:

	June 30, 2014			Six Months Ended June 30, 2014
	Actual Cost	Carrying Value	Fair Value	OTTI
(In Millions)				
Alt-A:				
a. Residential mortgage-backed securities	\$ 57	\$ 38	\$ 47	\$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in SCAs *	5	4	4	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 62</u>	<u>\$ 42</u>	<u>\$ 51</u>	<u>\$ -</u>

	June 30, 2014			Six Months Ended June 30, 2014
	Actual Cost	Carrying Value	Fair Value	OTTI
(In Millions)				
Subprime:				
a. Residential mortgage-backed securities	\$ 28	\$ 22	\$ 24	\$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in SCAs *	5	2	3	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 33</u>	<u>\$ 24</u>	<u>\$ 27</u>	<u>\$ -</u>

* The Company's SCA, MML Bay State, has investments in Alt-A and subprime mortgages. These investments comprise less than 1% of the Company's invested assets.

	December 31, 2013			Year Ended December 31, 2013
	Actual Cost	Carrying Value	Fair Value	OTTI
(In Millions)				
Alt-A:				
a. Residential mortgage-backed securities	\$ 74	\$ 50	\$ 59	\$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in SCAs *	6	4	5	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 80</u>	<u>\$ 54</u>	<u>\$ 64</u>	<u>\$ -</u>

	December 31, 2013			Year Ended December 31, 2013
	Actual Cost	Carrying Value	Fair Value	OTTI
(In Millions)				
Subprime:				
a. Residential mortgage-backed securities	\$ 30	\$ 24	\$ 25	\$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in SCAs *	5	2	3	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 35</u>	<u>\$ 26</u>	<u>\$ 28</u>	<u>\$ -</u>

* The Company's SCA, MML Bay State, has investments in Alt-A and subprime mortgages. These investments comprise less than 1% of the Company's invested assets.

NOTES TO FINANCIAL STATEMENTS

- (4) The Company has no underwriting exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage.
- g. Retained asset accounts – No significant changes
- h. Offsetting and netting of assets and liabilities:
The following summarizes gross and net information of derivatives assets and liabilities, along with collateral posted in connection with master netting agreements:

June 30, 2014						
	Gross	Due & Accrued	Gross Amounts Offset	Net	Collateral Posted	Net Amount
(In Millions)						
Derivative assets	\$ 399	\$ 33	\$ (453)	\$ (21)	\$ (132)	\$ (153)
Derivative liabilities	398	60	(453)	5	(160)	(155)
Net	\$ 1	\$ (27)	\$ -	\$ (26)	\$ 28	\$ 2

December 31, 2013						
	Gross	Due & Accrued	Gross Amounts Offset	Net	Collateral Posted	Net Amount
(In Millions)						
Derivative assets	\$ 419	\$ 41	\$ (231)	\$ 229	\$ (133)	\$ 96
Derivative liabilities	404	68	(231)	241	(146)	95
Net	\$ 15	\$ (27)	\$ -	\$ (12)	\$ 13	\$ 1

Note 22 – Events Subsequent

The Company has evaluated subsequent events through August 6, 2014, the date the financial statements were available to be issued, and no events have occurred subsequent to the balance sheet date and before the date of evaluation that would require disclosure.

Note 23 – Reinsurance

- a. Ceded Reinsurance Report:
Section 1 - General Interrogatories – No significant changes
Section 2 - Ceded Reinsurance Report - Part A – No significant changes
Section 3 - Ceded Reinsurance Report - Part B:
(1) No significant changes
(2) Effective January 1, 2014, the Company entered into an indemnity coinsurance agreement to cede 100% of certain universal life policies to an unaffiliated insurance company. As part of the coinsurance agreement, the Company transferred investments of \$317 million, and ceded reserves net of policy loans, of approximately \$324 million.
- b-d. No significant changes

Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination - No significant changes

Note 25 – Change in Incurred Losses and Loss Adjustment Expenses - No significant changes

Note 26 – Intercompany Pooling Arrangements - No significant changes

Note 27 – Structured Settlements - No significant changes

Note 28 – Health Care Receivables - No significant changes

Note 29 – Participating Policies - No significant changes

Note 30 – Premium Deficiency Reserves - No significant changes

Note 31 – Reserves for Life Contracts and Annuity Contracts - No significant changes

Note 32 – Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics - No significant changes

Note 33 – Premium and Annuity Considerations Deferred and Uncollected - No significant changes

Note 34 – Separate Accounts - No significant changes

Note 35 – Loss/Claim Adjustment Expenses - No significant changes

NOTES TO FINANCIAL STATEMENTS

Note 36 - Impairment Listing for Loan-Backed and Structured Securities

The following are the total cumulative adjustments and impairments for loan-backed and structured securities since July 1, 2009:

Period Ended	Amortized Cost before Cumulative Adjustment	Cumulative Adjustment	Amortized Cost before OTTI	Projected Cash Flow	Recognized OTTI	Amortized Cost after OTTI	Fair Value
June 30, 2014	\$ 6,799,823.11	\$ -	\$ 6,799,823.11	\$ 6,410,214.05	\$ (389,609.06)	\$ 6,410,214.05	\$ 8,821,202.53
March 31, 2014	10,842,786.00	-	10,842,786.00	9,332,953.14	(1,509,832.86)	9,332,953.14	11,545,155.67
December 31, 2013	13,068,728.02	-	13,068,728.02	12,446,802.54	(621,925.48)	12,446,802.54	13,075,121.87
September 30, 2013	8,777,769.26	-	8,777,769.26	8,640,444.44	(137,324.82)	8,640,444.44	8,226,635.01
June 30, 2013	11,479,347.45	-	11,479,347.45	11,079,157.68	(400,189.77)	11,079,157.68	10,139,599.32
March 31, 2013	15,334,535.05	-	15,334,535.05	14,970,375.96	(364,159.09)	14,970,375.96	14,135,121.66
December 31, 2012	31,785,329.35	-	31,785,329.35	30,443,342.37	(1,341,986.98)	30,443,342.37	27,669,976.79
September 30, 2012	67,270,430.45	-	67,270,430.45	65,265,347.34	(2,005,083.11)	65,265,347.34	57,019,261.58
June 30, 2012	70,455,899.87	-	70,455,899.87	69,041,733.13	(1,414,166.74)	69,041,733.13	55,143,333.36
March 31, 2012	87,853,178.35	-	87,853,178.35	85,053,001.11	(2,800,177.24)	85,053,001.11	67,243,938.01
December 31, 2011	90,342,741.95	-	90,342,741.95	87,759,853.27	(2,582,888.68)	87,759,853.27	61,663,658.75
September 30, 2011	62,166,554.35	-	62,166,554.35	60,544,908.62	(1,621,645.73)	60,544,908.62	45,284,653.78
June 30, 2011	80,582,826.88	-	80,582,826.88	76,857,392.88	(3,725,434.00)	76,857,392.88	60,286,999.44
March 31, 2011	87,925,923.39	-	87,925,923.39	85,768,903.43	(2,157,019.96)	85,768,903.43	65,285,429.38
December 31, 2010	78,922,236.87	-	78,922,236.87	77,329,040.51	(1,593,196.36)	77,329,040.51	57,284,607.12
September 30, 2010	75,579,157.67	-	75,579,157.67	73,844,794.15	(1,734,363.52)	73,844,794.15	53,531,682.15
June 30, 2010	106,701,990.11	-	106,701,990.11	104,920,573.41	(1,781,416.70)	104,920,573.41	77,297,240.58
March 31, 2010	117,247,144.97	-	117,247,144.97	110,848,178.13	(6,398,966.84)	110,848,178.13	81,512,592.53
December 31, 2009	94,759,892.12	-	94,759,892.12	91,319,792.71	(3,440,099.41)	91,319,792.71	61,154,481.79
September 30, 2009	203,672,078.15	(2,299,536.69)	201,372,541.46	193,090,827.77	(8,281,713.69)	193,090,827.77	124,234,344.38
Totals		\$ (2,299,536.69)			\$ (44,301,200.04)		

The following is the impairment listing for loan-backed and structured securities for the three months ended June 30, 2014:

CUSIP	Amortized Cost before Cumulative Adjustment	Cumulative Adjustment	Amortized Cost before OTTI	Projected Cash Flow	Recognized OTTI	Amortized Cost after OTTI	Fair Value
124860CB1	\$ 617,818.59	\$ -	\$ 617,818.59	\$ 398,646.43	\$ (219,172.16)	\$ 398,646.43	\$ 613,175.05
36228FU38	1,268.88	-	1,268.88	-	(1,268.88)	-	3,293.78
61750MAB1	1,263.62	-	1,263.62	1,006.74	(256.88)	1,006.74	1,098.84
77277LAF4	3,358,617.01	-	3,358,617.01	3,262,065.62	(96,551.39)	3,262,065.62	4,602,578.00
77277LAH0	167,925.80	-	167,925.80	163,215.97	(4,709.83)	163,215.97	443,556.00
77277LAJ6	2,377,767.25	-	2,377,767.25	2,311,086.91	(66,680.34)	2,311,086.91	2,896,256.40
939336KZ5	275,161.96	-	275,161.96	274,192.38	(969.58)	274,192.38	261,244.46
Totals	\$ 6,799,823.11	\$ -	\$ 6,799,823.11	\$ 6,410,214.05	\$ (389,609.06)	\$ 6,410,214.05	\$ 8,821,202.53

The following is the impairment listing for loan-backed and structured securities for the three months ended March 31, 2014:

CUSIP	Amortized Cost before Cumulative Adjustment	Cumulative Adjustment	Amortized Cost before OTTI	Projected Cash Flow	Recognized OTTI	Amortized Cost after OTTI	Fair Value
05948JAA0	\$ 23,391.51	\$ -	\$ 23,391.51	\$ 22,406.28	\$ (985.23)	\$ 22,406.28	\$ 22,442.30
125435AA5	154,503.00	-	154,503.00	154,385.46	(117.54)	154,385.46	147,227.23
36290PAK3	499,666.34	-	499,666.34	-	(499,666.34)	-	481,043.92
59024UAB7	61,813.86	-	61,813.86	59,139.93	(2,673.93)	59,139.93	59,862.55
61750MAB1	1,924.37	-	1,924.37	1,743.84	(180.53)	1,743.84	1,660.15
65106FAG7	4,199.59	-	4,199.59	4,103.57	(96.02)	4,103.57	5,477.40
77277LAF4	3,924,425.95	-	3,924,425.95	3,358,617.01	(565,808.94)	3,358,617.01	4,460,750.80
77277LAH0	195,500.98	-	195,500.98	167,925.80	(27,575.18)	167,925.80	429,686.40
77277LAJ6	2,768,562.09	-	2,768,562.09	2,377,767.25	(390,794.84)	2,377,767.25	2,807,009.04
86359DMC8	2,928,699.27	-	2,928,699.27	2,907,486.04	(21,213.23)	2,907,486.04	2,863,661.92
939336KZ5	280,099.04	-	280,099.04	279,377.96	(721.08)	279,377.96	266,333.96
Totals	\$ 10,842,786.00	\$ -	\$ 10,842,786.00	\$ 9,332,953.14	\$ (1,509,832.86)	\$ 9,332,953.14	\$ 11,545,155.67

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]
- 2.2 If yes, date of change:
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []
If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

- 5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2009
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2009
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 12/20/2010
- 6.4 By what department or departments?
State of Connecticut Insurance Department
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [X] No [] N/A []
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [X] No []
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Babson Capital Securities, LLC	Boston, MA				YES
Baring Asset Management (Asia) Limited	Hong Kong				YES
Baring International Investment Limited	London, UK				YES
MML Distributors, LLC	Springfield, MA				YES
MML Investment Advisers	Enfield, CT				YES
MML Investors Services, LLC	Springfield, MA				YES
MML Strategic Distributors, LLC	Springfield, MA				YES
MMLISI Financial Alliances, LLC	Springfield, MA				YES
OppenheimerFunds Distributor, Inc.	New York, NY				YES
The MassMutual Trust Company, FSB	Enfield, CT		YES		

GENERAL INTERROGATORIES

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? Yes [] No [X]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$0

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [X] No []
- 11.2 If yes, give full and complete information relating thereto:
Repurchase Agreement
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$100,064,430
13. Amount of real estate and mortgages held in short-term investments: \$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No []
- 14.2 If yes, please complete the following:
- | | 1 | 2 |
|---|---|--|
| | Prior Year-End
Book/Adjusted
Carrying Value | Current Quarter
Book/Adjusted
Carrying Value |
| 14.21 Bonds | \$ 361,962,288 | \$ 296,091,164 |
| 14.22 Preferred Stock | \$ | \$ |
| 14.23 Common Stock | \$ 196,021,269 | \$ 206,044,827 |
| 14.24 Short-Term Investments | \$ | \$ |
| 14.25 Mortgage Loans on Real Estate | \$ | \$ |
| 14.26 All Other | \$ 146,066,803 | \$ 153,024,645 |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ 704,050,360 | \$ 655,160,636 |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ | \$ |
- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [X] No []
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [X] No []
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
 - 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
 - 16.3 Total payable for securities lending reported on the liability page\$

17. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No []

17.1 For all agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian Address
Citibank, N.A.	333 West 34th Street, New York, NY 10001
JP Chase Manhattan Bank	1 Chase Manhattan Plaza, 19th Floor, New York, NY 10005

17.2 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes [] No [X]

17.4 If yes, give full information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

17.5 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
106006	Babson Capital Management, LLC	1500 Main Street, Springfield, MA 01115

18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [] No [X]

18.2 If no, list exceptions:

At 06/30/2014, 33 issues for 23 issuers of Babson Capital managed assets did not meet the filing requirements of the Purposes and Procedures Manual. The majority of these issues currently lack one or more of the following: Valid cusip/PPN, audited financials and/or executed legal documentation. These Babson exceptions totaled \$14,311,800 or 0.32% of all assets.

GENERAL INTERROGATORIES

PART 2 - LIFE & HEALTH

1.	Report the statement value of mortgage loans at the end of this reporting period for the following categories:	1 Amount
1.1	Long-Term Mortgages In Good Standing	
1.11	Farm Mortgages	\$
1.12	Residential Mortgages	\$ 222,321,017
1.13	Commercial Mortgages	\$ 677,483,612
1.14	Total Mortgages in Good Standing	\$ 899,804,629
1.2	Long-Term Mortgages In Good Standing with Restructured Terms	
1.21	Total Mortgages in Good Standing with Restructured Terms	\$
1.3	Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months	
1.31	Farm Mortgages	\$
1.32	Residential Mortgages	\$
1.33	Commercial Mortgages	\$
1.34	Total Mortgages with Interest Overdue more than Three Months	\$
1.4	Long-Term Mortgage Loans in Process of Foreclosure	
1.41	Farm Mortgages	\$
1.42	Residential Mortgages	\$
1.43	Commercial Mortgages	\$
1.44	Total Mortgages in Process of Foreclosure	\$
1.5	Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)	\$ 899,804,629
1.6	Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter	
1.61	Farm Mortgages	\$
1.62	Residential Mortgages	\$
1.63	Commercial Mortgages	\$
1.64	Total Mortgages Foreclosed and Transferred to Real Estate	\$
2.	Operating Percentages:	
2.1	A&H loss percent	%
2.2	A&H cost containment percent	%
2.3	A&H expense percent excluding cost containment expenses	%
3.1	Do you act as a custodian for health savings accounts?	Yes [] No [X]
3.2	If yes, please provide the amount of custodial funds held as of the reporting date	\$
3.3	Do you act as an administrator for health savings accounts?	Yes [] No [X]
3.4	If yes, please provide the balance of the funds administered as of the reporting date	\$

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Type of Reinsurer	8 Certified Reinsurer Rating (1 through 6)	9 Effective Date of Certified Reinsurer Rating
66133	41-1760577	01/01/2014	Wilton Reassurance Co. (WR14)	MN	CO/I	Authorized		

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

1	Direct Business Only				6	7	
	2	3	4	5			
States, Etc.	Active Status	Life Insurance Premiums	Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 Through 5	Deposit-Type Contracts
1. Alabama	AL	L	881,891	1,702,889		2,584,780	
2. Alaska	AK	L	25,354	4,200		29,554	
3. Arizona	AZ	L	1,550,521	1,594,093		3,144,614	
4. Arkansas	AR	L	178,095	111,166		289,261	
5. California	CA	L	13,291,946	11,277,357		24,569,303	
6. Colorado	CO	L	1,596,843	1,650,647		3,247,490	
7. Connecticut	CT	L	5,105,116	3,925,182		9,030,298	
8. Delaware	DE	L	300,715	125,309		426,024	
9. District of Columbia	DC	L	1,074,942	22,018		1,096,960	
10. Florida	FL	L	13,304,878	9,127,456		22,432,334	
11. Georgia	GA	L	2,832,796	1,011,899		3,844,695	
12. Hawaii	HI	L	1,290,003	965,269		2,255,272	
13. Idaho	ID	L	225,839	155,982		381,821	
14. Illinois	IL	L	3,569,778	3,821,308		7,391,086	
15. Indiana	IN	L	1,261,001	1,409,219		2,670,220	
16. Iowa	IA	L	809,863	284,863		1,094,726	
17. Kansas	KS	L	864,387	2,116,973		2,981,360	
18. Kentucky	KY	L	578,350	396,174		974,524	
19. Louisiana	LA	L	707,325	4,058,443		4,765,768	
20. Maine	ME	L	320,026	398,442		718,468	
21. Maryland	MD	L	4,583,123	1,361,360		5,944,483	
22. Massachusetts	MA	L	3,032,473	10,681,719		13,714,192	
23. Michigan	MI	L	2,684,410	10,268,145		12,952,555	
24. Minnesota	MN	L	1,838,998	4,592,526		6,431,524	
25. Mississippi	MS	L	1,161,316	100,269		1,261,585	
26. Missouri	MO	L	1,509,294	4,953,592		6,462,886	
27. Montana	MT	L	226,590	679,670		906,260	
28. Nebraska	NE	L	991,889	1,361,301		2,353,190	
29. Nevada	NV	L	615,311	4,050		619,361	
30. New Hampshire	NH	L	600,362	1,984,230		2,584,592	
31. New Jersey	NJ	L	5,851,961	5,650,369		11,502,330	
32. New Mexico	NM	L	201,140	260,995		462,135	
33. New York	NY	N	3,060,987	776,643		3,837,630	
34. North Carolina	NC	L	4,233,771	1,811,599		6,045,370	
35. North Dakota	ND	L	8,995	44,672		53,667	
36. Ohio	OH	L	2,797,534	4,263,063		7,060,597	
37. Oklahoma	OK	L	1,169,381	637,706		1,807,087	
38. Oregon	OR	L	643,598	1,170,110		1,813,708	
39. Pennsylvania	PA	L	5,060,789	11,531,196		16,591,985	
40. Rhode Island	RI	L	652,851	2,562,838		3,215,689	
41. South Carolina	SC	L	1,976,282	375,081		2,351,363	
42. South Dakota	SD	L	31,160	45,987		77,147	
43. Tennessee	TN	L	2,541,705	2,873,826		5,415,531	
44. Texas	TX	L	6,485,006	8,445,365		14,930,371	
45. Utah	UT	L	1,055,494	1,304,552		2,360,046	
46. Vermont	VT	L	236,764	504,780		741,544	
47. Virginia	VA	L	4,743,515	2,508,464		7,251,979	
48. Washington	WA	L	1,710,798	697,601		2,408,399	
49. West Virginia	WV	L	369,273	300,841		670,114	
50. Wisconsin	WI	L	994,078	3,824,481		4,818,559	
51. Wyoming	WY	L	100,289	37,800		138,089	
52. American Samoa	AS	N					
53. Guam	GU	N	100			100	
54. Puerto Rico	PR	L	2,534,503	199,245		2,733,748	
55. U.S. Virgin Islands	VI	N	1,562			1,562	
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N	9,917			9,917	
58. Aggregate Other Aliens	OT	XXX	158,945			158,945	
59. Subtotal	(a) 51		113,643,833	129,972,965		243,616,798	
90. Reporting entity contributions for employee benefits plans	XXX						
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX						
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX						
93. Premium or annuity considerations waived under disability or other contract provisions	XXX	612,130				612,130	
94. Aggregate or other amounts not allocable by State	XXX						
95. Totals (Direct Business)	XXX	114,255,963	129,972,965			244,228,928	
96. Plus Reinsurance Assumed	XXX						
97. Totals (All Business)	XXX	114,255,963	129,972,965			244,228,928	
98. Less Reinsurance Ceded	XXX	75,321,365				75,321,365	
99. Totals (All Business) less Reinsurance Ceded	XXX	38,934,598	129,972,965			168,907,563	
DETAILS OF WRITE-INS							
58001. Other Foreign	XXX	158,945				158,945	
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	158,945				158,945	
9401.	XXX						
9402.	XXX						
9403.	XXX						
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX						
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX						

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
MASSACHUSETTS MUTUAL LIFE INSURANCE COMPANY	04-1590850	65935	Massachusetts
Direct & Indirect Owned Subsidiaries:			
C.M. Life Insurance Company	06-1041383	93432	Connecticut
MML Bay State Life Insurance Company	43-0581430	70416	Connecticut
CML Mezzanine Investor, LLC	06-1041383		Delaware
CML Mezzanine Investor L, LLC	06-1041383		Delaware
CML Mezzanine Investor III, LLC	06-1041383		Delaware
CML Re Finance LLC	06-1041383		Delaware
MML Mezzanine Investor L, LLC	04-1590850		Delaware
Berkshire Way LLC	04-1590850		Delaware
WP-SC, LLC*	26-4441097		Delaware
MSP-SC, LLC	04-1590850		Delaware
Country Club Office Plaza LLC*	27-1435692		Delaware
Fern Street LLC	37-1732913		Delaware
Haven Life Insurance Agency, Inc.	46-2252944		Delaware
MassMutual Retirement Services, LLC	04-1590850		Delaware
MML Distributors LLC*	04-3356880		Massachusetts
MML Investment Advisers, LLC	None		Delaware
MML Mezzanine Investor, LLC	04-1590850		Delaware
MML Strategic Distributors, LLC	46-3238013		Delaware
The MassMutual Trust Company, FSB	06-1563535		United States
MMC Equipment Finance LLC	04-1590850		Delaware
MassMutual Asset Finance LLC*	26-0073611		Delaware
Winmark Limited Funding, LLC	20-1217159		Delaware
MMAF Equipment Finance LLC 2009-A	27-1379258		Delaware
MMAF Equipment Finance LLC 2011-A	45-2589019		Delaware
MML Private Placement Investment Company I, LLC	04-1590850		Delaware
MSC Holding Company, LLC	45-4376777		Delaware
MassMutual Holding MSC, Inc.	04-3341767		Massachusetts
MassMutual Holding LLC	04-2854319		Delaware
MassMutual Assignment Company	06-1597528		North Carolina
MassMutual Capital Partners LLC	04-1590850		Delaware
MassMutual Ventures LLC	47-1296410		Delaware
MM Caerulus Holdco US LLC	None		Delaware
MM Rothesay Holdco US LLC	04-1590850		Delaware
MML Investors Services, LLC	04-1590850		Massachusetts
MML Insurance Agency, LLC	04-1590850		Massachusetts
MMLISI Financial Alliances, LLC	41-2011634		Delaware
MassMutual International LLC	04-3313782		Delaware
MassMutual Asia Limited	None		Hong Kong
MassMutual Asia Investors Ltd.	None		Hong Kong

*This entity is owned by another or multiple entities in the group. Please refer to Sch Y Part 1A for the ownership and percentage information.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
MassMutual Guardian Limited	None		Hong Kong
MassMutual Insurance Consultants Limited	None		Hong Kong
MassMutual Services Limited	None		Hong Kong
MassMutual Trustees Limited	None		Hong Kong
Protective Capital (International) Limited	None		Hong Kong
MassMutual Life Insurance Company	None		Japan
MassMutual Internacional (Chile) SpA	None		Chile
MassMutual (Chile) Limitada	None		Chile
Compañía de Seguros CorpVida S.A.	None		Chile
MM Asset Management Holding LLC	45-4000072		Delaware
Babson Capital Management LLC	51-0504477		Delaware
Babson Capital Finance LLC	80-0875475		Delaware
BCF Europe Funding Limited	None		Ireland
Babson Capital Securities LLC	04-3238351		Delaware
Babson Capital Guernsey Limited	98-0437588		Guernsey
Babson Capital Europe Limited	98-0432153		United Kingdom
Almack Mezzanine GP III Limited	None		United Kingdom
Almack Holding Partnership GP Limited	None		United Kingdom
Almack Mezzanine Fund Limited	None		United Kingdom
Almack Mezzanine Fund II Limited	None		United Kingdom
Babson Capital Global Advisors Limited	None		United Kingdom
Babson Capital Japan KK	None		Japan
Cornerstone Real Estate Advisers LLC	55-0878489		Delaware
Cornerstone Real Estate Advisers Inc.	04-3238351		California
Cornerstone Real Estate Advisers Japan K.K.	None		Japan
Cornerstone Real Estate UK Holdings Limited	None		Delaware
Cornerstone Real Estate UK (No. 2) Limited	98-0654401		United Kingdom
Cornerstone Real Estate Advisers Europe LLP	98-0654388		United Kingdom
Cornerstone Real Estate Advisers Europe Finance LLP	98-0654412		United Kingdom
Babson Capital Asia Limited	None		Hong Kong
Babson Capital Australia Holding Company Pty Ltd.	None		Australia
Babson Capital Australia Pty Ltd.	None		Australia
Babson Capital Cornerstone Asia Limited	None		Hong Kong
Wood Creek Capital Management LLC	04-1590850		Delaware
Wood Creek Index Company, LLC	26-3115362		Delaware
Ceres Farms Holdings W, LLC	45-4848428		Delaware
CERES WCMF Farms, LLC	45-3914146		Delaware
Eighth Note, Inc.	46-2198442		Delaware
GFL Holdings, LLC	46-5205078		Delaware
U.S. WIG Holdings, LP	46-1500495		Delaware

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
US Trailer Holdings LLC	90-0841497		Delaware
WC Aircraft Holdings US II, LLC	46-3378584		Delaware
Wood Creek Aircraft Holding I, LP	None		Cayman Islands
Babson Capital Floating Rate Income Fund Management, LLC	04-1590850		Delaware
Babson Capital Core Fixed Income Management LLC	27-3523916		Delaware
Babson Capital Total Return Management LLC	27-3524203		Delaware
Benton Street Advisors, Inc.	98-0536233		Cayman Islands
SDCOS Management LLC	04-1590850		Delaware
Credit Strategies Management LLC	04-1590850		Delaware
Great Lakes III GP, LLC	04-1590850		Delaware
Loan Strategies Management LLC	04-1590850		Delaware
Mezzco LLC	04-1590850		Delaware
Mezzco II LLC	02-0767001		Delaware
Mezzco III LLC	41-2280126		Delaware
Mezzco IV LLC	80-0920285		Delaware
Mezzco Australia LLC	90-0666326		Delaware
Somerset Special Opportunities Management LLC	04-1590850		Delaware
Winterset Management LLC	04-1590850		Delaware
Oppenheimer Acquisition Corp.	84-1149206		Delaware
OppenheimerFunds, Inc.	13-2527171		Colorado
OppenheimerFunds Distributor, Inc.	13-2953455		New York
Oppenheimer Real Asset Management, Inc.	84-1106295		Delaware
OFI Global Institutional, Inc.	13-4160541		New York
OFI Global Trust Company	13-3459790		New York
HarbourView Asset Management Corporation	22-2697140		New York
Trinity Investment Management Corporation	25-1951632		Pennsylvania
OFI SteelPath, Inc.	84-1128397		Delaware
Shareholder Services, Inc.	84-1066811		Colorado
OFI Global Asset Management, Inc.	84-0765063		Delaware
OFI Private Investments Inc.	91-2036414		New York
Tremont Group Holdings, Inc.	62-1210532		New York
Tremont Partners, Inc.	06-1121864		Connecticut
Tremont Capital Management (Ireland) Limited	None		Ireland
Tremont GP, Inc.	20-8215352		Delaware
Settlement Agent LLC	90-0874510		Delaware
Tremont (Bermuda) Limited	None		Bermuda
MassMutual Baring Holding LLC	04-1590850		Delaware
Baring North America LLC	98-0241935		Massachusetts
MassMutual Holdings (Bermuda) Limited	None		Bermuda
Baring Asset Management Limited	98-0241935		United Kingdom
Baring International Investment Limited	98-0457328		United Kingdom

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Baring International Investment Management Holdings	98-0457587		United Kingdom
Baring Asset Management UK Holdings Limited	98-0457576		United Kingdom
Baring Asset Management GmbH	98-0465031		Germany
Baring Asset Management (Asia) Holdings Limited	98-0524271		Hong Kong
Baring International Fund Managers (Bermuda) Limited	98-0457465		Bermuda
Baring Asset Management (Asia) Limited	98-0457463		Hong Kong
Baring Asset Management Korea Limited	None		Korea
Baring Asset Management (Japan) Limited	98-0236449		Japan
Baring Asset Management (Australia) Pty Limited	98-0457456		Australia
Baring International Fund Managers (Ireland) Limited	98-0524272		Ireland
Baring Asset Management Switzerland Sàrl	None		Switzerland
Baring SICE (Taiwan) Limited	98-0457707		Taiwan ROC
Baring France SAS	98-0497550		France
Baring Fund Managers Limited	98-0457586		United Kingdom
Baring Pension Trustees Limited	98-0457574		United Kingdom
Baring Investment Services Limited	98-0457578		United Kingdom
MassMutual International Holding MSC, Inc.	04-3548444		Massachusetts
First Mercantile Trust Company	62-0951563		Tennessee
HYP Management LLC	04-3324233		Delaware
MML Realty Management Corporation	04-2443240		Massachusetts
Society of Grownups, LLC	47-1466022		Massachusetts
/ MML Mezzanine Investor II, LLC	04-1590850		Delaware
MML Mezzanine Investor III, LLC	04-1590850		Delaware
MassMutual External Benefits Group LLC	27-3576835		Delaware
MML Re Finance LLC	04-1590850		Delaware
MP-Apts, LLC	04-1590850		Delaware
Other Affiliates:			
580 Walnut Cincinnati LLC	27-4349154		Delaware
C A F I, Inc.	52-2274685		Maryland
Invicta Advisors LLC	56-2574604		Delaware
Jefferies Finance LLC*	27-0105644		Delaware
MML Private Equity Fund Investor LLC	04-1590850		Delaware
MM Private Equity Intercontinental LLC	04-1590850		Delaware
Babson Affiliates & Funds:			
Almack Mezzanine Fund I LP*	None		United Kingdom
Almack Mezzanine Fund II Unleveraged LP	None		United Kingdom
Almack Mezzanine Fund III LP*	None		United Kingdom
Babson Capital High Yield LLC*	55-0886109		Delaware
Babson Capital Floating Rate Income Fund, L.P.	27-3330830		Delaware
Babson Capital Global Investment Funds plc	None		United Kingdom
Babson Capital Global Umbrella Fund plc	None		United Kingdom

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Babson Capital Global Investment Fund 2 plc	None		Ireland
Babson Capital Loan Strategies Fund, L.P.*	37-1506417		Delaware
Babson CLO Ltd. 2005-I	None		Cayman Islands
Babson CLO Ltd. 2005-II	None		Cayman Islands
Babson CLO Ltd. 2005-III	None		Cayman Islands
Babson CLO Ltd. 2006-I	None		Cayman Islands
Babson CLO Ltd. 2006-II	None		Cayman Islands
Babson CLO Ltd. 2007-I	None		Cayman Islands
Babson CLO Ltd. 2011-I	None		Cayman Islands
Babson CLO Ltd. 2012-I	None		Cayman Islands
Babson CLO Ltd. 2012-II	None		Cayman Islands
Babson CLO Ltd. 2013-I	None		Cayman Islands
Babson CLO Ltd. 2013-II	98-1128827		Cayman Islands
Babson CLO Ltd. 2014-I	None		Cayman Islands
Babson Euro CLO 2014-I BV	None		Netherlands
Babson Global Floating Rate Fund	46-3133952		Massachusetts
Babson Global Income Opportunities Credit Fund	46-3119764		Massachusetts
Babson Mid-Market CLO Ltd. 2007-II	None		Cayman Islands
Benton Street Partners I, L.P.*	98-0536233		Cayman Islands
Benton Street Partners II, L.P.	98-0536199		Cayman Islands
Clear Lake CLO, Ltd.	None		Cayman Islands
Connecticut Valley Structured Credit CDO II, Ltd.	None		Cayman Islands
Connecticut Valley Structured Credit CDO III, Ltd.	None		Cayman Islands
Diamond Lake CLO, Ltd.	None		Cayman Islands
Duchess I CDO S.A.	None		United Kingdom
Duchess III CDO S.A.	None		United Kingdom
Duchess IV CDO S.A.	None		United Kingdom
Duchess V CDO S.A.	None		United Kingdom
Duchess VI CLO B.V.	None		United Kingdom
Duchess VII CLO B.V.	None		United Kingdom
Fugu CLO B.V.	None		United Kingdom
Fugu Credit Plc	None		United Kingdom
Gateway Mezzanine Partners I, L.P.*	80-0691253		Delaware
Gateway Mezzanine Partners I Trust	None		Cayman Islands
Gateway Mezzanine Partners II LP*	90-0991195		Delaware
Great Lakes II LLC*	71-1018134		Delaware
Great Lakes III, L.P.	37-1708623		Delaware
Great Lakes LLC*	56-2505390		Delaware
Intermodal Holding II LLC	46-2344300		Delaware
Invicta Holdings LLC	56-2574568		Massachusetts

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Malin CLO B.V.	None		United Kingdom
Newton CDO Ltd	None		Cayman Islands
Rockall CLO B.V.	None		United Kingdom
Saint James River CDO, Ltd.	None		Cayman Islands
Salomon Trust 2001-MM	None		Delaware
Sapphire Valley CDO I, Ltd.	None		Cayman Islands
SDCOS L.P.	74-3182902		Delaware
Somerset Special Opportunities Fund L.P.*	20-8856877		Delaware
Suffield CLO, Limited	None		Cayman Islands
Summit Lake CLO, Ltd.	None		Cayman Islands
Sweet Tree Holding 1 LLC	46-3123110		Delaware
Tower Square Capital Partners, L.P.*	04-3722906		Delaware
Tower Square Capital Partners II, L.P.*	30-0336246		Delaware
Tower Square Capital Partners II-A, L.P.*	32-0160190		Delaware
Tower Square Capital Partners III, L.P.*	41-2280127		Delaware
Tower Square Capital Partners IIIA, L.P.	41-2280129		Delaware
Tower Square Capital Partners IV, L.P.	80-0920340		Delaware
Tower Square Capital Partners IV-A, L.P.	80-0920367		Delaware
U.S. Trailer Holdings II LLC	46-2104352		Delaware
Whately CDO, Ltd.	None		Cayman Islands
Winterset Capital Partners, L.P.*	None		Cayman Islands
Wood Creek Multi Asset Fund, L.P.	20-4981369		Delaware
Wood Creek Venture Fund LLC	04-1590850		Massachusetts
Baring Affiliates & Funds:			
Baring All Country World ex US Equity Fund	45-4184261		Delaware
Baring Emerging Market Corp Debt Fund	None		Ireland
Baring Focused EAFE Equity Fund	11-3789446		Delaware
Baring Global Dynamic Asset Allocation Fund	30-0607379		Delaware
Baring International Equity Fund	39-2059577		Delaware
Baring International Small Cap Equity Fund	26-4142796		Delaware
Baring World Equity Fund	46-1197222		Delaware
Multi-Employer Global Aggregate Diversified Portfolio	26-1896226		Delaware
Cornerstone Affiliates & Funds:			
12-18 West 55th Street Predevelopment, LLC*	20-2548283		Delaware
2 Harbor Shore Member LLC*	46-4803557		Delaware
21 West 86 LLC*	45-5257904		Delaware
Ygnatio Valley Funding	20-5481477		Delaware
AT Mid-Atlantic Office Portfolio LLC*	45-2779931		Delaware
Babson Mezzanine Realty Investors I*	20-4570515		Delaware

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Babson Mezzanine Realty Investors II	24-1446970		Delaware
CHC/RFP VI Core LLC	04-1590850		Delaware
Cornerstone Apartment Fund I, LLC	06-1595820		Delaware
Cornerstone Apartment Venture III, LLC	20-5786329		Delaware
Cornerstone Austin Park Central I LP*	56-2639862		Delaware
Cornerstone Core Mortgage Fund I LP	27-1701733		Delaware
Cornerstone Core Mortgage Venture I LP	27-1701622		Delaware
Cornerstone Enhanced Mortgage Fund I LP	45-3751572		Delaware
Cornerstone Fort Pierce Development LLC*	56-2630592		Delaware
Cornerstone Global Real Estate LP*	20-8730826		Delaware
Cornerstone High Yield Venture LP	36-4770946		Delaware
Cornerstone Holding LP	20-5578165		Delaware
Cornerstone Hotel Income & Equity Fund II LP	26-1528817		Delaware
Cornerstone Hotel Income and Equity Fund II (PF) LP	26-1528817		Delaware
Cornerstone Real Estate Fund VIII (PF) LP	27-5209432		Delaware
Cornerstone Real Estate Fund VIII LP	27-0547156		Delaware
Cornerstone Non-REIT Holding LLC	20-5567494		Delaware
CREA/LYON West Gateway, LLC*	26-2399532		Delaware
CREA/Nexus Anaheim Corners Holdings LLC	27-2934589		Delaware
CREA/PPC Venture LLC*	20-0348173		Delaware
Fallon Cornerstone One MPD LLC*	26-1611591		Delaware
Farringdon London Holdings LLC*	46-3880526		Delaware
Fan Pier Development LLC*	20-3347091		Delaware
Gracechurch London Holdings LLC*	46-1586427		Delaware
Hanover Preferred Facility LLC*	20-8298948		Delaware
Infinity SCD Ltd.	None		United Kingdom
Johnston Groves LLC	20-4819358		Delaware
Metropolitan At Lorton*	20-5984759		Delaware
MM Greenhill Office LLC*	46-3317841		Delaware
MMI/Hines Harrison LLC*	46-5347643		Delaware
MM Woodfield Martingale LLC*	46-4077059		Delaware
PO Parsippany Office Portfolio LLC*	46-0808569		Delaware
Red Lake Ventures LLC	46-5460309		Delaware
Riva Portland LLC	30-0713071		Delaware
Sawgrass Village Shopping Center LLC*	27-2977720		Delaware
Turnpike Executive Park LLC	46-0606690		Delaware
Twenty Two Liberty LLC*	35-2484550		Massachusetts
UK LIW Manager LLC	45-4606547		Delaware
UK LIW Member LLC	45-4606547		Delaware
Washington Gateway Apartments Venture LLC*	45-5401109		Delaware

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SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Waterford Development Associates	20-2970495		Delaware
WeHo Domain LLC*	46-3122029		Delaware
Wesley Chapel Theaters LLC*	26-2384708		Delaware
MassMutual Premier Funds:			
MassMutual Barings Dynamic Allocation Fund	45-3168892		Massachusetts
MassMutual Premier Balanced Fund	04-3212054		Massachusetts
MassMutual Premier Core Bond Fund	04-3277549		Massachusetts
MassMutual Premier Disciplined Growth Fund	04-3539084		Massachusetts
MassMutual Premier Disciplined Value Fund	04-3539084		Massachusetts
MassMutual Premier Diversified Bond Fund	04-3464165		Massachusetts
MassMutual Premier Focused International Fund	02-0754273		Massachusetts
MassMutual Premier Global Fund	51-0529334		Massachusetts
MassMutual Premier High Yield Fund	04-3520009		Massachusetts
MassMutual Premier Inflation-Protected and Income Fund	03-0532475		Massachusetts
MassMutual Premier International Equity Fund	04-3212044		Massachusetts
MassMutual Premier Main Street Fund	51-0529328		Massachusetts
MassMutual Premier Short-Duration Bond Fund	04-3212057		Massachusetts
MassMutual Premier Small/Mid Cap Opportunities Fund	04-3224705		Massachusetts
MassMutual Premier Strategic Emerging Markets Fund	26-3229251		Massachusetts
MassMutual Premier Value Fund	04-3277550		Massachusetts
MassMutual Select Funds:			
MassMutual Select Blackrock Global Allocation Fund	27-1028263		Massachusetts
MassMutual Select Blue Chip Growth Fund	04-3556992		Massachusetts
MassMutual Select Diversified International Fund	14-1980900		Massachusetts
MassMutual Select Diversified Value Fund	01-0821120		Massachusetts
MassMutual Select Focused Value Fund	04-3512590		Massachusetts
MassMutual Select Fundamental Growth Fund	04-3512593		Massachusetts
MassMutual Select Fundamental Value Fund	04-3584138		Massachusetts
MassMutual Select Growth Opportunities Fund	04-3512589		Massachusetts
MassMutual Select Large Cap Value Fund	04-3513019		Massachusetts
MassMutual Select Mid Cap Growth Equity II Fund	04-3512596		Massachusetts
MassMutual Select Mid-Cap Value Fund	42-1710935		Massachusetts
MassMutual Select MSCI EAFE International Index Fund	45-5357167		Massachusetts
MassMutual Select Overseas Fund	04-3557000		Massachusetts
MassMutual Select PIMCO Total Return Fund	27-2377446		Massachusetts
MassMutual Select Russell 2000 Small Cap Index Fund	45-5366542		Massachusetts
MassMutual Select S&P 500 Index Fund	04-3410047		Massachusetts
MassMutual Select Small Cap Growth Equity Fund	04-3464205		Massachusetts
MassMutual Select Small Capital Value Equity Fund	02-0769954		Massachusetts
MassMutual Select Small Company Growth Fund	04-3584141		Massachusetts

*This entity is owned by another or multiple entities in the group. Please refer to Sch Y Part 1A for the ownership and percentage information.

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
MassMutual Select Small Company Value Fund	04-3584140		Massachusetts
MassMutual Select S&P Mid Cap Index Fund	45-5349772		Massachusetts
MassMutual Select Strategic Bond Fund	26-0099965		Massachusetts
MML Series Investment Funds:			
MML International Equity Fund	46-4257056		Massachusetts
MassMutual RetireSMART Funds:			
MassMutual RetireSMART 2010 Fund	03-0532456		Massachusetts
MassMutual RetireSMART 2015 Fund	27-1933828		Massachusetts
MassMutual RetireSMART 2020 Fund	03-0532467		Massachusetts
MassMutual RetireSMART 2025 Fund	27-1933753		Massachusetts
MassMutual RetireSMART 2030 Fund	03-0532468		Massachusetts
MassMutual RetireSMART 2035 Fund	27-1933389		Massachusetts
MassMutual RetireSMART 2040 Fund	03-0532471		Massachusetts
MassMutual RetireSMART 2045 Fund	27-1932769		Massachusetts
MassMutual RetireSMART 2050 Fund	26-1345332		Massachusetts
MassMutual RetireSMART 2055 Fund	46-3289207		Massachusetts
MassMutual RetireSMART Conservative Fund	45-1618155		Massachusetts
MassMutual RetireSMART Growth Fund	45-1618222		Massachusetts
MassMutual RetireSMART In Retirement Fund	03-0532464		Massachusetts
MassMutual RetireSMART Moderate Fund	45-1618262		Massachusetts
MassMutual RetireSMART Moderate Growth Fund	45-1618046		Massachusetts
Oppenheimer Funds:			
HarbourView CLO 2006-1 Limited	None		Cayman Islands
Oppenheimer Global High Yield Fund	45-3417590		Delaware
Oppenheimer Global Real Estate Fund*	46-1604428		Delaware
Oppenheimer International Growth Fund	13-3867060		Massachusetts
Oppenheimer Main Street Fund	84-1073463		Massachusetts
Oppenheimer Real Estate Fund	22-3849391		Massachusetts

*This entity is owned by another or multiple entities in the group. Please refer to Sch Y Part 1A for the ownership and percentage information.

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0435	Massachusetts Mut Life Ins Co	65935	04-1590850	3848388	0000225602		Massachusetts Mutual Life Insurance Company (MMLIC)	MA	UDP	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0435	CM Life Ins Co	93432	06-1041383				C.M. Life Insurance Company	CT	RE	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0435	MML Baystate Life Ins Co	70416	43-0581430		0000924777		MML Bay State Life Insurance Company	CT	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
0000			06-1041383				CML Mezzanine Investor, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
0000			06-1041383				CML Mezzanine Investor L, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
0000			06-1041383				CML Mezzanine Investor III, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
0000			06-1041383				CML Re Finance LLC	DE	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-1590850				MML Mezzanine Investor L, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-1590850				Berkshire Way LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			26-4441097				WP-SC, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	81.400	MMLIC	
0000			26-4441097				WP-SC, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	18.600	MMLIC	
0000			04-1590850				MSP-SC, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			27-1435692				Country Club Office Plaza LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	88.100	MMLIC	
0000			27-1435692				Country Club Office Plaza LLC	DE	NIA	C.M. Life Insurance Company	Ownership	11.900	MMLIC	
0000			37-1732913				Fern Street LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			46-2252944				Haven Life Insurance Agency, Inc	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-1590850				MassMutual Retirement Services, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-3356880		0000943903		MML Distributors LLC	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.000	MMLIC	
0000			04-3356880		0000943903		MML Distributors LLC	MA	NIA	MassMutual Holding LLC	Ownership	1.000	MMLIC	
0000							MML Investment Advisers, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-1590850				MML Mezzanine Investor, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			46-3238013				MML Strategic Distributors, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			06-1563535	2881445	0001103653		The MassMutual Trust Company, FSB	US	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-1590850				MMC Equipment Finance LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			26-0073611				MassMutual Asset Finance LLC	DE	NIA	MMC Equipment Finance LLC	Ownership	99.600	MMLIC	
0000			26-0073611				MassMutual Asset Finance LLC	DE	NIA	C.M. Life Insurance Company	Ownership	0.400	MMLIC	
0000			20-1217159				Winmark Limited Funding, LLC	DE	NIA	MassMutual Asset Finance LLC	Ownership	100.000	MMLIC	
0000			27-1379258				MMAF Equipment Finance LLC 2009-A	DE	NIA	MassMutual Asset Finance LLC	Ownership	100.000	MMLIC	
0000			45-2589019				MMAF Equipment Finance LLC 2011-A	DE	NIA	MassMutual Asset Finance LLC	Ownership	100.000	MMLIC	
0000			04-1590850				MML Private Placement Investment Company I, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			45-4376777				MSC Holding Company, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0000			04-3341767				MassMutual Holding MSC, Inc.	MA	NIA	MSC Holding Company, LLC	Ownership	100.000	MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.....0000			04-2854319	2392316			MassMutual Holding LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			06-1597528				MassMutual Assignment Company	..NC	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			04-1590850		0001399869		MassMutual Capital Partners LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			47-1296410				MassMutual Ventures LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000							MM Caerulus Holdco US LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			04-1590850				MM Rothesay Holdco US LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			04-1590850		0000701059		MML Investors Services, LLC	..MA	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			04-1590850				MML Insurance Agency, LLC	..MA	..NIA	MML Investors Services, LLC	Ownership	100.000	MMLIC	
.....0000			41-2011634		0001456663		MMLSI Financial Alliances, LLC	..DE	..NIA	MML Investors Services, LLC	Ownership	51.000	MMLIC	
.....0000			04-3313782				MassMutual International LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000							MassMutual Asia Limited	..HKG	..IA	MassMutual International LLC	Ownership	100.000	MMLIC	
.....0000							MassMutual Asia Investors Ltd.	..HKG	..NIA	MassMutual Asia Limited	Ownership	100.000	MMLIC	
.....0000							MassMutual Guardian Limited	..HKG	..NIA	MassMutual Asia Limited	Ownership	100.000	MMLIC	
.....0000							MassMutual Insurance Consultants Limited	..HKG	..NIA	MassMutual Asia Limited	Ownership	100.000	MMLIC	
.....0000							MassMutual Services Limited	..HKG	..NIA	MassMutual Asia Limited	Ownership	100.000	MMLIC	
.....0000							MassMutual Trustees Limited	..HKG	..NIA	MassMutual Asia Limited	Ownership	80.000	MMLIC	
.....0000							Protective Capital (International) Limited	..HKG	..NIA	MassMutual Asia Limited	Ownership	100.000	MMLIC	
.....0000							MassMutual Life Insurance Company	..JPN	..IA	MassMutual International LLC	Ownership	100.000	MMLIC	
.....0000							MassMutual Internacional (Chile) SpA	..CHL	..NIA	MassMutual International LLC	Ownership	100.000	MMLIC	
.....0000							MassMutual (Chile) Limitada	..CHL	..NIA	MassMutual International LLC	Ownership	100.000	MMLIC	
.....0000							Compania de Seguros CorpVida S.A.	..CHL	..NIA	MassMutual International LLC	Ownership	27.900	MMLIC	
.....0000			45-4000072				MM Asset Management Holding LLC	..DE	..NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.....0000			51-0504477		0000009015		Babson Capital Management LLC	..DE	..NIA	MassMutual Asset Management Holding LLC	Ownership	100.000	MMLIC	
.....0000			80-0875475				Babson Capital Finance LLC	..DE	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000							BCF Europe Funding Limited	..JRL	..NIA	Babson Capital Finance LLC	Ownership	100.000	MMLIC	
.....0000			04-3238351		0000930012		Babson Capital Securities LLC	..DE	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000			98-0437588				Babson Capital Guernsey Limited	..GGY	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000			98-0432153				Babson Capital Europe Limited	..GBR	..NIA	Babson Capital Guernsey Limited	Ownership	100.000	MMLIC	
.....0000							Almack Mezzanine GP III Limited	..GBR	..NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.....0000							Almack Holding Partnership GP Limited	..GBR	..NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.....0000							Almack Mezzanine Fund Limited	..GBR	..NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.....0000							Almack Mezzanine Fund II Limited	..GBR	..NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.....0000							Babson Capital Global Advisors Limited	..GBR	..NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.....0000							Babson Capital Japan KK	..JPN	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000			55-0878489	3456895	0001379495		Cornerstone Real Estate Advisers LLC	..DE	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000			04-3238351	3456895	0001011148		Cornerstone Real Estate Advisers Inc.	..CA	..NIA	Cornerstone Real Estate Advisers LLC	Ownership	100.000	MMLIC	
.....0000							Cornerstone Real Estate Advisers Japan K.K.	..JPN	..NIA	Cornerstone Real Estate Advisers LLC	Ownership	100.000	MMLIC	
.....0000							Cornerstone Real Estate UK Holdings Limited	..DE	..NIA	Cornerstone Real Estate Advisers LLC	Ownership	100.000	MMLIC	
.....0000							Cornerstone Real Estate UK (No. 2) Limited	..GBR	..NIA	Cornerstone Real Estate UK Holdings Limited	Ownership	100.000	MMLIC	
.....0000			98-0654401				Cornerstone Real Estate Advisers Europe LLP	..GBR	..NIA	Cornerstone Real Estate UK Holdings Limited	Ownership	100.000	MMLIC	
.....0000			98-0654388				Cornerstone Real Estate Advisers Europe Finance LLP	..GBR	..NIA	Cornerstone Real Estate UK Holdings Limited	Ownership	100.000	MMLIC	
.....0000			98-0654412				Babson Capital Asia Limited	..HKG	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.....0000							Babson Capital Australia Holding Company Pty Ltd.	..AUS	..NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.....0000							Babson Capital Australia Pty Ltd.	..AUS	.....NIA	Babson Capital Australia Holding Company Pty Ltd.	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Babson Capital Cornerstone Asia Limited	..HKG	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			26-3115362				Wood Creek Capital Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000							Wood Creek Index Company, LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			45-4848428				Ceres Farms Holdings W, LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..41.700	MMLIC	
.....0000			45-4848428				Ceres Farms Holdings W, LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			45-3914146				CERES WCMF Farms, LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-2198442		0001574089		Eighth Note, Inc.	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..15.300	MMLIC	
.....0000			46-2198442		0001574089		Eighth Note, Inc.	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-5205078				GFL Holdings, LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-5205078				GFL Holdings, LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..12.500	MMLIC	
.....0000			46-1500495				U.S. WIG Holdings, LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..11.700	MMLIC	
.....0000			46-1500495				U.S. WIG Holdings, LP	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-1500495				U.S. WIG Holdings, LP	..DE	.....NIA	Babson Capital Management LLC	Influence		MMLIC	
.....0000			90-0841497				US Trailer Holdings LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..19.200	MMLIC	
.....0000			90-0841497				US Trailer Holdings LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-3378584				WC Aircraft Holdings US II, LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..17.900	MMLIC	
.....0000			46-3378584				WC Aircraft Holdings US II, LLC	..DE	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			46-3378584				WC Aircraft Holdings US II, LLC	..DE	.....NIA	Babson Capital Management LLC	Influence		MMLIC	
.....0000							Wood Creek Aircraft Holding I, LP	..CYM	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..12.100	MMLIC	
.....0000							Wood Creek Aircraft Holding I, LP	..CYM	.....NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.....0000			04-1590850		0001501011		Babson Capital Floating Rate Income Fund Management, LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			27-3523916		0001503878		Babson Capital Core Fixed Income Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			27-3524203		0001503879		Babson Capital Total Return Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			98-0536233				Benton Street Advisors, Inc.	..CYM	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				SDCOS Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Credit Strategies Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Great Lakes III GP, LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Loan Strategies Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Mezzco LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			02-0767001				Mezzco II LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..98.400	MMLIC	
.....0000			41-2280126				Mezzco III LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..99.300	MMLIC	
.....0000			80-0920285				Mezzco IV LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..99.300	MMLIC	
.....0000			90-0666326				Mezzco Australia LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..72.000	MMLIC	
.....0000			04-1590850				Somerset Special Opportunities Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			04-1590850				Winterset Management LLC	..DE	.....NIA	Babson Capital Management LLC	Ownership	..100.000	MMLIC	
.....0000			84-1149206	2897101			Oppenheimer Acquisition Corp.	..DE	.....NIA	MassMutual Asset Management Holding LLC	Ownership	..96.600	MMLIC	
.....0000			13-2527171	2679183	0000820031		OppenheimerFunds, Inc.	..CO	.....NIA	Oppenheimer Acquisition Corp.	Ownership	..100.000	MMLIC	
.....0000			13-2953455		0000276541		OppenheimerFunds Distributor, Inc.	..NYNIA	OppenheimerFunds, Inc.	Ownership	..100.000	MMLIC	

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SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.0000			84-1106295				Oppenheimer Real Asset Management, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			13-4160541	3458125	0001179479		OFI Global Institutional, Inc.	NY	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			13-3459790	2914875			OFI Global Trust Company	NY	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			22-2697140				HarbourView Asset Management Corporation	NY	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			25-1951632		0000099782		Trinity Investment Management Corporation	PA	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			84-1128397		0000857468		OFI SteelPath, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			84-1066811		0000276398		Shareholder Services, Inc.	CO	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			84-0765063		0001041674		OFI Global Asset Management, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			91-2036414		0001179480		OFI Private Investments Inc.	NY	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			62-1210532				Tremont Group Holdings, Inc.	NY	NIA	Oppenheimer Acquisition Corp.	Ownership	100.000	MMLIC	
.0000			06-1121864		0000764139		Tremont Partners, Inc.	CT	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000							Tremont Capital Management (Ireland) Limited	JRL	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000			20-8215352				Tremont GP, Inc.	DE	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000			90-0874510				Settlement Agent LLC	DE	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000							Tremont (Bermuda) Limited	BMU	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000			04-1590850				MassMutual Baring Holding LLC	DE	NIA	MassMutual Asset Management Holding LLC	Ownership	100.000	MMLIC	
.0000			98-0241935	2363071	0000932463		Baring North America LLC	MA	NIA	MassMutual Baring Holding LLC	Ownership	100.000	MMLIC	
.0000							MassMutual Holdings (Bermuda) Limited	BMU	NIA	MassMutual Baring Holding LLC	Ownership	100.000	MMLIC	
.0000			98-0241935				Baring Asset Management Limited	GBR	NIA	MassMutual Holdings (Bermuda) Limited	Ownership	100.000	MMLIC	
.0000			98-0457328		0001568131		Baring International Investment Limited	GBR	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	
.0000							Baring International Investment Management Holdings	GBR	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management UK Holdings Limited	GBR	NIA	Baring International Investment Management Holdings	Ownership	100.000	MMLIC	
.0000							Baring Asset Management GmbH	DEU	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management (Asia) Holdings Limited	HKG	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-0524271				Baring International Fund Managers (Bermuda) Limited	BMU	NIA	Baring Asset Management (Asia) Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management (Asia) Limited	HKG	NIA	Baring Asset Management (Asia) Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management Korea Limited	KOR	NIA	Baring Asset Management (Asia) Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management (Japan) Limited	JPN	NIA	Baring Asset Management (Asia) Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management (Australia) Pty Limited	AUS	NIA	Baring Asset Management (Asia) Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-0457456				Baring International Fund Managers (Ireland) Limited	JRL	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring Asset Management Switzerland Sarl	CHE	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000							Baring SICE (Taiwan) Limited	TWN	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-0497550				Baring France SAS	FRA	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	
.0000			98-0457586				Baring Fund Managers Limited	GBR	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	
.0000			98-0457574				Baring Pension Trustees Limited	GBR	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.0000			98-0457578				Baring Investment Services Limited MassMutual International Holding MSC, Inc.	GBR	NIA	Baring Asset Management Limited	Ownership	100.000	MMLIC	
.0000			04-3548444				MassMutual Holding LLC	MA	NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.0000			62-0951563	1160004	0001259664		First Mercantile Trust Company	TN	NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.0000			04-3324233				HYP Management LLC	DE	NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.0000			04-2443240				MML Realty Management Corporation	MA	NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.0000			47-1466022				Society of Grownups, LLC	MA	NIA	MassMutual Holding LLC	Ownership	100.000	MMLIC	
.0000			04-1590850				Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				MML Mezzanine Investor II, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				MML Mezzanine Investor III, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			27-3576835				MassMutual External Benefits Group LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				MML Re Finance LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				MP-Apts, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			27-4349154				580 Walnut Cincinnati LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	50.000	MMLIC	
.0000			52-2274685				C A F I, Inc.	MD	NIA	Massachusetts Mutual Life Insurance Company	Ownership	69.900	MMLIC	
.0000			56-2574604				Invicta Advisors LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	89.000	MMLIC	
.0000			27-0105644				Jefferies Finance LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	45.000	MMLIC	1
.0000			27-0105644				Jefferies Finance LLC	DE	NIA	Babson Capital Management LLC	Ownership	5.000	MMLIC	
.0000			04-1590850		0000067160		Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-1590850				MML Private Equity Fund Investor LLC	DE	NIA	MML Private Equity Fund Investor LLC	Ownership	100.000	MMLIC	
.0000							Massachusetts Mutual Life Insurance Company	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	35.600	MMLIC	
.0000							Almack Mezzanine Fund I LP	GBR	NIA	C.M. Life Insurance Company	Ownership	4.000	MMLIC	
.0000							Almack Mezzanine Fund I LP	GBR	NIA	Babson Capital Europe Limited	Management		MMLIC	
.0000							Almack Mezzanine Fund I LP	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	71.300	MMLIC	
.0000							Almack Mezzanine Fund II Unleveraged LP	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership		MMLIC	
.0000							Almack Mezzanine Fund II Unleveraged LP	GBR	NIA	Babson Capital Europe Limited	Management		MMLIC	
.0000							Almack Mezzanine Fund III LP	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	33.000	MMLIC	
.0000							Almack Mezzanine Fund III LP	GBR	NIA	C.M. Life Insurance Company	Ownership	4.100	MMLIC	
.0000							Almack Mezzanine Fund III LP	GBR	NIA	Babson Capital Europe Limited	Management		MMLIC	
.0000			55-0886109		0001321302		Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	88.200	MMLIC	
.0000			55-0886109		0001321302		Babson Capital High Yield LLC	DE	NIA	C.M. Life Insurance Company	Ownership	11.800	MMLIC	
.0000			55-0886109		0001321302		Babson Capital High Yield LLC	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Babson Capital Floating Rate Income Fund, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	7.100	MMLIC	
.0000			27-3330830		0001521404		Babson Capital Floating Rate Income Fund, L.P.	DE	NIA	MassMutual Holding LLC	Ownership		MMLIC	
.0000			27-3330830		0001521404		Babson Capital Floating Rate Income Fund, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000					0001502146		Babson Capital Global Investment Funds plc	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.600	MMLIC	

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PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.0000					0001582591		Babson Capital Global Investment Fund 2 plc	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	21.800	MMLIC	
.0000					0001582591		Babson Capital Global Investment Fund 2 plc	JRL	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000					0001515694		Babson Capital Global Umbrella Fund plc	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	52.900	MMLIC	
.0000			37-1506417				Babson Capital Loan Strategies Fund, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	78.400	MMLIC	
.0000			37-1506417				Babson Capital Loan Strategies Fund, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	3.900	MMLIC	
.0000			37-1506417				Babson Capital Loan Strategies Fund, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Babson CLO Ltd. 2005-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	7
.0000							Babson CLO Ltd. 2005-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	8
.0000							Babson CLO Ltd. 2005-III	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	3
.0000							Babson CLO Ltd. 2006-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	9
.0000							Babson CLO Ltd. 2006-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	10
.0000							Babson CLO Ltd. 2007-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	11
.0000							Babson CLO Ltd. 2011-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2012-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2012-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2013-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	14
.0000			98-1128827				Babson CLO Ltd. 2013-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	15
.0000							Babson CLO Ltd. 2014-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson Euro CLO 2014-I BV	NLD	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			46-3133952				Babson Global Floating Rate Fund	MA	NIA	Babson Capital Management LLC	Ownership	45.400	MMLIC	
.0000							Babson Global Income Opportunities Credit Fund	MA	NIA	Babson Capital Management LLC	Ownership	84.300	MMLIC	
.0000			46-3119764				Babson Mid-Market CLO Ltd. 2007-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	2
.0000			98-0536233				Benton Street Partners I, L.P.	CYM	NIA	MassMutual Capital Partners LLC	Ownership	95.900	MMLIC	
.0000			98-0536233				Benton Street Partners I, L.P.	CYM	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			98-0536233				Benton Street Partners I, L.P.	CYM	NIA	C.M. Life Insurance Company	Ownership	0.100	MMLIC	
.0000			98-0536233				Benton Street Partners I, L.P.	CYM	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.000	MMLIC	
.0000			98-0536199				Benton Street Partners II, L.P.	CYM	NIA	Babson Capital Management LLC	Ownership	98.800	MMLIC	5
.0000							Clear Lake CLO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Connecticut Valley Structured Credit ODO II, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	12
.0000							Connecticut Valley Structured Credit ODO III, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Diamond Lake CLO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	4
.0000				4007418			Duchess I CDO S.A.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000				4007445			Duchess III CDO S.A.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Duchess IV CDO S.A.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Duchess V CDO S.A.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000				3981641			Duchess VI CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000				4007502			Duchess VII CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Fugu CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	6
.0000							Fugu Credit Plc	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	6
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	74.900	MMLIC	
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	9.300	MMLIC	
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	

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.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	10.900	MMLIC	
.0000							Gateway Mezzanine Partners I Trust	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	85.500	MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	C.M. Life Insurance Company	Ownership	12.800	MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			71-1018134				Great Lakes II LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	11.200	MMLIC	
.0000			71-1018134				Great Lakes II LLC	DE	NIA	C.M. Life Insurance Company	Ownership	1.000	MMLIC	
.0000			37-1708623		0001565779		Great Lakes III, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	35.700	MMLIC	
.0000			37-1708623		0001565779		Great Lakes III, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			56-2505390				Great Lakes LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.400	MMLIC	
.0000			56-2505390				Great Lakes LLC	DE	NIA	C.M. Life Insurance Company	Ownership	0.500	MMLIC	
.0000			46-2344300				Intermodal Holdings II LLC	DE	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			56-2574568				Invicta Holdings LLC	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	85.600	MMLIC	
.0000							Malin CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Newton CDO Ltd	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Rockall CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Saint James River CDO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Salomon Trust 2001-IM	DE	NIA	Cornerstone Real Estate Advisers LLC	Influence		MMLIC	
.0000							Sapphire Valley CDO I, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	13
.0000			74-3182902				SDCOS L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			74-3182902				SDCOS L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	31.600	MMLIC	
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	1.500	MMLIC	
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Suffield CLO, Limited	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Summit Lake CLO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			46-3123110				Sweet Tree Holding 1 LLC	DE	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			46-3123110				Sweet Tree Holding 1 LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	74.500	MMLIC	
.0000			04-3722906		0001228752		Tower Square Capital Partners, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	41.200	MMLIC	
.0000			04-3722906		0001228752		Tower Square Capital Partners, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	0.600	MMLIC	
.0000			04-3722906		0001228752		Tower Square Capital Partners, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			04-3722906		0001228752		Tower Square Capital Partners, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	6.100	MMLIC	
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	22.400	MMLIC	
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	4.000	MMLIC	
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	6.100	MMLIC	
.0000			32-0160190				Tower Square Capital Partners II-A, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	76.800	MMLIC	
.0000			32-0160190				Tower Square Capital Partners II-A, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	13.600	MMLIC	
.0000			32-0160190				Tower Square Capital Partners II-A, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			41-2280127		0001447547		Tower Square Capital Partners III, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	

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.0000			41-2280127		0001447547		Tower Square Capital Partners III, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	5.000	MMLIC	
.0000			41-2280127		0001447547		Tower Square Capital Partners III, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	16.200	MMLIC	
.0000			41-2280129		0001447548		Tower Square Capital Partners IIIA, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	86.500	MMLIC	
.0000			41-2280129		0001447548		Tower Square Capital Partners IIIA, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			80-0920340		0001597019		Tower Square Capital Partners IV, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			80-0920367		0001598727		Tower Square Capital Partners IV-A, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	21.300	MMLIC	
.0000			80-0920367		0001598727		Tower Square Capital Partners IV-A, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			46-2104352				U.S. Trailer Holdings II LLC	DE	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Whately CDO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000					0001324680		Winterset Capital Partners, L.P.	CYM	NIA	Massachusetts Mutual Life Insurance Company	Ownership	75.800	MMLIC	
.0000					0001324680		Winterset Capital Partners, L.P.	CYM	NIA	C.M. Life Insurance Company	Ownership	2.400	MMLIC	
.0000					0001324680		Winterset Capital Partners, L.P.	CYM	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			20-4981369		0001371601		Wood Creek Multi Asset Fund, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			20-4981369		0001371601		Wood Creek Multi Asset Fund, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			04-1590850				Wood Creek Venture Fund LLC	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	60.000	MMLIC	
.0000			45-4184261		0001547286		Baring All Country World ex US Equity Fund	DE	NIA	Baring Asset Management Limited	Influence		MMLIC	
.0000							Baring Emerging Market Corp Debt Fund	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	65.900	MMLIC	
.0000							Baring Emerging Market Corp Debt Fund	JRL	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			11-3789446				Baring Focused EAFE Equity Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	14.300	MMLIC	
.0000			11-3789446				Baring Focused EAFE Equity Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			30-0607379		0001497049		Baring Global Dynamic Asset Allocation Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	50.300	MMLIC	
.0000			30-0607379		0001497049		Baring Global Dynamic Asset Allocation Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			39-2059577		0001491482		Baring International Equity Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			26-4142796				Baring International Small Cap Equity Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			26-4142796				Baring International Small Cap Equity Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			46-1197222				Baring World Equity Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			26-1896226				Multi-Employer Global Aggregate Diversified Portfolio	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			20-2548283				12-18 West 55th Street Predevelopment, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	88.200	MMLIC	
.0000			20-2548283				12-18 West 55th Street Predevelopment, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	7.700	MMLIC	
.0000			46-4803557				2 Harbor Shore Member LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	91.000	MMLIC	
.0000			46-4803557				2 Harbor Shore Member LLC	DE	NIA	C.M. Life Insurance Company	Ownership	9.000	MMLIC	
.0000			45-5257904				21 West 86 LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	91.200	MMLIC	
.0000			45-5257904				21 West 86 LLC	DE	NIA	C.M. Life Insurance Company	Ownership	4.800	MMLIC	

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PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.....0000			45-2779931				AT Mid-Atlantic Office Portfolio LLC	..DENIA	Massachusetts Mutual Life Insurance Company	Ownership	..90.000	IMLIC	
.....0000			45-2779931				AT Mid-Atlantic Office Portfolio LLC	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..10.000	IMLIC	
.....0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..35.800	IMLIC	
.....0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..1.900	IMLIC	
.....0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			24-1446970		0001362970		Babson Mezzanine Realty Investors II	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..69.800	IMLIC	
.....0000			24-1446970		0001362970		Babson Mezzanine Realty Investors II	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			04-1590850				CHC/RFP VI Core LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..100.000	IMLIC	
.....0000			06-1595820				Cornerstone Apartment Fund I, LLC	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Influence		IMLIC	
.....0000			20-5786329		0001386622		Cornerstone Apartment Venture III, LLC	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Influence		IMLIC	
.....0000			56-2639862				Cornerstone Austin Park Central I LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..91.000	IMLIC	
.....0000			56-2639862				Cornerstone Austin Park Central I LP	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..9.000	IMLIC	
.....0000			27-1701733		0001481753		Cornerstone Core Mortgage Fund I LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			27-1701622		0001481752		Cornerstone Core Mortgage Venture I LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..50.000	IMLIC	
.....0000			27-1701622		0001481752		Cornerstone Core Mortgage Venture I LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			45-3751572		0001534877		Cornerstone Enhanced Mortgage Fund I LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Ownership	..16.000	IMLIC	
.....0000			56-2630592				Cornerstone Fort Pierce Development LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..83.900	IMLIC	
.....0000			56-2630592				Cornerstone Fort Pierce Development LLC	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..6.100	IMLIC	
.....0000			20-8730751				Cornerstone Global Real Estate LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..92.300	IMLIC	
.....0000			20-8730751				Cornerstone Global Real Estate LP	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..7.600	IMLIC	
.....0000			20-8730751				Cornerstone Global Real Estate LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			36-4770946		0001590049		Cornerstone High Yield Venture LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..49.900	IMLIC	
.....0000			36-4770946		0001590049		Cornerstone High Yield Venture LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			20-5578165				Cornerstone Holding LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..10.000	IMLIC	
.....0000			26-1528817		0001423638		Cornerstone Hotel Income & Equity Fund II LP	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..16.900	IMLIC	
.....0000			26-1528817		0001423638		Cornerstone Hotel Income and Equity Fund II (PF) LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			20-5567494				Cornerstone Non-REIT Holding LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..33.700	IMLIC	
.....0000			27-5209432				Cornerstone Real Estate Fund VIII LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Management		IMLIC	
.....0000			27-0547156				Cornerstone Real Estate Fund VIII LP	..DE	.....NIA	Cornerstone Real Estate Advisers LLC	Influence		IMLIC	
.....0000			26-2399532				CREA/LYON West Gateway, LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..54.000	IMLIC	
.....0000			26-2399532				CREA/LYON West Gateway, LLC	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..6.000	IMLIC	
.....0000			27-2934589				CREA/Nexus Anaheim Corners Holdings LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..63.900	IMLIC	
.....0000			20-0348173				CREA/PPC Venture LLC	..DE	.....NIA	Massachusetts Mutual Life Insurance Company	Ownership	..93.400	IMLIC	
.....0000			20-0348173				CREA/PPC Venture LLC	..DE	.....NIA	C.M. Life Insurance Company	Ownership	..6.600	IMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.....0000			26-1611591	3956836			Fallon Cornerstone One MPD LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..63.100	..MMLIC	
.....0000			26-1611591	3956836			Fallon Cornerstone One MPD LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..6.200	..MMLIC	
.....0000			20-3347091				Fan Pier Development LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..91.000	..MMLIC	
.....0000			20-3347091				Fan Pier Development LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..9.000	..MMLIC	
.....0000			46-3880526				Farrington London Holdings LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..94.500	..MMLIC	
.....0000			46-3880526				Farrington London Holdings LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..5.500	..MMLIC	
.....0000			46-1586427				Gracechurch London Holdings LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..96.000	..MMLIC	
.....0000			46-1586427				Gracechurch London Holdings LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..4.000	..MMLIC	
.....0000			20-8298948				Hanover Preferred Facility LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..45.000	..MMLIC	
.....0000			20-8298948				Hanover Preferred Facility LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..5.000	..MMLIC	
.....0000			20-8298948				Hanover Preferred Facility LLC	..DE	..NIA	Cornerstone Real Estate Advisers LLC	Management		..MMLIC	
.....0000							Infinity SCD Ltd	..GBR	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..4.200	..MMLIC	
.....0000			20-4819358				Johnston Groves LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..57.200	..MMLIC	
.....0000			20-5984759				Metropolitan At Lorton	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..93.500	..MMLIC	
.....0000			20-5984759				Metropolitan At Lorton	..DE	..NIA	C.M. Life Insurance Company	Ownership	..6.500	..MMLIC	
.....0000			46-3317841				MM Greenhill Office LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..81.000	..MMLIC	
.....0000			46-3317841				MM Greenhill Office LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..19.000	..MMLIC	
.....0000			46-5347643				MMI/Hines Harrison LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..92.000	..MMLIC	
.....0000			46-5347643				MMI/Hines Harrison LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..8.000	..MMLIC	
.....0000			46-4077059				MM Woodfield Martingale LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..80.400	..MMLIC	
.....0000			46-4077059				MM Woodfield Martingale LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..19.600	..MMLIC	
.....0000			46-0808569				PO Parsippany Office Portfolio LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..95.000	..MMLIC	
.....0000			46-0808569				PO Parsippany Office Portfolio LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..5.000	..MMLIC	
.....0000			46-5460309				Red Lake Ventures LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..31.500	..MMLIC	
.....0000			30-0713071				Riva Portland LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..100.000	..MMLIC	
.....0000			27-2977720				Sawgrass Village Shopping Center LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..84.200	..MMLIC	
.....0000			27-2977720				Sawgrass Village Shopping Center LLC	..DE	..NIA	C.M. Life Insurance Company	Ownership	..15.800	..MMLIC	
.....0000			46-0606690				Turnpike Executive Park LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..100.000	..MMLIC	
.....0000			35-2484550				Twenty Two Liberty LLC	..MA	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..91.000	..MMLIC	
.....0000			35-2484550				Twenty Two Liberty LLC	..MA	..NIA	C.M. Life Insurance Company	Ownership	..9.000	..MMLIC	
.....0000			45-4606547				UK LIW Manager LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..1.000	..MMLIC	
.....0000			45-4606547				UK LIW Member LLC	..DE	..NIA	Massachusetts Mutual Life Insurance Company	Ownership	..100.000	..MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.0000			45-5401109				Washington Gateway Apartments Venture LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	90.400	MMLIC	
.0000			45-5401109				Washington Gateway Apartments Venture LLC	DE	NIA	C.M. Life Insurance Company	Ownership	4.800	MMLIC	
.0000			20-2970495				Waterford Development Associates	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	90.000	MMLIC	
.0000			46-3122029				WeHo Domain LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	86.000	MMLIC	
.0000			46-3122029				WeHo Domain LLC	DE	NIA	C.M. Life Insurance Company	Ownership	14.000	MMLIC	
.0000			26-2384708				Wesley Chapel Theaters LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	90.000	MMLIC	
.0000			26-2384708				Wesley Chapel Theaters LLC	DE	NIA	C.M. Life Insurance Company	Ownership	10.000	MMLIC	
.0000			20-5481477				Ygnatio Valley Funding	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	90.000	MMLIC	
.0000			45-3168892				MassMutual Barings Dynamic Allocation Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	53.700	MMLIC	
.0000			04-3212054		0000927972	00	MassMutual Premier Balanced Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.200	MMLIC	
.0000			04-3277549		0000927972	00	MassMutual Premier Core Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.000	MMLIC	
.0000			04-3539083		0000927972	00	MassMutual Premier Disciplined Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.200	MMLIC	
.0000			04-3539084		0000927972	00	MassMutual Premier Disciplined Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.200	MMLIC	
.0000			04-3464165		0000927972	00	MassMutual Premier Diversified Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			02-0754273		0000927972	00	MassMutual Premier Focused International Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			51-0529334		0000927972	00	MassMutual Premier Global Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-3520009		0000927972	00	MassMutual Premier High Yield Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	15.500	MMLIC	
.0000			03-0532475		0000927972	00	MassMutual Premier Inflation-Protected and Income Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	9.900	MMLIC	
.0000			04-3212044		0000927972	00	MassMutual Premier International Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.400	MMLIC	
.0000			51-0529328		0000927972	00	MassMutual Premier Main Street Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	73.700	MMLIC	
.0000			04-3212057		0000927972	00	MassMutual Premier Short-Duration Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-3224705		0000927972	00	MassMutual Premier Small/Mid Cap Opportunities Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	10.400	MMLIC	
.0000			26-3229251		0000927972	00	MassMutual Premier Strategic Emerging Markets Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	61.400	MMLIC	
.0000			04-3277550		0000927972	00	MassMutual Premier Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	98.200	MMLIC	
.0000			27-1028263		0000916053	00	MassMutual Select Blackrock Global Allocation Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.100	MMLIC	
.0000			04-3556992		0000916053	00	MassMutual Select Blue Chip Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.900	MMLIC	
.0000			14-1980900		0000916053	00	MassMutual Select Diversified International Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.700	MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
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...0000			01-0821120		0000916053	00	MassMutual Select Diversified Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.200	MMLIC	
...0000			04-3512590		0000916053	00	MassMutual Select Focused Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.400	MMLIC	
...0000			04-3512593		0000916053	00	MassMutual Select Fundamental Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.300	MMLIC	
...0000			04-3584138		0000916053	00	MassMutual Select Fundamental Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.300	MMLIC	
...0000			04-3512589		0000916053	00	MassMutual Select Growth Opportunities Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.900	MMLIC	
...0000			04-3513019		0000916053	00	MassMutual Select Large Cap Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.400	MMLIC	
...0000			04-3512596		0000916053	00	MassMutual Select Mid Cap Growth Equity II Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.700	MMLIC	
...0000			42-1710935		0000916053	00	MassMutual Select Mid-Cap Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
...0000			45-5357167		0000916053	00	MassMutual Select MSCI EAFE International Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.000	MMLIC	
...0000			04-3557000		0000916053	00	MassMutual Select Overseas Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.700	MMLIC	
...0000			27-2377446		0000916053	00	MassMutual Select PIMCO Total Return Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.900	MMLIC	
...0000			45-5366542		0000916053	00	MassMutual Select Russell 2000 Small Cap Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.800	MMLIC	
...0000			04-3410047		0000916053	00	MassMutual Select S&P 500 Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.400	MMLIC	
...0000			04-3464205		0000916053	00	MassMutual Select Small Cap Growth Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	5.000	MMLIC	
...0000			02-0769954		0000916053	00	MassMutual Select Small Capital Value Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.600	MMLIC	
...0000			04-3584141		0000916053	00	MassMutual Select Small Company Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.900	MMLIC	
...0000			04-3584140		0000916053	00	MassMutual Select Small Company Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.600	MMLIC	
...0000			45-5349772		0000916053	00	MassMutual Select S&P Mid Cap Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.100	MMLIC	
...0000			26-0099965		0000916053	00	MassMutual Select Strategic Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.500	MMLIC	
...0000			46-4257056		0000067160		MML International Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.100	MMLIC	
...0000			03-0532456		0000916053		MassMutual RetireSMART 2010 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	14.400	MMLIC	
...0000			27-1933828		0000916053		MassMutual RetireSMART 2015 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.200	MMLIC	
...0000			03-0532467		0000916053		MassMutual RetireSMART 2020 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.300	MMLIC	
...0000			27-1933753		0000916053		MassMutual RetireSMART 2025 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.300	MMLIC	
...0000			03-0532468		0000916053		MassMutual RetireSMART 2030 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.100	MMLIC	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

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.....0000			27-1933389		0000916053		MassMutual RetireSMART 2035 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.300	MMLIC	
.....0000			03-0532471		0000916053		MassMutual RetireSMART 2040 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.900	MMLIC	
.....0000			27-1932769		0000916053		MassMutual RetireSMART 2045 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	7.600	MMLIC	
.....0000			26-1345332		0000916053		MassMutual RetireSMART 2050 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.800	MMLIC	
.....0000			46-3289207		0000916053		MassMutual RetireSMART 2055 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	61.900	MMLIC	
.....0000			45-1618155		0000916053		MassMutual RetireSMART Conservative Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			45-1618222		0000916053		MassMutual RetireSMART Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			03-0532464		0000916053		MassMutual RetireSMART In Retirement Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	9.800	MMLIC	
.....0000			45-1618262		0000916053		MassMutual RetireSMART Moderate Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			45-1618046		0000916053		MassMutual RetireSMART Moderate Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			45-3417590		0001530245		HarbourView CLO 2006-1 Limited	CYM	NIA	OppenheimerFunds, Inc.	Influence		MMLIC	
.....0000			45-3417590		0001530245		Oppenheimer Global High Yield Fund	DE	NIA	OppenheimerFunds, Inc.	Ownership	74.700	MMLIC	
.....0000			46-1604428		0001562689		Oppenheimer Global Real Estate Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	50.200	MMLIC	
.....0000			46-1604428		0001562689		Oppenheimer Global Real Estate Fund	DE	NIA	C.M. Life Insurance Company	Ownership	4.100	MMLIC	
.....0000			13-3867060		0001005728		Oppenheimer International Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership		MMLIC	
.....0000			84-1073463		0001116894		Oppenheimer Main Street Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.700	MMLIC	
.....0000			22-3849391		0001163166		Oppenheimer Real Estate Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	1.800	MMLIC	

Asterisk	Explanation
1	Massachusetts Mutual Life Insurance Company owns 3.70% of the affiliated debt of Jefferies Finance LLC
2	Debt investors own 18% and include Connecticut Valley Structured Credit CDO IV, Ltd., Babson CLO Ltd. 2006-II, Babson CLO Ltd. 2007-I, Babson Capital Loan Strategies Fund, L.P., and Sapphire Valley CDO I, Ltd.
3	Debt investors own 26% and include Connecticut Valley Structured Credit CDO III, Ltd.I, Babson Capital Loan Strategies Fund, L.P., Babson CLO Ltd. 2006-II, Babson CLO Ltd. 2007-I, and Babson Mid-Market CLO Ltd. 2007-II
4	Debt investors own 1% and include Sapphire Valley CDO I, Ltd.
5	Partnership investors own 99% and include Babson Credit Strategies Fund, L.P. and Babson Credit Strategies.
6	Fugu Credit Plc owns 100% of the Fugu CLO B.V. assets
7	Massachusetts Mutual Life Insurance Company owns 3.70% of the affiliated debt of Jefferies Finance LLC
8	Debt investors own 12% and include Connecticut Valley Structured Credit CDO III, Ltd.I and Babson Capital Loan Strategies Fund, L.P.
9	Debt investors own 36% and include Connecticut Valley Structured Credit CDO III, Ltd.I, Babson Capital Loan Strategies Fund, L.P., Babson CLO Ltd. 2006-II, Babson CLO Ltd. 2007-I, and Babson Mid-Market CLO Ltd. 2007-II
10	Debt investors own 9% and include Sapphire Valley, Babson Capital Loan Strategies Fund, L.P., Babson CLO Ltd. 2007-I, and Babson Mid-Market CLO Ltd. 2007-II
11	Debt investors own 11% and include Connecticut Valley CLO Fund IV, Ltd. and Babson Capital Loan Strategies Fund, L.P.
12	Debt investors own 65% and include Connecticut Valley Structured Credit CDO III, Ltd. and Connecticut Valley CLO Fund IV, Ltd.
13	Debt investors own 51% and includes only Babson Capital Loan Strategies Fund, L.P.
14	Debt investors own 6% and include Great Lakes III, L.P. and Babson Capital Loan Strategies Fund, L.P.
15	Debt investors own 6% and include Great Lakes III, L.P.

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

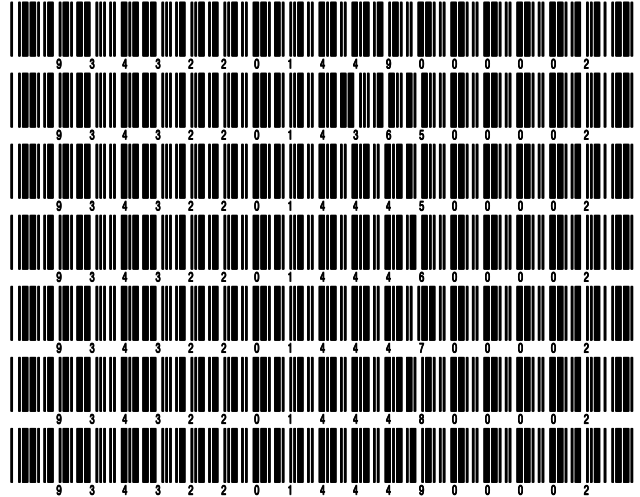
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC?	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC?	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC?	NO

Explanation:

1. Not required.
2. This line of business is not written by the Company.
3. Not required.
4. Not required.
5. Not required.
6. Not required.
7. Not required.

Bar Code:

1. Trusteed Surplus Statement [Document Identifier 490]
2. Medicare Part D Coverage Supplement [Document Identifier 365]
3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]
4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]
5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]
6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]
7. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Liabilities Line 25

		1 Current Statement Date	2 December 31 Prior Year
2504.	Funds awaiting escheat	1,672,778	1,264,975
2505.	Miscellaneous liabilities	8,086	142,322
2597.	Summary of remaining write-ins for Line 25 from overflow page	1,680,864	1,407,297

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	26,991,662	28,979,851
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	5,417,187	
2.2 Additional investment made after acquisition	303,048	364,765
3. Current year change in encumbrances		921,712
4. Total gain (loss) on disposals	(1,087,579)	357,975
5. Deduct amounts received on disposals	1,865,803	2,351,634
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation	533,354	1,281,007
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	29,225,161	26,991,662
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	29,225,161	26,991,662

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	861,172,071	772,891,789
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	82,478,467	255,320,007
2.2 Additional investment made after acquisition	4,458,923	6,022,993
3. Capitalized deferred interest and other	120,445	39,946
4. Accrual of discount	110,990	424,144
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals	7,680	333,446
7. Deduct amounts received on disposals	49,100,316	165,047,805
8. Deduct amortization of premium and mortgage interest points and commitment fees	114,729	1,195,101
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	671,098	(2,871,224)
10. Deduct current year's other than temporary impairment recognized		4,746,124
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	899,804,629	861,172,071
12. Total valuation allowance		(38,604)
13. Subtotal (Line 11 plus Line 12)	899,804,629	861,133,468
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	899,804,629	861,133,468

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	256,538,483	237,897,374
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	1,090,441	28,527,709
2.2 Additional investment made after acquisition	15,170,743	52,221,472
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	24,721,826	20,017,205
6. Total gain (loss) on disposals	678,366	
7. Deduct amounts received on disposals	53,285,362	82,460,814
8. Deduct amortization of premium and depreciation	4,346	7,132
9. Total foreign exchange change in book/adjusted carrying value	(259,248)	342,668
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	244,650,903	256,538,483
12. Deduct total nonadmitted amounts	5,235,418	6,436,964
13. Statement value at end of current period (Line 11 minus Line 12)	239,415,485	250,101,519

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	4,925,869,944	4,842,359,067
2. Cost of bonds and stocks acquired	451,493,618	1,385,261,934
3. Accrual of discount	8,471,448	19,100,468
4. Unrealized valuation increase (decrease)	12,907,029	(3,342,030)
5. Total gain (loss) on disposals	36,797,446	17,041,714
6. Deduct consideration for bonds and stocks disposed of	908,015,758	1,331,761,668
7. Deduct amortization of premium	2,244,247	5,425,371
8. Total foreign exchange change in book/adjusted carrying value	1,272,434	6,556,520
9. Deduct current year's other than temporary impairment recognized	2,642,187	3,920,690
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	4,523,909,727	4,925,869,944
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	4,523,909,727	4,925,869,944

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	2,158,007,063	56,459,803	143,162,792	2,999,774	2,158,007,063	2,074,303,848		2,336,726,227
2. NAIC 2 (a)	1,994,501,321	1,405,334,534	1,299,716,406	(8,458,967)	1,994,501,321	2,091,660,482		2,172,207,238
3. NAIC 3 (a)	200,879,165	8,774,783	24,817,695	10,692,005	200,879,165	195,528,258		204,694,935
4. NAIC 4 (a)	180,098,379	20,248,205	20,949,361	4,062,956	180,098,379	183,460,179		178,897,780
5. NAIC 5 (a)	22,413,741	1,510,092	4,531,899	1,456,615	22,413,741	20,848,549		23,747,610
6. NAIC 6 (a)	26,118,196	441,915	2,935,896	(2,962,769)	26,118,196	20,661,446		25,212,951
7. Total Bonds	4,582,017,865	1,492,769,332	1,496,114,049	7,789,614	4,582,017,865	4,586,462,762		4,941,486,741
PREFERRED STOCK								
8. NAIC 1	12,886,746	215,308			12,886,746	13,102,054		12,611,746
9. NAIC 2	5,178,635	266,429	151,403	52,454	5,178,635	5,346,115		5,178,635
10. NAIC 3	6,204,530	151,197	125,000	778	6,204,530	6,231,505		6,204,530
11. NAIC 4	2,053,790	149,350	279,868	127,263	2,053,790	2,050,535		1,924,074
12. NAIC 5	505,325			9,307	505,325	514,632		518,875
13. NAIC 6	59,988			(953)	59,988	59,035		70,965
14. Total Preferred Stock	26,889,013	782,284	556,271	188,850	26,889,013	27,303,876		26,508,825
15. Total Bonds and Preferred Stock	4,608,906,878	1,493,551,616	1,496,670,320	7,978,463	4,608,906,878	4,613,766,638		4,967,995,566

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$305,302,432 ; NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	43,941,006	XXX	43,889,258		

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	80,957,223	48,542,772
2. Cost of short-term investments acquired	57,385,320	227,784,618
3. Accrual of discount	95,105	425,436
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	793	6,562
6. Deduct consideration received on disposals	94,497,435	195,802,165
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	43,941,006	80,957,223
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	43,941,006	80,957,223

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1. Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)	15,413,119
2. Cost Paid/(Consideration Received) on additions	7,632,980
3. Unrealized Valuation increase/(decrease)	(7,184,092)
4. Total gain (loss) on termination recognized	(13,220,683)
5. Considerations received/(paid) on terminations	1,601,557
6. Amortization	3,507
7. Adjustment to the Book/Adjusted Carrying Value of hedged item	
8. Total foreign exchange change in Book/Adjusted Carrying Value	
9. Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4-5+6+7+8)	1,043,274
10. Deduct nonadmitted assets	
11. Statement value at end of current period (Line 9 minus Line 10)	1,043,274

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1. Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)	
2. Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change column)	
3.1 Add:	
Change in variation margin on open contracts - Highly Effective Hedges	
3.11 Section 1, Column 15, current year to date minus	
3.12 Section 1, Column 15, prior year	
Change in variation margin on open contracts - All Other	
3.13 Section 1, Column 18, current year to date minus	1,030,951
3.14 Section 1, Column 18, prior year	(12,556,033)
	13,586,984
	13,586,984
3.2 Add:	
Change in adjustment to basis of hedged item	
3.21 Section 1, Column 17, current year to date minus	
3.22 Section 1, Column 17, prior year	
Change in amount recognized	
3.23 Section 1, Column 19, current year to date minus	1,030,951
3.24 Section 1, Column 19, prior year	(12,556,033)
	13,586,984
	13,586,984
3.3 Subtotal (Line 3.1 minus Line 3.2)	
4.1 Cumulative variation margin on terminated contracts during the year	50,676,320
4.2 Less:	
4.21 Amount used to adjust basis of hedged item	
4.22 Amount recognized	63,232,352
	63,232,352
4.3 Subtotal (Line 4.1 minus Line 4.2)	(12,556,033)
5. Dispositions gains (losses) on contracts terminated in prior year:	
5.1 Total gain (loss) recognized for terminations in prior year	12,556,033
5.2 Total gain (loss) adjusted into the hedged item(s) for terminations in prior year	
6. Book/Adjusted carrying value at end of current period (Lines 1+2+3.3-4.3-5.1-5.2)	
7. Deduct total nonadmitted amounts	
8. Statement value at end of current period (Line 6 minus Line 7)	

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE DB - PART C - SECTION 1

Replication (Synthetic Asset) Transactions Open as of Current Statement Date

Replication (Synthetic Asset) Transactions								Components of the Replication (Synthetic Asset) Transactions							
1	2	3	4	5	6	7	8	Derivative Instrument(s) Open			Cash Instrument(s) Held				
Number	Description	NAIC Designation or Other Description	Notional Amount	Book/Adjusted Carrying Value	Fair Value	Effective Date	Maturity Date	9	10	11	12	13	14	15	16
								Description	Book/Adjusted Carrying Value	Fair Value	CUSIP	Description	NAIC Designation or Other Description	Book/Adjusted Carrying Value	Fair Value
361448A#2	GATX Financial	2	1,650,000	1,764,858	1,937,146	03/22/2010	06/20/2015	Swap/CDS Long	14,858	14,858	92978N-AE-4	Wachovia Bank Commercial Mortgage Trust/Series 2007-C33 Class A4 REID	1	1,750,000	1,922,288
361448A#2	GATX Financial	2		250,000	245,735	03/22/2010	06/20/2015	Swap/CDS Long			55312V-AD-0	ML-CFC Commercial Mortgage Trust/Series 2006-4 Class A3 REID	1	250,000	245,735
75511D#9	Raytheon Co.	1	1,650,000	1,715,529	1,686,529	03/22/2010	06/20/2015	Swap/CDS Long	15,529	15,529	46630E-AC-4	J P Morgan Chase Coml Mtg Sec/Series 2006-CB17 Class A4 REID	1	1,700,000	1,671,000
75511D#9	Raytheon Co.	1		200,000	196,588	03/22/2010	06/20/2015	Swap/CDS Long			368280-PI-0	GE Capital Commercial Mortgage/Series 2005-C3 Class A7A REID	1	200,000	196,588
361448A#0	GATX Financial	2	1,650,000	1,564,858	1,543,174	03/22/2010	06/20/2015	Swap/CDS Long	14,858	14,858	20047R-AE-3	Commercial Mtg Pass Thru Certs/Series 2007-C9 Class A4 REID	1	1,550,000	1,528,316
361448A#0	GATX Financial	2		296,786	296,547	03/22/2010	06/20/2015	Swap/CDS Long			79549A-GG-8	Salomon Brothers Mortgage Securities VII Inc./Series 2001-MM Class EB REID	2	296,786	296,547
75511D#7	Raytheon Co.	1	1,650,000	1,515,776	1,494,791	03/22/2010	06/20/2015	Swap/CDS Long	15,776	15,776	07388V-AE-8	Bear Stearns Coml Mortgage Sec/Series 2007-T26 Class A4 REID	1	1,500,000	1,479,015
75511D#7	Raytheon Co.	1		300,000	295,803	03/22/2010	06/20/2015	Swap/CDS Long			07401D-BC-4	Bear Stearns Coml Mortgage Sec/Series 2007-PI18 Class A4 REID	1	300,000	295,803
75511D#7	Raytheon Co.	1		250,000	274,613	03/22/2010	06/20/2015	Swap/CDS Long			942749-A#-9	Watts Water Technologies Inc./Senior Note	1	250,000	274,613
666807C*1	Northrop Grumman	2	1,650,000	1,565,924	1,544,240	03/22/2010	06/20/2015	Swap/CDS Long	15,924	15,924	07388Q-AE-9	Bear Stearns Coml Mortgage Sec/Series 2007-PI17 Class A4 REID	1	1,550,000	1,528,316
666807C*1	Northrop Grumman	2		350,000	394,279	03/22/2010	06/20/2015	Swap/CDS Long			59022H-NC-2	Merrill Lynch Mortgage Trust/Series 2005-LC1 Class A4 REID	1	350,000	394,279
666807C#9	Northrop Grumman	2	1,500,000	1,414,476	1,390,593	03/22/2010	06/20/2015	Swap/CDS Long	14,476	14,476	52108M-AF-0	LB-UBS Commercial Mortgage Trust/Series 2005-C7 Class A4 REID	1	1,400,000	1,376,117
666807C#9	Northrop Grumman	2		350,000	394,279	03/22/2010	06/20/2015	Swap/CDS Long			59022H-NC-2	Merrill Lynch Mortgage Trust/Series 2005-LC1 Class A4 REID	1	350,000	394,279
666807C#9	Northrop Grumman	2		250,000	274,613	03/22/2010	06/20/2015	Swap/CDS Long			942749-A#-9	Watts Water Technologies Inc./Senior Note	1	250,000	274,613
75511D#5	Raytheon Co.	1	1,500,000	1,314,342	1,292,165	03/22/2010	06/20/2015	Swap/CDS Long	14,342	14,342	55313K-AE-1	ML-CFC Commercial Mortgage Trust 2007-7/Series 2007-7 Class A4 REID	1	1,300,000	1,277,823
75511D#5	Raytheon Co.	1		453,016	449,994	03/22/2010	06/20/2015	Swap/CDS Long			07387B-AH-6	Bear Stearns Coml Mortgage Sec/Series 2005-PIR9 C1 A4A REID	1	453,016	449,994
009158F#8	Air Products	1	1,500,000	984,747	1,002,565	03/22/2010	06/20/2015	Swap/CDS Long	13,989	13,989	07388P-AG-6	Bear Stearns Coml Mortgage Sec/Series 2006-PI14 Class AM REID	1	970,758	988,576
009158F#8	Air Products	1		800,000	878,760	03/22/2010	06/20/2015	Swap/CDS Long			87246A-AE-8	TIAA Seasoned Commercial Mortgage Trust 2007-C4/Series 2007-C4 Class AJ REID	1	800,000	878,760
418056B*7	Hasbro Inc.	2	700,000	926,574	906,136	03/22/2010	06/20/2015	Swap/CDS Long	6,148	6,148	05952A-AE-4	Banc of America Commercial Mortgage Inc./Series 2008-1 Class A4 REID	1	920,426	899,988
9999999 - Totals					16,266,886	16,498,550	XXX	XXX	XXX	125,900	125,900	XXX	XXX	16,140,986	16,372,650

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STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE DB - PART C - SECTION 2

Replication (Synthetic Asset) Transactions Open

	First Quarter		Second Quarter		Third Quarter		Fourth Quarter		Year To Date	
	1 Number of Positions	2 Total Replication (Synthetic Asset) Transactions Statement Value	3 Number of Positions	4 Total Replication (Synthetic Asset) Transactions Statement Value	5 Number of Positions	6 Total Replication (Synthetic Asset) Transactions Statement Value	7 Number of Positions	8 Total Replication (Synthetic Asset) Transactions Statement Value	9 Number of Positions	10 Total Replication (Synthetic Asset) Transactions Statement Value
1. Beginning Inventory	9	13,450,000	9	13,450,000					9	13,450,000
2. Add: Opened or Acquired Transactions.....										
3. Add: Increases in Replication (Synthetic Asset) Transactions Statement Value.....	XXX		XXX		XXX		XXX		XXX	
4. Less: Closed or Disposed of Transactions.....										
5. Less: Positions Disposed of for Failing Effectiveness Criteria.....										
6. Less: Decreases in Replication (Synthetic Asset) Transactions Statement Value.....	XXX		XXX		XXX		XXX		XXX	
7. Ending Inventory	9	13,450,000	9	13,450,000					9	13,450,000

STATEMENT AS OF JUNE 30, 2014 OF THE C.M. Life Insurance Company

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

	Book/Adjusted Carrying Value Check
1. Part A, Section 1, Column 14.....	1,043,274
2. Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	.....
3. Total (Line 1 plus Line 2).....	1,043,274
4. Part D, Section 1, Column 5.....	399,032,304
5. Part D, Section 1, Column 6.....	(397,989,030)
6. Total (Line 3 minus Line 4 minus Line 5).....	.....
	Fair Value Check
7. Part A, Section 1, Column 16.....	1,043,274
8. Part B, Section 1, Column 13.....	.....
9. Total (Line 7 plus Line 8).....	1,043,274
10. Part D, Section 1, Column 8.....	399,032,304
11. Part D, Section 1, Column 9.....	(397,989,030)
12. Total (Line 9 minus Line 10 minus Line 11).....	.....
	Potential Exposure Check
13. Part A, Section 1, Column 21.....	177,293,434
14. Part B, Section 1, Column 20.....	12,316,400
15. Part D, Section 1, Column 11.....	189,609,834
16. Total (Line 13 plus Line 14 minus Line 15).....	.....

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	165,417,592	423,794,320
2. Cost of cash equivalents acquired	1,971,794,291	5,421,751,262
3. Accrual of discount	204,322	751,207
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals	713	992
6. Deduct consideration received on disposals	1,876,055,492	5,680,880,188
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	261,361,426	165,417,592
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	261,361,426	165,417,592