



LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2015
OF THE CONDITION AND AFFAIRS OF THE

MML Bay State Life Insurance Company

NAIC Group Code 0435 0435 NAIC Company Code 70416 Employer's ID Number 43-0581430
(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 04/01/1935 Commenced Business 07/01/1894

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)
tpeatman@massmutual.com, 413-226-4086
(E-mail Address) (FAX Number)

OFFICERS

President and Chief Executive Officer Roger William Crandall Treasurer Todd Garrett Picken
Secretary Pia Denise Flanagan Appointed Actuary Douglas Wright Taylor #

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

Pia Denise Flanagan
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.....

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D)	222,828,946		222,828,946	144,280,400
2. Stocks (Schedule D):				
2.1 Preferred stocks				
2.2 Common stocks				
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens	5,847,458		5,847,458	4,170,281
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$				
encumbrances)				
4.2 Properties held for the production of income (less				
\$				
encumbrances)				
4.3 Properties held for sale (less \$				
encumbrances)				
5. Cash (\$1,211,195 , Schedule E - Part 1), cash equivalents				
(\$55,082,304 , Schedule E - Part 2) and short-term				
investments (\$4,995,929 , Schedule DA)	61,289,428		61,289,428	110,736,395
6. Contract loans (including \$ premium notes)	95,606,516		95,606,516	94,020,256
7. Derivatives (Schedule DB)				
8. Other invested assets (Schedule BA)				
9. Receivables for securities				
10. Securities lending reinvested collateral assets (Schedule DL)				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	385,572,348		385,572,348	353,207,332
13. Title plants less \$ charged off (for Title insurers				
only)				
14. Investment income due and accrued	4,042,982		4,042,982	3,621,133
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	1,850		1,850	1,079
15.2 Deferred premiums and agents' balances and installments booked but				
deferred and not yet due (including \$				
earned but unbilled premiums)	(2,124,980)		(2,124,980)	(2,114,733)
15.3 Accrued retrospective premiums (\$) and				
contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	5,325,462		5,325,462	7,224,626
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts	21,108,963		21,108,963	23,273,515
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	3,088,375		3,088,375	5,513,685
18.2 Net deferred tax asset	7,594,551	3,847,610	3,746,941	4,454,553
19. Guaranty funds receivable or on deposit	214,116		214,116	281,185
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				
23. Receivables from parent, subsidiaries and affiliates	281,646		281,646	150,163
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets				509,448
26. Total assets excluding Separate Accounts, Segregated Accounts and				
Protected Cell Accounts (Lines 12 to 25)	425,105,313	3,847,610	421,257,703	396,121,986
27. From Separate Accounts, Segregated Accounts and Protected Cell				
Accounts	4,278,818,122		4,278,818,122	4,274,843,259
28. Total (Lines 26 and 27)	4,703,923,435	3,847,610	4,700,075,825	4,670,965,245
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)				
2501. Miscellaneous other assets				509,448
2502.				
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page				
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)				509,448

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Year	2 Prior Year
1. Aggregate reserve for life contracts \$ 136,618,028 (Exh. 5, Line 9999999) less \$ included in Line 6.3 (including \$ Modco Reserve)	136,618,028	131,672,365
2. Aggregate reserve for accident and health contracts (including \$ Modco Reserve)	9,891,826	6,325,705
3. Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including \$ Modco Reserve)	6,741,511	3,388,551
4. Contract claims:		
4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11)		
4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11)		
5. Policyholders' dividends \$ and coupons \$ due and unpaid (Exhibit 4, Line 10)		
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 (Exhibit 1, Part 1, Col. 1, sum of lines 4 and 14)	2,383	1,391
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	11,172,256	13,885,522
9.3 Other amounts payable on reinsurance, including \$ assumed and \$ ceded	798,473	3,952,504
9.4 Interest maintenance reserve (IMR, Line 6)	365,578	367,545
10. Commissions to agents due or accrued-life and annuity contracts \$ 66,652 accident and health \$ and deposit-type contract funds \$	66,652	65,303
11. Commissions and expense allowances payable on reinsurance assumed		
12. General expenses due or accrued (Exhibit 2, Line 12, Col. 6)	399,844	398,476
13. Transfers to Separate Accounts due or accrued (net) (including \$ (669,591) accrued for expense allowances recognized in reserves, net of reinsured allowances)	16,533,168	16,563,643
14. Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5)	234,258	294,793
15.1 Current federal and foreign income taxes, including \$ on realized capital gains (losses)		
15.2 Net deferred tax liability		
16. Unearned investment income		
17. Amounts withheld or retained by company as agent or trustee	16,902	7,475
18. Amounts held for agents' account, including \$ agents' credit balances		
19. Remittances and items not allocated	(275,038)	68,774
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 (AVR, Line 16, Col. 7)	4,666,310	4,323,715
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	2,208,982	2,823,732
24.05 Drafts outstanding		
24.06 Liability for amounts held under uninsured plans		
24.07 Funds held under coinsurance		
24.08 Derivatives		
24.09 Payable for securities		
24.10 Payable for securities lending		
24.11 Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	515,565	288,794
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25)	189,956,698	184,428,288
27. From Separate Accounts Statement	4,278,818,122	4,274,843,259
28. Total liabilities (Lines 26 and 27)	4,468,774,820	4,459,271,547
29. Common capital stock	2,500,200	2,500,200
30. Preferred capital stock		
31. Aggregate write-ins for other than special surplus funds		
32. Surplus notes		
33. Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1)	143,736,914	143,736,914
34. Aggregate write-ins for special surplus funds		
35. Unassigned funds (surplus)	85,063,891	65,456,584
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)	228,800,805	209,193,498
38. Totals of Lines 29, 30 and 37 (Page 4, Line 55)	231,301,005	211,693,698
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	4,700,075,825	4,670,965,245
DETAILS OF WRITE-INS		
2501. Miscellaneous liabilities	297,428	182,782
2502. Funds awaiting escheat	218,137	106,012
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	515,565	288,794
3101.		
3102.		
3103.		
3198. Summary of remaining write-ins for Line 31 from overflow page		
3199. Totals (Lines 3101 thru 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 thru 3403 plus 3498)(Line 34 above)		

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SUMMARY OF OPERATIONS

	1 Current Year	2 Prior Year
1. Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11)	24,468,709	24,111,798
2. Considerations for supplementary contracts with life contingencies		
3. Net investment income (Exhibit of Net Investment Income, Line 17)	12,852,135	11,616,274
4. Amortization of Interest Maintenance Reserve (IMR, Line 5)	197,060	178,480
5. Separate Accounts net gain from operations excluding unrealized gains or losses		
6. Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1)	5,631,952	5,522,840
7. Reserve adjustments on reinsurance ceded	(15,069,413)	(12,814,717)
8. Miscellaneous Income:		
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	70,035,625	72,029,070
8.2 Charges and fees for deposit-type contracts		
8.3 Aggregate write-ins for miscellaneous income	(932,285)	(856,658)
9. Total (Lines 1 to 8.3)	97,183,783	99,787,087
10. Death benefits	46,519,558	38,026,639
11. Matured endowments (excluding guaranteed annual pure endowments)		
12. Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8)	918,837	885,089
13. Disability benefits and benefits under accident and health contracts	479,467	242,492
14. Coupons, guaranteed annual pure endowments and similar benefits		
15. Surrender benefits and withdrawals for life contracts	48,806,554	56,099,072
16. Group conversions		
17. Interest and adjustments on contract or deposit-type contract funds	702,273	726,967
18. Payments on supplementary contracts with life contingencies		
19. Increase in aggregate reserves for life and accident and health contracts	4,945,662	2,168,416
20. Totals (Lines 10 to 19)	102,372,351	98,148,675
21. Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1)	3,399,662	3,468,861
22. Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1)		
23. General insurance expenses (Exhibit 2, Line 10, Cols. 1, 2, 3 and 4)	8,068,586	10,318,025
24. Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3)	1,118,136	1,207,597
25. Increase in loading on deferred and uncollected premiums	(556)	(824)
26. Net transfers to or (from) Separate Accounts net of reinsurance	(45,187,681)	(38,746,685)
27. Aggregate write-ins for deductions	62,351	172,908
28. Totals (Lines 20 to 27)	69,832,849	74,568,557
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	27,350,934	25,218,530
30. Dividends to policyholders		
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	27,350,934	25,218,530
32. Federal and foreign income taxes incurred (excluding tax on capital gains)	6,658,379	9,577,811
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)	20,692,555	15,640,719
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$(2,638) (excluding taxes of \$105,050 transferred to the IMR)	(35,042)	160,945
35. Net income (Line 33 plus Line 34)	20,657,513	15,801,664
CAPITAL AND SURPLUS ACCOUNT		
36. Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2)	211,693,698	196,021,268
37. Net income (Line 35)	20,657,513	15,801,664
38. Change in net unrealized capital gains (losses) less capital gains tax of \$		
39. Change in net unrealized foreign exchange capital gain (loss)		
40. Change in net deferred income tax	(1,309,067)	3,163,701
41. Change in nonadmitted assets	601,456	(3,296,141)
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		
44. Change in asset valuation reserve	(342,595)	3,206
45. Change in treasury stock (Page 3, Lines 36.1 and 36.2, Col. 2 minus Col. 1)		
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		
54. Net change in capital and surplus for the year (Lines 37 through 53)	19,607,307	15,672,430
55. Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38)	231,301,005	211,693,698
DETAILS OF WRITE-INS		
08.301. Sub-advisory fees	(1,540,537)	(1,689,464)
08.302. Other miscellaneous income	608,252	832,806
08.303.		
08.398. Summary of remaining write-ins for Line 8.3 from overflow page		
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398)(Line 8.3 above)	(932,285)	(856,658)
2701. Miscellaneous charges to operations	62,351	172,908
2702.		
2703.		
2798. Summary of remaining write-ins for Line 27 from overflow page		
2799. Totals (Lines 2701 thru 2703 plus 2798)(Line 27 above)	62,351	172,908
5301.		
5302.		
5303.		
5398. Summary of remaining write-ins for Line 53 from overflow page		
5399. Totals (Lines 5301 thru 5303 plus 5398)(Line 53 above)		

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

CASH FLOW

	1	2
	Current Year	Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance	22,222,478	24,648,662
2. Net investment income	12,057,377	11,252,715
3. Miscellaneous income	58,356,708	67,620,228
4. Total (Lines 1 through 3)	92,636,563	103,521,605
5. Benefit and loss related payments	92,108,978	100,943,536
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	(45,157,205)	(38,528,921)
7. Commissions, expenses paid and aggregate write-ins for deductions	13,204,996	15,276,052
8. Dividends paid to policyholders		
9. Federal and foreign income taxes paid (recovered) net of \$ 5,778,542 tax on capital gains (losses)	4,335,481	9,366,977
10. Total (Lines 5 through 9)	64,492,250	87,057,644
11. Net cash from operations (Line 4 minus Line 10)	28,144,313	16,463,961
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	26,695,569	38,473,422
12.2 Stocks		
12.3 Mortgage loans	711,572	504,026
12.4 Real estate		
12.5 Other invested assets		
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	155	54
12.7 Miscellaneous proceeds	499,607	(183,945)
12.8 Total investment proceeds (Lines 12.1 to 12.7)	27,906,903	38,793,557
13. Cost of investments acquired (long-term only):		
13.1 Bonds	104,592,416	36,258,812
13.2 Stocks		
13.3 Mortgage loans	2,394,997	312
13.4 Real estate		
13.5 Other invested assets		
13.6 Miscellaneous applications		(3)
13.7 Total investments acquired (Lines 13.1 to 13.6)	106,987,413	36,259,121
14. Net increase (decrease) in contract loans and premium notes	1,586,260	(880,906)
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(80,666,770)	3,415,342
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	3,385,215	(684,637)
16.5 Dividends to stockholders		
16.6 Other cash provided (applied)	(309,725)	383,681
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	3,075,490	(300,956)
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)	(49,446,967)	19,578,347
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	110,736,395	91,158,048
19.2 End of year (Line 18 plus Line 19.1)	61,289,428	110,736,395
Note: Supplemental disclosures of cash flow information for non-cash transactions:		
20.0001. Bond conversions and refinancing	1,717,983	844,753
20.0002. Interest capitalization for long-term debt	2,091	1,580

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health			12 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance (a)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other	
1. Premiums and annuity considerations for life and accident and health contracts	24,468,709		22,332,571	15,900			2,120,238					
2. Considerations for supplementary contracts with life contingencies												
3. Net investment income	12,852,135		11,898,714	(417,044)	452,674		917,791					
4. Amortization of Interest Maintenance Reserve (IMR)	197,060		172,782	(10,620)	11,527		23,371					
5. Separate Accounts net gain from operations excluding unrealized gains or losses												
6. Commissions and expense allowances on reinsurance ceded	5,631,952		588				5,631,364					
7. Reserve adjustments on reinsurance ceded	(15,069,413)						(15,069,413)					
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from Separate Accounts	70,035,625		41,042,151	737,286			28,256,188					
8.2 Charges and fees for deposit-type contracts												
8.3 Aggregate write-ins for miscellaneous income	(932,285)		498,453	109,799			(1,540,537)					
9. Totals (Lines 1 to 8.3)	97,183,783		75,945,259	435,321	464,201		20,339,002					
10. Death benefits	46,519,558		11,870,212				34,649,346					
11. Matured endowments (excluding guaranteed annual pure endowments)												
12. Annuity benefits	918,837			918,837								
13. Disability benefits and benefits under accident and health contracts	479,467		479,467									
14. Coupons, guaranteed annual pure endowments and similar benefits												
15. Surrender benefits and withdrawals for life contracts	48,806,554		42,222,288	2,340,809			4,243,457					
16. Group conversions												
17. Interest and adjustments on contract or deposit-type contract funds	702,273		67,759	29,295	180,906		424,313					
18. Payments on supplementary contracts with life contingencies												
19. Increase in aggregate reserves for life and accident and health contracts	4,945,662		4,291,458	706,326			(52,122)					
20. Totals (Lines 10 to 19)	102,372,351		58,931,184	3,995,267	180,906		39,264,994					
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only)	3,399,662		2,109,142	48,142			1,242,378					
22. Commissions and expense allowances on reinsurance assumed												
23. General insurance expenses	8,068,586		3,622,706	148,964	1,543		4,295,373					
24. Insurance taxes, licenses and fees, excluding federal income taxes	1,118,136		1,026,339	4,233	89		87,475					
25. Increase in loading on deferred and uncollected premiums	(556)		(556)									
26. Net transfers to or (from) Separate Accounts net of reinsurance	(45,187,681)		(10,343,930)	(3,586,021)			(31,257,730)					
27. Aggregate write-ins for deductions	62,351		42,631	9,172	(29)		10,577					
28. Totals (Lines 20 to 27)	69,832,849		55,387,516	619,757	182,509		13,643,067					
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	27,350,934		20,557,743	(184,436)	281,692		6,695,935					
30. Dividends to policyholders												
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	27,350,934		20,557,743	(184,436)	281,692		6,695,935					
32. Federal income taxes incurred (excluding tax on capital gains)	6,658,379		5,151,487	(112,864)	96,657		1,523,099					
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)	20,692,555		15,406,256	(71,572)	185,035		5,172,836					
DETAILS OF WRITE-INS												
08.301. Sub-advisory fees	(1,540,537)						(1,540,537)					
08.302. Other miscellaneous income	608,252		498,453	109,799								
08.303.												
08.398. Summary of remaining write-ins for Line 8.3 from overflow page												
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above)	(932,285)		498,453	109,799			(1,540,537)					
2701. Miscellaneous charges to operations	62,351		42,631	9,172	(29)		10,577					
2702.												
2703.												
2798. Summary of remaining write-ins for Line 27 from overflow page												
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above)	62,351		42,631	9,172	(29)		10,577					

(a) Includes the following amounts for FEGLI/SGLI: Line 1, Line 10, Line 16, Line 23, Line 24

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group	
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities
Involving Life or Disability Contingencies (Reserves)								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year	131,672,365		127,304,943	2,926,092			1,441,330	
2. Tabular net premiums or considerations	24,467,297		22,332,572	15,900			2,118,825	
3. Present value of disability claims incurred					XXX			
4. Tabular interest	5,045,772		4,969,463	76,309				
5. Tabular less actual reserve released	(37,126)			(37,126)				
6. Increase in reserve on account of change in valuation basis								
7. Other increases (net)	(1,206,518)		567,014	(64,469)			(1,709,063)	
8. Totals (Lines 1 to 7)	159,941,790		155,173,992	2,916,706			1,851,092	
9. Tabular cost	42,800,926		20,388,398		XXX		22,412,528	
10. Reserves released by death	31,990,930		3,897,649	XXX	XXX		28,093,281	XXX
11. Reserves released by other terminations (net)	46,065,875		39,477,796	2,344,622			4,243,457	
12. Annuity, supplementary contract and disability payments involving life contingencies	1,012,272		479,467	532,805				
13. Net transfers to or (from) Separate Accounts	(98,546,241)		(40,665,719)	(3,593,141)			(54,287,381)	
14. Total Deductions (Lines 9 to 13)	23,323,762		23,577,591	(715,714)			461,885	
15. Reserve December 31, current year	136,618,028		131,596,401	3,632,420			1,389,207	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. Government bonds	(a) 107,700	321,930
1.1 Bonds exempt from U.S. tax	(a)	
1.2 Other bonds (unaffiliated)	(a) 7,172,467	7,321,387
1.3 Bonds of affiliates	(a) 19,804	19,527
2.1 Preferred stocks (unaffiliated)	(b)	
2.11 Preferred stocks of affiliates	(b)	
2.2 Common stocks (unaffiliated)		
2.21 Common stocks of affiliates		
3. Mortgage loans	(c) 210,058	214,314
4. Real estate	(d)	
5. Contract loans	5,058,609	5,113,330
6. Cash, cash equivalents and short-term investments	(e) 464,663	464,663
7. Derivative instruments	(f)	
8. Other invested assets		
9. Aggregate write-ins for investment income	(40)	(40)
10. Total gross investment income	13,033,261	13,455,111
11. Investment expenses		(g) 600,888
12. Investment taxes, licenses and fees, excluding federal income taxes		(g) 2,088
13. Interest expense		(h)
14. Depreciation on real estate and other invested assets		(i)
15. Aggregate write-ins for deductions from investment income		
16. Total deductions (Lines 11 through 15)		602,976
17. Net investment income (Line 10 minus Line 16)		12,852,135
DETAILS OF WRITE-INS		
0901. Miscellaneous loss	(40)	(40)
0902.		
0903.		
0998. Summary of remaining write-ins for Line 9 from overflow page		
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	(40)	(40)
1501.		
1502.		
1503.		
1598. Summary of remaining write-ins for Line 15 from overflow page		
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		

- (a) Includes \$ 901,504 accrual of discount less \$ 523,982 amortization of premium and less \$ 123,722 paid for accrued interest on purchases.
- (b) Includes \$ accrual of discount less \$ amortization of premium and less \$ paid for accrued dividends on purchases.
- (c) Includes \$ 1,132 accrual of discount less \$ 7,380 amortization of premium and less \$ paid for accrued interest on purchases.
- (d) Includes \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
- (e) Includes \$ 462,165 accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
- (f) Includes \$ accrual of discount less \$ amortization of premium.
- (g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
- (h) Includes \$ interest on surplus notes and \$ interest on capital notes.
- (i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1	2	3	4	5
	Realized Gain (Loss) On Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Columns 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds					
1.1 Bonds exempt from U.S. tax					
1.2 Other bonds (unaffiliated)	274,076		274,076		
1.3 Bonds of affiliates	411	(2,337)	(1,926)		
2.1 Preferred stocks (unaffiliated)					
2.11 Preferred stocks of affiliates					
2.2 Common stocks (unaffiliated)					
2.21 Common stocks of affiliates					
3. Mortgage loans					
4. Real estate					
5. Contract loans					
6. Cash, cash equivalents and short-term investments	155		155		
7. Derivative instruments					
8. Other invested assets					
9. Aggregate write-ins for capital gains (losses)	(9,842)		(9,842)		
10. Total capital gains (losses)	264,800	(2,337)	262,463		
DETAILS OF WRITE-INS					
0901. Miscellaneous	(9,842)		(9,842)		
0902.					
0903.					
0998. Summary of remaining write-ins for Line 9 from overflow page					
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	(9,842)		(9,842)		

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT - 1 PART 1 - PREMIUMS AND ANNUITY CONSIDERATIONS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

	1 Total	2 Industrial Life	Ordinary		5 Credit Life (Group and Individual)	Group		Accident and Health			11 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities		6 Life Insurance	7 Annuities	8 Group	9 Credit (Group and Individual)	10 Other	
FIRST YEAR (other than single)											
1. Uncollected											
2. Deferred and accrued											
3. Deferred, accrued and uncollected:											
3.1 Direct											
3.2 Reinsurance assumed											
3.3 Reinsurance ceded											
3.4 Net (Line 1 + Line 2)											
4. Advance											
5. Line 3.4 - Line 4											
6. Collected during year:											
6.1 Direct	105		105								
6.2 Reinsurance assumed											
6.3 Reinsurance ceded	952		952								
6.4 Net	(847)		(847)								
7. Line 5 + Line 6.4	(847)		(847)								
8. Prior year (uncollected + deferred and accrued - advance)											
9. First year premiums and considerations:											
9.1 Direct	105		105								
9.2 Reinsurance assumed											
9.3 Reinsurance ceded	952		952								
9.4 Net (Line 7 - Line 8)	(847)		(847)								
SINGLE											
10. Single premiums and considerations:											
10.1 Direct											
10.2 Reinsurance assumed											
10.3 Reinsurance ceded											
10.4 Net											
RENEWAL											
11. Uncollected	2,180		2,180								
12. Deferred and accrued	(11,728,827)		(1,886,811)			(9,842,016)					
13. Deferred, accrued and uncollected:											
13.1 Direct	(11,075,146)		97,111			(11,172,256)					
13.2 Reinsurance assumed											
13.3 Reinsurance ceded	651,501		1,981,741			(1,330,240)					
13.4 Net (Line 11 + Line 12)	(11,726,647)		(1,884,631)			(9,842,016)					
14. Advance	2,383		2,383								
15. Line 13.4 - Line 14	(11,729,030)		(1,887,014)			(9,842,016)					
16. Collected during year:											
16.1 Direct	40,177,634		40,131,022	15,900		30,711					
16.2 Reinsurance assumed											
16.3 Reinsurance ceded	17,954,308		17,774,398			179,910					
16.4 Net	22,223,325		22,356,624	15,900		(149,198)					
17. Line 15 + Line 16.4	10,494,295		20,469,610	15,900		(9,991,215)					
18. Prior year (uncollected + deferred and accrued - advance)	(13,975,262)		(1,863,809)			(12,111,452)					
19. Renewal premiums and considerations:											
19.1 Direct	42,881,771		40,121,894	15,900		2,743,977					
19.2 Reinsurance assumed											
19.3 Reinsurance ceded	18,412,214		17,788,475			623,740					
19.4 Net (Line 17 - Line 18)	24,469,557		22,333,419	15,900		2,120,238					
TOTAL											
20. Total premiums and annuity considerations:											
20.1 Direct	42,881,876		40,121,999	15,900		2,743,977					
20.2 Reinsurance assumed											
20.3 Reinsurance ceded	18,413,167		17,789,427			623,740					
20.4 Net (Lines 9.4 + 10.4 + 19.4)	24,468,709		22,332,572	15,900		2,120,238					

EXHIBIT - 1 PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (Direct Business Only)

	1 Total	2 Industrial Life	Ordinary		5 Credit Life (Group and Individual)	Group		Accident and Health			11 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities		6 Life Insurance	7 Annuities	8 Group	9 Credit (Group and Individual)	10 Other	
DIVIDENDS AND COUPONS APPLIED (included in Part 1)											
21. To pay renewal premiums											
22. All other											
REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED											
23. First year (other than single):											
23.1 Reinsurance ceded											
23.2 Reinsurance assumed											
23.3 Net ceded less assumed											
24. Single:											
24.1 Reinsurance ceded											
24.2 Reinsurance assumed											
24.3 Net ceded less assumed											
25. Renewal:											
25.1 Reinsurance ceded	5,631,952		588			5,631,364					
25.2 Reinsurance assumed											
25.3 Net ceded less assumed	5,631,952		588			5,631,364					
26. Totals:											
26.1 Reinsurance ceded (Page 6, Line 6)	5,631,952		588			5,631,364					
26.2 Reinsurance assumed (Page 6, Line 22)											
26.3 Net ceded less assumed	5,631,952		588			5,631,364					
COMMISSIONS INCURRED (direct business only)											
27. First year (other than single)	22,457		22,457								
28. Single											
29. Renewal	3,377,205		2,086,685	48,142		1,242,378					
30. Deposit-type contract funds											
31. Totals (to agree with Page 6, Line 21)	3,399,662		2,109,142	48,142		1,242,378					

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT 2 - GENERAL EXPENSES

	Insurance				5 Investment	6 Total
	1 Life	2 Accident and Health		4 All Other Lines of Business		
		2 Cost Containment	3 All Other			
1. Rent	276,826				2,806	279,632
2. Salaries and wages	3,307,663				33,525	3,341,188
3.11 Contributions for benefit plans for employees	546,927				5,543	552,471
3.12 Contributions for benefit plans for agents	311,954				3,162	315,116
3.21 Payments to employees under non-funded benefit plans						
3.22 Payments to agents under non-funded benefit plans						
3.31 Other employee welfare	37,940				385	38,325
3.32 Other agent welfare						
4.1 Legal fees and expenses	56,613				574	57,187
4.2 Medical examination fees	54,668				554	55,222
4.3 Inspection report fees	(292)				(3)	(295)
4.4 Fees of public accountants and consulting actuaries	10,972				111	11,084
4.5 Expense of investigation and settlement of policy claims	13,407				136	13,543
5.1 Traveling expenses	106,778				1,082	107,860
5.2 Advertising	191,171				1,938	193,109
5.3 Postage, express, telegraph and telephone	147,328				1,493	148,821
5.4 Printing and stationery	106,034				1,075	107,108
5.5 Cost or depreciation of furniture and equipment	108,233				1,097	109,330
5.6 Rental of equipment	105,398				1,068	106,466
5.7 Cost or depreciation of EDP equipment and software	(131,634)				(1,334)	(132,969)
6.1 Books and periodicals	13,025				132	13,157
6.2 Bureau and association fees	23,788				241	24,029
6.3 Insurance, except on real estate	31,549				320	31,869
6.4 Miscellaneous losses	25,083				254	25,337
6.5 Collection and bank service charges	24,916				253	25,168
6.6 Sundry general expenses	(12,215)				(124)	(12,339)
6.7 Group service and administration fees	726,938				7,368	734,306
6.8 Reimbursements by uninsured plans						
7.1 Agency expense allowance	1,046,861				10,610	1,057,472
7.2 Agents' balances charged off (less \$ recovered)						
7.3 Agency conferences other than local meetings	72,439				734	73,173
9.1 Real estate expenses						
9.2 Investment expenses not included elsewhere					527,435	527,435
9.3 Aggregate write-ins for expenses	866,216				453	866,670
10. General expenses incurred	8,068,586				600,888 (a)	8,669,474
11. General expenses unpaid December 31, prior year	3,056,592				165,616	3,222,208
12. General expenses unpaid December 31, current year	2,426,507				180,708	2,607,215
13. Amounts receivable relating to uninsured plans, prior year						
14. Amounts receivable relating to uninsured plans, current year						
15. General expenses paid during year (Lines 10+11-12-13+14)	8,698,670				585,797	9,284,467
DETAILS OF WRITE-INS						
09.301. Miscellaneous	44,715				453	45,168
09.302. Management services income	821,501					821,501
09.303.						
09.398. Summary of remaining write-ins for Line 9.3 from overflow page						
09.399. Totals (Lines 09.301 thru 09.303 plus 09.398) (Line 9.3 above)	866,216				453	866,670

(a) Includes management fees of \$ 7,847,973 to affiliates and \$ to non-affiliates.

EXHIBIT 3 - TAXES, LICENSES AND FEES (EXCLUDING FEDERAL INCOME TAXES)

	Insurance			4 Investment	5 Total
	1 Life	2 Accident and Health	3 All Other Lines of Business		
1. Real estate taxes					
2. State insurance department licenses and fees	96,463				96,463
3. State taxes on premiums	588,057				588,057
4. Other state taxes, including \$ for employee benefits	106,016				106,016
5. U.S. Social Security taxes	327,601			2,088	329,689
6. All other taxes					
7. Taxes, licenses and fees incurred	1,118,136			2,088	1,120,224
8. Taxes, licenses and fees unpaid December 31, prior year	294,331			462	294,793
9. Taxes, licenses and fees unpaid December 31, current year	233,822			437	234,258
10. Taxes, licenses and fees paid during year (Lines 7 + 8 - 9)	1,178,646			2,113	1,180,759

EXHIBIT 4 - DIVIDENDS OR REFUNDS

	1 Life	2 Accident and Health
	1. Applied to pay renewal premiums	
2. Applied to shorten the endowment or premium-paying period		
3. Applied to provide paid-up additions		
4. Applied to provide paid-up annuities		
5. Total Lines 1 through 4		
6. Paid in cash		
7. Left on deposit		
8. Aggregate write-ins for dividend or refund options		
9. Total Lines 5 through 8		
10. Amount due and unpaid		
11. Provision for dividends or refunds payable in the following calendar year		
12. Terminal dividends		
13. Provision for deferred dividend contracts		
14. Amount provisionally held for deferred dividend contracts (not included on Line 13)		
15. Total Lines 10 through 14		
16. Total from prior year		
17. Total dividends or refunds (Lines 9 + 15 - 16)		
DETAILS OF WRITE-INS		
0801.		
0802.		
0803.		
0898. Summary of remaining write-ins for Line 8 from overflow page		
0899. Totals (Lines 0801 thru 0803 plus 0898) (Line 8 above)		

NONE

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
0100001. 58 CET 4.00% NLP	613,598		613,598		
0100002. 58 CSO 4.00% MOD CRVM	46,463		46,463		
0100003. 58 CSO 4.50% CRVM	6,626		6,626		
0100004. 80 CSO 3.00%	1,420,000				1,420,000
0100005. 80 CSO 4.00%	4,546				4,546
0100006. 80 CSO 4.50% CRVM	82,251,233		82,251,233		
0100007. 80 CSO 5.50% CRVM	61,911,566		61,911,566		
0199997. Totals (Gross)	146,254,032		144,829,486		1,424,546
0199998. Reinsurance ceded	23,466,990		23,431,651		35,339
0199999. Life Insurance: Totals (Net)	122,787,042		121,397,835		1,389,207
0200001. 1994 MGDB Table 1Y/FIG	2,179,063	XXX	2,179,063	XXX	
0200002. a-2000 4.00%	23,976	XXX	23,976	XXX	
0200003. a-2000 4.25%	47,155	XXX	47,155	XXX	
0200004. a-2000 4.50%	4,233	XXX	4,233	XXX	
0200005. a-2000 5.00%	5,652	XXX	5,652	XXX	
0200006. a-2000 5.50%	105,808	XXX	105,808	XXX	
0200007. a-2012 4.00%	277,498	XXX	277,498	XXX	
0299997. Totals (Gross)	2,643,385	XXX	2,643,385	XXX	
0299998. Reinsurance ceded		XXX		XXX	
0299999. Annuities: Totals (Net)	2,643,385	XXX	2,643,385	XXX	
0399998. Reinsurance ceded					
0399999. SCWLC: Totals (Net)					
0400001. 59 ADB + 58 CSO 4.50%	1,664		1,664		
0400002. 59 ADB + 58 CSO 5.50%	369		369		
0499997. Totals (Gross)	2,033		2,033		
0499998. Reinsurance ceded					
0499999. Accidental Death Benefits: Totals (Net)	2,033		2,033		
0500001. 120% 52 INTERCO DISA 4.50%	45,579		45,579		
0500002. 120% 52 INTERCO DISA 5.50%	11,525		11,525		
0500003. 35-39 INTERCO + 58 CSO 3.50%	11,336		11,336		
0599997. Totals (Gross)	68,440		68,440		
0599998. Reinsurance ceded					
0599999. Disability-Active Lives: Totals (Net)	68,440		68,440		
0600001. 52 DISAB TABLE BEN 5 3.50%	19,483		19,483		
0600002. 52 DISAB TABLE BEN 5 4.00%	306,833		306,833		
0600003. 52 DISAB TABLE BEN 5 4.50%	5,225,641		5,225,641		
0600004. 52 DISAB TABLE BEN 5 5.50%	2,378,731		2,378,731		
0699997. Totals (Gross)	7,930,688		7,930,688		
0699998. Reinsurance ceded					
0699999. Disability-Disabled Lives: Totals (Net)	7,930,688		7,930,688		
0700001. AG43 Reserve	989,035		989,035		
0700002. Minimum Death Benefit	71,905		71,905		
0700003. Policy Loans	2,120,287		2,120,287		
0700004. Term Cost Reserve	5,213		5,213		
0799997. Totals (Gross)	3,186,440		3,186,440		
0799998. Reinsurance ceded					
0799999. Miscellaneous Reserves: Totals (Net)	3,186,440		3,186,440		
9999999. Totals (Net) - Page 3, Line 1	136,618,028		135,228,821		1,389,207

EXHIBIT 5 - INTERROGATORIES

- 1.1 Has the reporting entity ever issued both participating and non-participating contracts?..... Yes [] No [X]
- 1.2 If not, state which kind is issued.
 Non-Participating
- 2.1 Does the reporting entity at present issue both participating and non-participating contracts?..... Yes [] No [X]
- 2.2 If not, state which kind is issued.
 Non-Participating
- 3. Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements?..... Yes [X] No []
 If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions.
- 4. Has the reporting entity any assessment or stipulated premium contracts in force? Yes [] No [X]
 If so, state:
 4.1 Amount of insurance? \$
 4.2 Amount of reserve? \$
 4.3 Basis of reserve:
- 4.4 Basis of regular assessments:
- 4.5 Basis of special assessments:
- 4.6 Assessments collected during the year \$
- 5. If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.
- 6. Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis? Yes [] No [X]
 6.1 If so, state the amount of reserve on such contracts on the basis actually held: \$
 6.2 That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits: \$
 Attach statement of methods employed in their valuation.
- 7. Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year? Yes [] No [X]
 7.1 If yes, state the total dollar amount of assets covered by these contracts or agreements \$
 7.2 Specify the basis (fair value, amortized cost, etc.) for determining the amount:
- 7.3 State the amount of reserves established for this business: \$
 7.4 Identify where the reserves are reported in the blank:
- 8. Does the reporting entity have any Contingent Deferred Annuity contracts or agreements in effect as of December 31 of the current year? Yes [] No [X]
 8.1 If yes, state the total dollar amount of account value covered by these contracts or agreements: \$
 8.2 State the amount of reserves established for this business: \$
 8.3 Identify where the reserves are reported in the blank:
- 9. Does the reporting entity have any Guaranteed Lifetime Income Benefit contracts, agreements or riders in effect as of December 31 of the current year? Yes [] No [X]
 9.1 If yes, state the total dollar amount of any account value associated with these contracts, agreements or riders: \$
 9.2 State the amount of reserves established for this business: \$
 9.3 Identify where the reserves are reported in the blank:

EXHIBIT 5A - CHANGES IN BASES OF VALUATION DURING THE YEAR

1	Valuation Basis		4
Description of Valuation Class	2 Changed From	3 Changed To	Increase in Actuarial Reserve Due to Change
NONE			
9999999 - Total (Column 4, only)			

Exhibit 6 - Aggregate Reserves for Accident and Health Contracts

N O N E

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT 7 - DEPOSIT TYPE CONTRACTS

	1	2	3	4	5	6
	Total	Guaranteed Interest Contracts	Annuities Certain	Supplemental Contracts	Dividend Accumulations or Refunds	Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance	6,325,705		68,700	6,257,005		
2. Deposits received during the year	5,648,666			5,648,666		
3. Investment earnings credited to the account	180,906			180,906		
4. Other net change in reserves			(6,662)	6,662		
5. Fees and other charges assessed						
6. Surrender charges						
7. Net surrender or withdrawal payments	2,263,451			2,263,451		
8. Other net transfers to or (from) Separate Accounts						
9. Balance at the end of current year before reinsurance (Lines 1+2+3+4-5-6-7-8)	9,891,826		62,038	9,829,788		
10. Reinsurance balance at the beginning of the year						
11. Net change in reinsurance assumed						
12. Net change in reinsurance ceded						
13. Reinsurance balance at the end of the year (Lines 10+11-12)						
14. Net balance at the end of current year after reinsurance (Lines 9 + 13)	9,891,826		62,038	9,829,788		

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 1 - Liability End of Current Year

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health		
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other
1. Due and unpaid:											
1.1 Direct											
1.2 Reinsurance assumed											
1.3 Reinsurance ceded											
1.4 Net											
2. In course of settlement:											
2.1 Resisted											
2.11 Direct											
2.12 Reinsurance assumed											
2.13 Reinsurance ceded											
2.14 Net			(b)	(b)		(b)	(b)				
2.2 Other											
2.21 Direct	11,195,966		3,751,999				7,443,968				
2.22 Reinsurance assumed											
2.23 Reinsurance ceded	5,245,211		2,046,116				3,199,095				
2.24 Net	5,950,756		(b) 1,705,883	(b)		(b)	(b) 4,244,873	(b)	(b)	(b)	
3. Incurred but unreported:											
3.1 Direct	1,187,655		1,133,155				54,500				
3.2 Reinsurance assumed											
3.3 Reinsurance ceded	396,900		396,900								
3.4 Net	790,755		(b) 736,255	(b)		(b)	(b) 54,500	(b)	(b)	(b)	
4. TOTALS											
4.1 Direct	12,383,621		4,885,154				7,498,468				
4.2 Reinsurance assumed											
4.3 Reinsurance ceded	5,642,111		2,443,016				3,199,095				
4.4 Net	6,741,511	(a)	(a) 2,442,138				(a) 4,299,373				

(a) Including matured endowments (but not guaranteed annual pure endowments) unpaid amounting to \$ in Column 2, \$ in Column 3 and \$ in Column 7.

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance \$306,833
 Individual Annuities \$, Credit Life (Group and Individual) \$, and Group Life \$, are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health \$
 Credit (Group and Individual) Accident and Health \$, and Other Accident and Health \$ are included in Page 3, Line 2 (See Exhibit 6, Claim Reserve).

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 2 - Incurred During the Year

	1 Total	2 Industrial Life (a)	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health		
			3 Life Insurance (b)	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance (c)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other
1. Settlements During the Year:											
1.1 Direct	70,090,707		25,223,252	918,837			43,948,618				
1.2 Reinsurance assumed											
1.3 Reinsurance ceded	27,424,969		12,150,565				15,274,404				
1.4 Net	(d) 42,665,738		13,072,687	918,837			28,674,214				
2. Liability December 31, current year from Part 1:											
2.1 Direct	12,383,621		4,885,154				7,498,468				
2.2 Reinsurance assumed											
2.3 Reinsurance ceded	5,642,111		2,443,016				3,199,095				
2.4 Net	6,741,511		2,442,138				4,299,373				
3. Amounts recoverable from reinsurers December 31, current year	5,325,462		734,466				4,590,996				
4. Liability December 31, prior year:											
4.1 Direct	8,289,486		5,206,148				3,083,338				
4.2 Reinsurance assumed											
4.3 Reinsurance ceded	4,900,935		2,561,890				2,339,045				
4.4 Net	3,388,551		2,644,258				744,293				
5. Amounts recoverable from reinsurers December 31, prior year	7,224,626		213,578				7,011,048				
6. Incurred Benefits											
6.1 Direct	74,184,842		24,902,258	918,837			48,363,747				
6.2 Reinsurance assumed											
6.3 Reinsurance ceded	26,266,980		12,552,579				13,714,401				
6.4 Net	47,917,862		12,349,679	918,837			34,649,346				

(a) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ in Line 1.1, \$ in Line 1.4.
 \$ in Line 6.1, and \$ in Line 6.4.

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ in Line 1.1, \$ in Line 1.4.
 \$ in Line 6.1, and \$ in Line 6.4.

(c) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$ in Line 1.1, \$ in Line 1.4.
 \$ in Line 6.1, and \$ in Line 6.4.

(d) Includes \$469,405 premiums waived under total and permanent disability benefits.

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT OF NON-ADMITTED ASSETS

	1	2	3
	Current Year Total Nonadmitted Assets	Prior Year Total Nonadmitted Assets	Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			
2. Stocks (Schedule D):			
2.1 Preferred stocks			
2.2 Common stocks			
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			
3.2 Other than first liens.....			
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			
4.2 Properties held for the production of income.....			
4.3 Properties held for sale			
5. Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA)			
6. Contract loans			
7. Derivatives (Schedule DB)			
8. Other invested assets (Schedule BA)			
9. Receivables for securities			
10. Securities lending reinvested collateral assets (Schedule DL)			
11. Aggregate write-ins for invested assets			
12. Subtotals, cash and invested assets (Lines 1 to 11)			
13. Title plants (for Title insurers only)			
14. Investment income due and accrued			
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection			
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
15.3 Accrued retrospective premiums and contracts subject to redetermination			
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers			
16.2 Funds held by or deposited with reinsured companies			
16.3 Other amounts receivable under reinsurance contracts			
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	3,847,610	4,449,066	601,456
19. Guaranty funds receivable or on deposit			
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			
23. Receivables from parent, subsidiaries and affiliates			
24. Health care and other amounts receivable			
25. Aggregate write-ins for other than invested assets			
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	3,847,610	4,449,066	601,456
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
28. Total (Lines 26 and 27)	3,847,610	4,449,066	601,456
DETAILS OF WRITE-INS			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page			
1199. Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)			
2501.			
2502.			
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)			

NOTES TO FINANCIAL STATEMENTS

TABLE OF CONTENTS

Note 1 – Summary of Significant Accounting Policies and Going Concern
Note 2 – Accounting Changes and Corrections of Errors
Note 3 – Business Combinations and Goodwill
Note 4 – Discontinued Operations
Note 5 – Investments
Note 6 – Joint Ventures, Partnerships and Limited Liability Companies
Note 7 – Investment Income
Note 8 – Derivative Instruments
Note 9 – Income Taxes
Note 10 – Information Concerning Parent, Subsidiaries and Affiliates
Note 11 – Debt
Note 12 – Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans
Note 13 – Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations
Note 14 – Liabilities, Contingencies and Assessments
Note 15 – Leases
Note 16 – Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk
Note 17 – Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
Note 18 – Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans
Note 19 – Direct Premium Written/Produced By Managing General Agents/Third Party Administrators
Note 20 – Fair Value Measurements
Note 21 – Other Items
Note 22 – Events Subsequent
Note 23 – Reinsurance
Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination
Note 25 – Change in Incurred Losses and Loss Adjustment Expenses
Note 26 – Intercompany Pooling Arrangements
Note 27 – Structured Settlements
Note 28 – Health Care Receivables
Note 29 – Participating Policies
Note 30 – Premium Deficiency Reserves
Note 31 – Reserves for Life Contracts and Annuity Contracts
Note 32 – Analysis of Annuity Actuarial Reserves and Deposit Type Liabilities by Withdrawal Characteristics
Note 33 – Premium and Annuity Considerations Deferred and Uncollected
Note 34 – Separate Accounts
Note 35 – Loss/Claim Adjustment Expenses

NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies and Going Concern

a. Accounting practices:

The accompanying financial statements of MML Bay State Life Insurance Company (the Company) have been prepared in conformity with the Statutory Accounting Practices (SAP) of the National Association of Insurance Commissioners (NAIC) and the accounting practices prescribed or permitted by the State of Connecticut Insurance Department (the Department).

A reconciliation of the Company's net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Connecticut is shown below:

	State of Domicile	2015	2014
NET INCOME			
(1) State basis (Page 4, Line 35, Columns 1 & 3)	CT	\$ 20,657,513	\$ 15,801,664
(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	<u>\$ 20,657,513</u>	<u>\$ 15,801,664</u>
SURPLUS			
(5) State basis (Page 3, Line 38, Columns 1 & 2)	CT	\$ 231,301,005	\$ 211,693,698
(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	<u>\$ 231,301,005</u>	<u>\$ 211,693,698</u>

b. Use of estimates in the preparation of the financial statements:

The preparation of financial statements requires management to make estimates and assumptions that impact the reported amounts of assets and liabilities, the disclosure of assets and liabilities as of the date of the statutory financial statements and the reported amounts of revenues and expenses during the reporting periods. The most significant estimates include those used in determining the carrying values of investments including the amount of mortgage loan investment valuation reserves, other-than-temporary impairment(s) (OTTI), the liabilities for policyholders' reserves, the determination of admissible deferred tax assets (DTAs), the liability for taxes and litigation contingencies. Future events including, but not limited to, changes in the level of mortality, morbidity, interest rates, persistency, asset valuations and defaults could cause results to differ from the estimates used in the statutory financial statements. Although some variability is inherent in these estimates, management believes the amounts presented are appropriate.

c. Accounting policy:

Life insurance premium revenue is generally recognized annually on the anniversary date of the policy. However, premium for flexible products, primarily universal life and variable universal life contracts, is recognized as revenue when received. Annuity premium is recognized as revenue when received. Expenses incurred in connection with acquiring new insurance business, including certain acquisition costs, such as commissions, are charged to current operations as incurred. Policy loans are carried at the outstanding loan balance less amounts unsecured by the cash surrender value of the policy. Unsecured amounts can occur when subsequent charges are incurred on the underlying policy without the receipt of additional premium. Where applicable, the values of invested assets have been adjusted for impairments considered OTTI.

In addition, the Company uses the following accounting policies:

- (1) Short-term investments, which are carried at amortized cost, consist of all highly liquid investments purchased with maturities of greater than three months and less than or equal to 12 months. Investments in short-term bonds are classified as short-term investments.
- (2) Bonds are generally valued at amortized cost using the constant yield interest method with the exception of NAIC Category 6 bonds, which are in or near default, and certain residential mortgage-backed securities (RMBS) and commercial mortgage-backed securities (CMBS), which are rated by outside modelers, which are carried at the lower of amortized cost or fair value. NAIC ratings are applied to bonds and other securities. Categories 1 and 2 are considered investment grade, while Categories 3 through 6 are considered below investment grade. Bond transactions are recorded on a trade date basis, except for private placement bonds, which are recorded on the funding date.

The fair value of bonds is based on quoted market prices when available. If quoted market prices are not available, values provided by other third-party organizations are used. If values provided by other third-party organizations are unavailable, fair value is estimated using internal models by discounting expected future cash flows using observable current market rates applicable to yield, credit quality and maturity of the investment or using quoted market values for comparable investments. Internal inputs used in the determination of fair value include estimated prepayment speeds, default rates, discount rates and collateral values, among others. Structure characteristics and cash flow priority are also considered. Fair values resulting from internal models are those expected to be received in an orderly transaction between willing market participants at the financial statement date.

Refer to Note 1c. "Accounting policy" (14) for information on the Company's policy for determining OTTI.

- (3) As of December 31, 2015 and 2014, the Company did not hold any common stocks.
- (4) As of December 31, 2015 and 2014, the Company did not hold any preferred stocks.
- (5) Mortgage loans are valued at the unpaid principal balance of the loan, net of unamortized premium, discount, mortgage origination fees and valuation allowances. Mortgage loans comprised primarily seasoned pools of homogeneous residential mortgage loans substantially backed by Federal Housing Administration (FHA) and Veterans Administration (VA) guarantees.
- (6) For fixed income securities that do not have a fixed schedule of payments, such as asset-backed securities (ABS), mortgage-backed securities (MBS), including RMBS and CMBS, and structured securities, including collateralized debt obligations (CDOs), amortization or accretion is revalued quarterly based on the current estimated cash flows, using either the prospective or retrospective adjustment methodologies for each type of security.

Certain fixed income securities, with the highest ratings from a rating agency follow the retrospective method of accounting. Under the retrospective method, the recalculated effective yield equates the present value of the actual and anticipated cash flows, including new prepayment assumptions, to the original cost of the investment. Prepayment assumptions are based on borrower constraints and economic incentives such as the original term, age and coupon of the loan as affected by the interest rate environment. The current carrying value is then increased or decreased to the amount that would have resulted had the revised yield been applied since inception, and investment income is correspondingly decreased or increased.

NOTES TO FINANCIAL STATEMENTS

All other fixed income securities, such as floating rate bonds and interest only securities, including those that have been impaired, follow the prospective method of accounting. Under the prospective method, the recalculated future effective yield equates the carrying value of the investment to the present value of the anticipated future cash flows.

Refer to Note 1c. "Accounting policy" (14) for information on the Company's policy for determining OTTI.

- (7) The Company did not own any subsidiaries and did not hold any investments in controlled or affiliated companies.
- (8) The Company did not have any investments in joint ventures, partnerships or limited liability companies (LLCs).
- (9) The Company did not have any derivative financial instruments.
- (10) The Company does not utilize anticipated investment income as a factor in the premium deficiency calculation in accordance with Statutory Accounting Principles (SSAP) No. 54 "Individual and Group Accident and Health Contracts."
- (11) The Company does not have disability or long-term care contracts therefore it does not have any unpaid claim or claim expense reserves related to these products.
- (12) Beginning January 1, 2014, the Company changed its capitalization threshold policy on fixed assets from \$2,000 to \$5,000. This change was made in conjunction with changes in tax regulation.
- (13) The Company did not issue any business that would give rise to pharmaceutical rebates or risk sharing receivables.
- (14) The book values of investments are written down when declines in values are considered to be other than temporary.

Bonds - general

The Company employs a systematic methodology to evaluate OTTI by conducting a quarterly analysis of bonds. The impairment review process provides a framework for deriving OTTI in a manner consistent with market participant assumptions. The Company considers the following factors, where applicable depending on the type of securities, in the evaluation of whether a decline in value is other than temporary: (a) the likelihood that the Company will be able to collect all amounts due according to the contractual terms of the debt security; (b) the present value of the expected future cash flows of the security; (c) the characteristics, quality and value of the underlying collateral or issuer securing the position; (d) collateral structure; (e) the length of time and extent to which the fair value has been below amortized cost; (f) the financial condition and near-term prospects of the issuer; (g) adverse conditions related to the security or industry; (h) the rating of the security; (i) the Company's ability and intent to hold the investment for a period of time sufficient to allow for an anticipated recovery to amortized cost; and (j) other qualitative and quantitative factors in determining the existence of OTTI including, but not limited to, unrealized loss trend analysis and significant short-term changes in value.

For corporate securities, if it is determined that a decline in the fair value of a bond is other than temporary, OTTI is recognized in earnings as a realized loss equal to the difference between the investment's amortized cost basis and, generally, its fair value at the balance sheet date. For loan-backed and structured securities, if the present value of cash flows expected to be collected is less than the amortized cost basis of the security, an OTTI is recognized in earnings as a realized loss equal to the difference between the investment's amortized cost basis and the present value of cash flows expected to be collected. The expected cash flows are discounted at the security's effective interest rate. Internal inputs used in determining the amount of the OTTI on structured securities include collateral performance, prepayment speeds, default rates, and loss severity based on borrower and loan characteristics, as well as deal structure including subordination, over-collateralization and cash flow priority. In addition, if the Company has the intent to sell, or the inability, or lack of intent to retain the investment for a period sufficient to recover the amortized cost basis, an OTTI is recognized in earnings as a realized loss equal to the entire difference between the investment's amortized cost basis and its fair value at the balance sheet date.

When a bond is other-than-temporarily impaired, a new cost basis is established. For loan-backed and structured securities, any difference between the new amortized cost basis and any increased present value of future cash flows expected to be collected is accreted into net investment income over the expected life of the bond.

Bonds – structured and loan-backed securities

ABS and MBS are evaluated for OTTI on a quarterly basis using scenarios customized by collateral type. Cash flow estimates are based on various assumptions and inputs obtained from external industry sources along with internal analysis and actual experience. Assumptions are based on the specifics of each security including collateral type, loan type, vintage and subordination level in the structure. Where applicable, assumptions include prepayment speeds, default rates and loss severity, weighted average maturity and changes in the collateral values.

The Company has a review process for determining if CDOs are at risk for OTTI. For the senior, mezzanine and junior debt tranches, cash flows are modeled using five scenarios based on the current ratings and values of the underlying corporate credit risks and incorporating prepayment and default assumptions that vary according to collateral attributes of each deal. The prepayment and default assumptions are varied within each model based upon rating (base case), historical expectations (default), rating change improvement (optimistic), rating change downgrade (pessimistic) and fair value (market). The default rates produced by these five scenarios are assigned an expectation weight according to current market and economic conditions and fed into a sixth scenario. OTTI is recorded if this sixth scenario results in the loss of any principal or interest payments due.

For the most subordinated junior CDO tranches, the present value of the projected cash flows in the sixth scenario is measured using an effective yield. If the current book value of the security is greater than the present value measured using an effective yield, an OTTI is taken in an amount sufficient to produce its effective yield. Certain CDOs cannot be modeled using all six scenarios because of limitations on the data needed for all scenarios. The cash flows for these CDOs, including foreign denominated CDOs, are projected using a customized scenario management believes is reasonable for the applicable collateral pool.

- d. Going concern:
There is not substantial doubt regarding the Company's ability to continue as a going concern.

Note 2 – Accounting Changes and Corrections of Errors

- a. For the years ended December 31, 2015 and 2014, the Company did not record any corrections of prior year errors.

NOTES TO FINANCIAL STATEMENTS

Certain prior year amounts within these financial statements have been reclassified to conform to the current year presentation.

b. Adoption of new accounting standards:

In December 2014, the NAIC issued Statement of Statutory Accounting Principles (SSAP) No. 40 Revised, "Real Estate Investments" (SSAP No. 40R), which was effective January 1, 2015, and requires that single real estate property investments that are directly and wholly-owned through a LLC be accounted for, and reported as, directly owned real estate provided that certain criteria are met. For investments meeting the criteria that were previously reported within SSAP No. 48, "Joint Ventures, Partnerships and Limited Liability Companies" (SSAP No. 48), and owned as of the effective date, this guidance required that the Company recognize a cumulative effect of a change in accounting principle as if the entity had followed the revisions of SSAP No. 40R since acquisition of the property. The adoption of this guidance did not have a significant impact on the Company's valuation of its assets.

Note 3 – Business Combinations and Goodwill

- a. The Company did not have any business combinations accounted for using the statutory purchase method.
- b. There were no business combinations taking the form of a statutory merger.
- c. The Company did not enter into any assumption reinsurance agreements.
- d. The Company did not recognize an impairment loss on the transactions described above.

Note 4 – Discontinued Operations

The Company did not have any discontinued operations.

Note 5 – Investments

a. Mortgage loans:

- (1) During 2015, both the maximum and minimum lending rates for new residential mortgage loans were 3.9%.

During 2014, the Company did not purchase residential mortgage loans.

- (2) During 2015 and 2014, the Company did not own any commercial mortgage loans or mezzanine real estate loans.

- (3) As of December 31, 2015 and 2014, the Company did not have any taxes, assessments and amounts advanced and not included in the mortgage loan total.

- (4) Age analysis of mortgage loans:

	Residential			Commercial		Mezzanine	Total
	Farm	Insured	All Other	Insured	All Other		
a. 2015							
1. Recorded investment (all)							
(a) Current	\$ - \$	5,655,082 \$	192,376 \$	- \$	- \$	- \$	5,847,458
(b) 30-59 days past due	-	-	-	-	-	-	-
(c) 60-89 days past due	-	-	-	-	-	-	-
(d) 90-179 days past due	-	-	-	-	-	-	-
(e) 180+ days past due	-	-	-	-	-	-	-
2. Accruing interest 90-179 days past due							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Interest accrued	-	-	-	-	-	-	-
3. Accruing interest 180+ days past due							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Interest accrued	-	-	-	-	-	-	-
4. Interest reduced							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Number of loans	-	-	-	-	-	-	-
(c) Percent reduced	-	-	-	-	-	-	-
b. 2014							
1. Recorded investment (all)							
(a) Current	\$ - \$	3,957,618 \$	212,663 \$	- \$	- \$	- \$	4,170,281
(b) 30-59 days past due	-	-	-	-	-	-	-
(c) 60-89 days past due	-	-	-	-	-	-	-
(d) 90-179 days past due	-	-	-	-	-	-	-
(e) 180+ days past due	-	-	-	-	-	-	-
2. Accruing interest 90-179 days past due							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Interest accrued	-	-	-	-	-	-	-
3. Accruing interest 180+ days past due							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Interest accrued	-	-	-	-	-	-	-
4. Interest reduced							
(a) Recorded investment	\$ - \$	- \$	- \$	- \$	- \$	- \$	-
(b) Number of loans	-	-	-	-	-	-	-
(c) Percent reduced	-	-	-	-	-	-	-

- (5) As of December 31, 2015 and 2014, the Company did not have any impaired mortgage loans with or without allowance for credit losses.

NOTES TO FINANCIAL STATEMENTS

- (6) As of December 31, 2015 and 2014, the Company did not have any impaired mortgage loans.
- (7) As of and for the years ended December 31, 2015 and 2014, the Company did not have any mortgage loans with allowance for credit losses nor any changes in the allowance for credit losses.
- (8) As of December 31, 2015, the Company did not have any mortgage loans derecognized as a result of foreclosure.
- (9) Interest income earned on impaired loans is accrued on the outstanding principal balance of the loan based on the loan's contractual coupon rate. Interest is not accrued for (i) impaired loans more than 60 days past due, (ii) delinquent loans more than 90 days past due, or (iii) loans that have interest that is not expected to be collected. The Company continually monitors mortgage loans where the accrual of interest has been discontinued, and will resume the accrual of interest on a mortgage loan when the facts and circumstances of the borrower and property indicate that the payments will continue to be received according to the terms of the original or modified mortgage loan agreement.
- b. Debt restructuring:
As of December 31, 2015 and 2014, the Company did not have any restructured debt.
- c. Reverse mortgages:
As of December 31, 2015 and 2014, the Company did not have any reverse mortgages.
- d. Loan-backed and structured securities:
- (1) Prepayment assumptions for loan-backed and structured securities are based on various assumptions and inputs obtained from external industry sources along with internal analysis and actual experience.
 - (2) The following contains loan-backed and structured securities that recognized OTTI classified on the following bases for recognizing OTTI:

(1) Amortized Cost Basis Before OTTI	(2) OTTI Recognized in Loss		(3) Fair Value 1-(2a+2b)
	(2a) Interest	(2b) Non-interest	

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		-		-		-
c. Total first quarter	<u>\$</u>	<u>-</u>	<u>\$</u>	<u>-</u>	<u>\$</u>	<u>-</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		-		-		-
f. Total second quarter	<u>\$</u>	<u>-</u>	<u>\$</u>	<u>-</u>	<u>\$</u>	<u>-</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		79,533		-		2,337
i. Total third quarter	<u>\$</u>	<u>79,533</u>	<u>\$</u>	<u>-</u>	<u>\$</u>	<u>2,337</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>	<u>\$</u>	<u>-</u>

m. Annual Aggregate Total

<u>\$</u>	<u>-</u>	<u>\$</u>	<u>2,337</u>
-----------	----------	-----------	--------------

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

- (3) The following is 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.

CUSIP	Amortized Cost before OTTI	Projected Cash Flow	Recognized OTTI	Amortized Cost after OTTI	Fair Value at Time of OTTI	Date of Financial Instrument Where Reported
79549ASM2	\$ 79,533.44	\$ 77,196.59	\$ (2,336.85)	77,196.59	\$ 76,960.70	September 30, 2015

NOTES TO FINANCIAL STATEMENTS

(4) As of December 31, 2015, 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:

a. The aggregate amount of unrealized losses:

1. Less than 12 months	\$	(984,885)
2. 12 months or longer	\$	(90,889)

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 months	\$	31,646,159
2. 12 months or longer	\$	2,056,735

(5) No additional information.

e. Repurchase agreements:

(1) The Company did not have any repurchase agreements for the years ended December 31, 2015 or 2014.

f. Real estate:

(1) The Company did not have any investments in real estate for the years ended December 31, 2015 and 2014.

g. Low income housing tax credit properties:

(1) The Company did not have any these properties for the years ended December 31, 2015 or 2014.

NOTES TO FINANCIAL STATEMENTS

h. Restricted assets:

(1) Restricted assets (including pledged):

Restricted Asset Category	Gross Restricted					6	7	8	Percentage	
	Current Year								9	10
	1	2	3	4	5					
Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total from Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Admitted Restricted to Total Admitted Assets	
a. Subject to contractual obligation for which liability is not shown	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	-	-
b. Collateral held under security lending agreements	-	-	-	-	-	-	-	-	-	-
c. Subject to repurchase agreements	-	-	-	-	-	-	-	-	-	-
d. Subject to reverse repurchase agreements	-	-	-	-	-	-	-	-	-	-
e. Subject to dollar repurchase agreements	-	-	-	-	-	-	-	-	-	-
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-	-	-	-	-
g. Placed under option contracts	-	-	-	-	-	-	-	-	-	-
h. Letter stock or securities restricted as to sale - excluding FHLB capital stock	-	-	-	-	-	-	-	-	-	-
i. FHLB capital stock	-	-	-	-	-	-	-	-	-	-
j. On deposit with states	4,234,661	-	-	-	4,234,661	4,233,926	735	4,234,661	0.090%	0.090%
k. On deposit with other regulatory bodies	-	-	-	-	-	-	-	-	-	-
l. Pledged collateral to FHLB (including assets backing funding agreements)	-	-	-	-	-	-	-	-	-	-
m. Pledged as collateral not captured in other categories	-	-	-	-	-	-	-	-	-	-
n. Other restricted assets	-	-	-	-	-	-	-	-	-	-
o. Total restricted assets	\$ 4,234,661	\$ -	\$ -	\$ -	\$ 4,234,661	\$ 4,233,926	\$ 735	\$ 4,234,661	0.090%	0.090%

(a) Subset of column 1
 (b) Subset of column 3

(2) Detail of assets pledged as collateral not captured in other categories (Contracts that share similar characteristics, such as reinsurance and derivatives, are reported in the aggregate).

The Company did not hold any assets pledged as collateral not captured in other categories.

(3) Detail of other restricted assets (Contracts that share similar characteristics, such as reinsurance and derivatives, are reported in the aggregate).

The Company did not hold any other restricted assets.

i. Working capital finance investments – The Company did not invest in working capital finance investments.

j. Offsetting and netting of assets and liabilities - The Company does not currently hold derivatives, repurchase agreements, reverse repurchase agreements or securities lending assets and liabilities.

NOTES TO FINANCIAL STATEMENTS

k. Structured notes – The Company did not have any investments in structured notes.

Note 6 – Joint Ventures, Partnerships and Limited Liability Companies

- a. The Company did not have any individual investment in joint ventures, partnerships or LLCs exceeding 10% of admitted assets for the years ended December 31, 2015 and 2014.
- b. The Company did not have any investment in joint ventures, partnerships and LLCs, therefore, no impairment write-downs were recognized for the years ended December 31, 2015 or 2014.

Note 7 – Investment Income

- a. Accrued investment income consists primarily of interest and dividends. Interest is recognized on an accrual basis and dividends are recorded as earned on the ex-dividend date.
- b. For the years ended December 31, 2015 and 2014, there were no due and accrued investment income excluded from surplus.

Note 8 – Derivative Instruments

The company did not have any derivative instruments for the years ended December 31, 2015 or 2014.

Note 9 – Income Taxes

- A. The Company provides for deferred income taxes based on an admissibility limitation of 15% of surplus and a three year reversal/realization period.
1. The net deferred tax assets (DTA) or net deferred tax liability (DTL) recognized in the Company's assets, liabilities and surplus is as follows:

	December 31, 2015		
	Ordinary	Capital	Total
(a) Gross DTAs	\$ 8,393,456	\$ 58,037	\$ 8,451,493
(b) Statutory valuation allowance adjustment	-	-	-
(c) Adjusted gross DTAs	8,393,456	58,037	8,451,493
(d) DTAs nonadmitted	3,847,610	-	3,847,610
(e) Subtotal net admitted DTA	4,545,846	58,037	4,603,883
(f) Total gross DTLs	441,533	415,409	856,942
(g) Net admitted DTA(L)	\$ 4,104,313	\$ (357,372)	\$ 3,746,941
	December 31, 2014		
	Ordinary	Capital	Total
(a) Gross DTAs	\$ 9,070,205	\$ 753,896	\$ 9,824,101
(b) Statutory valuation allowance adjustment	-	-	-
(c) Adjusted gross DTAs	9,070,205	753,896	9,824,101
(d) DTAs nonadmitted	4,179,834	269,232	4,449,066
(e) Subtotal net admitted DTA	4,890,371	484,664	5,375,035
(f) Total gross DTLs	443,819	476,663	920,482
(g) Net admitted DTA(L)	\$ 4,446,552	\$ 8,001	\$ 4,454,553
	Change		
	Ordinary	Capital	Total
(a) Gross DTAs	\$ (676,749)	\$ (695,859)	\$ (1,372,608)
(b) Statutory valuation allowance adjustment	-	-	-
(c) Adjusted gross DTAs	(676,749)	(695,859)	(1,372,608)
(d) DTAs nonadmitted	(332,224)	(269,232)	(601,456)
(e) Subtotal net admitted DTA	(344,525)	(426,627)	(771,152)
(f) Total gross DTLs	(2,286)	(61,254)	(63,540)
(g) Net admitted DTA(L)	\$ (342,239)	\$ (365,373)	\$ (707,612)

NOTES TO FINANCIAL STATEMENTS

2. The amount of adjusted gross DTA admitted under each component and the resulting change by tax character are as follows:

	December 31, 2015		
	Ordinary	Capital	Total
(a) Federal income taxes paid in prior years recoverable through loss carrybacks	\$ 3,737,285	\$ 9,657	\$ 3,746,942
(b) Adjusted gross DTAs expected to be realized (excluding the amount of DTAs from 2(a) above) after application of the threshold limitation (the lesser of 2(b)1 and 2(b)2 below)	-	-	-
1. Adjusted gross DTAs expected to be realized following the balance sheet date	-	-	-
2. Adjusted gross DTAs allowed per limitation threshold	33,137,324	-	33,137,324
(c) Adjusted gross DTAs (excluding the amount of DTAs from 2(a) and 2(b) above) offset by gross DTLs	808,561	48,380	856,941
(d) DTAs admitted as the result of application of SSAP no. 101			
Total (2(a) + 2(b) + 2(c))	\$ 4,545,846	\$ 58,037	\$ 4,603,883
	December 31, 2014		
	Ordinary	Capital	Total
(a) Federal income taxes paid in prior years recoverable through loss carrybacks	\$ 4,446,552	\$ 8,001	\$ 4,454,553
(b) Adjusted gross DTAs expected to be realized (excluding the amount of DTAs from 2(a) above) after application of the threshold limitation (the lesser of 2(b)1 and 2(b)2 below)	-	-	-
1. Adjusted gross DTAs expected to be realized following the balance sheet date	-	-	-
2. Adjusted gross DTAs allowed per limitation threshold	30,038,579	-	30,038,579
(c) Adjusted gross DTAs (excluding the amount of DTAs from 2(a) and 2(b) above) offset by gross DTLs	443,819	476,663	920,482
(d) DTAs admitted as the result of application of SSAP no. 101			
Total (2(a) + 2(b) + 2(c))	\$ 4,890,371	\$ 484,664	\$ 5,375,035
	Change		
	Ordinary	Capital	Total
(a) Federal income taxes paid in prior years recoverable through loss carrybacks	\$ (709,267)	\$ 1,656	\$ (707,611)
(b) Adjusted gross DTAs expected to be realized (excluding the amount of DTAs from 2(a) above) after application of the threshold limitation (the lesser of 2(b)1 and 2(b)2 below)	-	-	-
1. Adjusted gross DTAs expected to be realized following the balance sheet date	-	-	-
2. Adjusted gross DTAs allowed per limitation threshold	3,098,745	-	3,098,745
(c) Adjusted gross DTAs (excluding the amount of DTAs from 2(a) and 2(b) above) offset by gross DTLs	364,742	(428,283)	(63,541)
(d) DTAs admitted as the result of application of SSAP no. 101			
Total (2(a) + 2(b) + 2(c))	\$ (344,525)	\$ (426,627)	\$ (771,152)

NOTES TO FINANCIAL STATEMENTS

3. The Company's total realization threshold limitations are as follows:

	Years Ended December 31,	
	2015	2014
(a) Ratio percentage used to determine recovery period and threshold limitation amount	8,785%	8,062%
(b) Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in 2(b)2 above.	\$ 220,915,494	\$ 200,257,191

4. The ultimate realization of DTAs depends on the generation of future taxable income during the periods in which the temporary differences are deductible. Management considers the scheduled reversal of DTLs (including the impact of available carryback and carryforward periods), projected taxable income and tax-planning strategies in making this assessment. The impact of tax-planning strategies is as follows:

	December 31, 2015	
	Ordinary	Capital
(a) Determination of adjusted gross DTAs and net admitted DTAs, by tax character as a percentage.		
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 8,393,456	\$ 58,037
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	-%	-%
3. Net admitted DTAs amount from Note 9A1(g)	\$ 4,104,313	\$ (357,372)
4. Percentage of net admitted DTAs by tax character attributable to the impact of tax planning strategies	-	-%

	December 31, 2014	
	Ordinary	Capital
(a) Determination of adjusted gross DTAs and net admitted DTAs, by tax character as a percentage.		
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ 9,070,205	\$ 753,896
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	-%	-%
3. Net admitted DTAs amount from Note 9A1(g)	\$ 4,446,552	\$ 8,001
4. Percentage of net admitted DTAs by tax character attributable to the impact of tax planning strategies	-%	-

	Change	
	Ordinary	Capital
(a) Determination of adjusted gross DTAs and net admitted DTAs, by tax character as a percentage.		
1. Adjusted Gross DTAs amount from Note 9A1(c)	\$ (676,749)	\$ (695,859)
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	-%	-%
3. Net admitted DTAs amount from Note 9A1(g)	\$ (342,239)	\$ (365,373)
4. Percentage of net admitted DTAs by tax character attributable to the impact of tax planning strategies	-	-%
(b) Does the Company's tax planning strategies include the use of reinsurance?	Yes <u> </u>	No <u> X </u>

- B. The Company does not have any deferred tax liabilities not recognized.

NOTES TO FINANCIAL STATEMENTS

C. The provision for current tax expense on earnings is as follows:

	Years Ended December 31,		
	2015	2014	Change
1.			
(a) Federal	\$ 6,658,379	\$ 9,577,811	\$ (2,919,432)
(b) Foreign	-	-	-
(c) Subtotal	6,658,379	9,577,811	(2,919,432)
(d) Federal income tax on net capital gains	102,412	296,576	(194,164)
(e) Utilization of capital loss carry-forwards	-	-	-
(f) Other	-	-	-
(g) Federal and foreign income taxes incurred	<u>\$ 6,760,791</u>	<u>\$ 9,874,387</u>	<u>\$ (3,113,596)</u>

NOTES TO FINANCIAL STATEMENTS

The tax effects of temporary differences that give rise to significant portions of the DTAs and DTLs are as follows:

	2015	December 31, 2014	Change
2. Deferred Tax Assets:			
(a) Ordinary			
(1) Discounting of unpaid losses	\$ -	\$ -	\$ -
(2) Unearned premium reserve	-	-	-
(3) Policyholder reserves	1,442,988	1,595,216	(152,228)
(4) Investments	-	-	-
(5) Deferred acquisition costs	6,471,395	6,991,120	(519,725)
(6) Policyholder dividends accrual	-	-	-
(7) Fixed assets	-	-	-
(8) Compensation and benefits accrual	-	-	-
(9) Pension accrual	-	-	-
(10) Receivables - nonadmitted	-	-	-
(11) Net operating loss carry-forward	-	-	-
(12) Tax credit carry-forward	-	-	-
(13) Other	479,073	483,869	(4,796)
(14) Subtotal	<u>8,393,456</u>	<u>9,070,205</u>	<u>(676,749)</u>
(b) Statutory valuation allowance adjustment	-	-	-
(c) Nonadmitted	<u>3,847,610</u>	<u>4,179,834</u>	<u>(332,224)</u>
(d) Admitted ordinary DTAs (2a14 - 2b - 2c)	<u>4,545,846</u>	<u>4,890,371</u>	<u>(344,525)</u>
(e) Capital			
(1) Investments	58,037	753,896	(695,859)
(2) Net capital loss carry-forward	-	-	-
(3) Real estate	-	-	-
(4) Other	-	-	-
(5) Subtotal	<u>58,037</u>	<u>753,896</u>	<u>(695,859)</u>
(f) Statutory valuation allowance adjustment	-	-	-
(g) Nonadmitted	<u>-</u>	<u>269,232</u>	<u>(269,232)</u>
(h) Admitted capital DTAs (2e5 - 2f - 2g)	<u>58,037</u>	<u>484,664</u>	<u>(426,627)</u>
(i) Admitted DTAs (2d + 2h)	<u>4,603,883</u>	<u>5,375,035</u>	<u>(771,152)</u>
3. Deferred Tax Liabilities:			
(a) Ordinary			
(1) Investments	-	-	-
(2) Fixed Assets	-	-	-
(3) Deferred and uncollected premium	411,292	414,140	(2,848)
(4) Policyholder reserves	19,075	19,075	-
(5) Other	11,166	10,604	562
(6) Subtotal	<u>441,533</u>	<u>443,819</u>	<u>(2,286)</u>
(b) Capital			
(1) Investments	415,409	476,663	(61,254)
(2) Real estate	-	-	-
(3) Other	-	-	-
(4) Subtotal	<u>415,409</u>	<u>476,663</u>	<u>(61,254)</u>
(c) Total DTLs (3a6 + 3b4)	<u>856,942</u>	<u>920,482</u>	<u>(63,540)</u>
4. Net DTA(L) (2i - 3c)	<u>\$ 3,746,941</u>	<u>\$ 4,454,553</u>	<u>\$ (707,612)</u>

NOTES TO FINANCIAL STATEMENTS

The change in net deferred income taxes is comprised of the following:

	Years Ended December 31,	
	2015	2014
(1) Net DTA(L)	\$ (1,309,067)	\$ 3,163,701
Less: Items not recorded in the change in net deferred income taxes:		
(2) Tax-effect of unrealized gains/(losses)	-	-
Tax-effect of change in accounting method for		
(3) pensions	-	-
(4) Change in net deferred income taxes	\$ (1,309,067)	\$ 3,163,701

- D. The components of federal and foreign income tax on operating items is recorded on the Summary of Operations and Capital and Surplus Account and is different from that which would be obtained by applying the prevailing federal income tax rate to operating income before taxes. The significant items causing this difference are as follows:

	Years Ended December 31,	
	2015	2014
(1) Provision computed at statutory rate	\$ 9,664,689	\$ 9,073,700
(2) Nonadmitted assets	-	793
(3) Foreign governmental income taxes	-	-
(4) Expense items	(11,438)	58
(5) Investment items	(1,818,901)	(1,674,399)
(6) Tax credits	-	-
(7) Change in reserve valuation basis	-	(587,639)
(8) Other	235,508	(101,827)
Total statutory income tax expense (benefit)	\$ 8,069,858	\$ 6,710,686
(9) Federal and foreign income tax benefit	\$ 6,760,791	\$ 9,874,387
(10) Change in net deferred income taxes	1,309,067	(3,163,701)
Total statutory income tax expense (benefit)	\$ 8,069,858	\$ 6,710,686

- E.
- (1) As of December 31, 2015, the Company had no net operating or capital loss carryforwards to include in deferred income taxes. The Company has no total tax credit carryforwards.
 - (2) The Company paid federal income taxes of \$4,335,481 in 2015, \$9,366,976 in 2014 and \$3,731,485 in 2013.
 - (3) As of December 31, 2015 and 2014, the Company had no protective deposits recognized as admitted assets.
- F.
- (1) The Company is included in a consolidated United States (U.S.) federal income tax return with its parent, Massachusetts Mutual Life Insurance Company (MassMutual), a mutual life insurance company domiciled in the Commonwealth of Massachusetts, and MassMutual's eligible subsidiaries. The Company also files income tax returns in various states and foreign jurisdictions.
 - (2) The Company, MassMutual, and MassMutual's eligible subsidiaries and certain affiliates (the Parties) have executed and are subject to a written tax allocation agreement (the Agreement). The Agreement sets forth the manner in which the total combined federal income tax is allocated among the Parties. The Agreement provides the Company with the enforceable right to recoup federal income taxes paid in prior years in the event of future net losses, which it may incur. Further, the Agreement provides the Company with the enforceable right to utilize its net losses carried forward as an offset to future net income subject to federal income taxes.
- G.
- (1) Companies are generally required to disclose unrecognized tax benefits, which are the tax effect of positions taken on their tax returns that may be challenged by the various taxing authorities, in order to provide users of financial statements more information regarding potential liabilities. The Company recognizes tax benefits and related reserves in accordance with existing statutory accounting practices for liabilities, contingencies and impairments of assets.
 - (2) The Tax Increase Prevention Act of 2014, signed into law on December 19, 2014, extended the 50% first year bonus depreciation to qualified property acquired and placed in service during 2014. On December 18, 2015, the Preventing Americans from Tax Hikes Act of 2015 (the PATH Act) was enacted and provides for a multi-year extension of this provision through 2019. The PATH Act extends 50% bonus depreciation to 2015 through 2017, it then phases down to 40% for 2018 and 30% for 2019. The extension of these tax provisions are not expected to have a material effect on the Company's financial position or liquidity.
 - (3) The Internal Revenue Service (IRS) has completed its examination of the returns filed for years 2010 and prior. The IRS is currently auditing the years 2011 through 2013. The Company does not expect a material change in its financial position or liquidity as a result of these audits.

Note 10 – Information Concerning Parent, Subsidiaries and Affiliates

- a. The Company is a wholly owned subsidiary of C.M. Life Insurance Company (C.M. Life), a stock life insurance company domiciled in the state of Connecticut.
- b. The Company did not have any material non-insurance related party transactions during the years ended December 31, 2015 or 2014.
- c. See Schedule Y for subsidiaries and controlled affiliates (SCAs) activity.

NOTES TO FINANCIAL STATEMENTS

- d. The Company reported \$281,646 as amounts due from parent, subsidiaries and affiliates as of December 31, 2015 and \$150,163 as of December 31, 2014. The Company reported \$2,208,982 as amounts due to parent, subsidiaries and affiliates as of December 31, 2015 and \$2,823,732 as of December 31, 2014. Terms require settlement of these amounts within 30 to 90 days.
- e. The Company has a modified coinsurance (Modco) quota-share reinsurance agreement with MassMutual where the Company cedes 100% of the premium on certain bank-owned life insurance policies. In return, MassMutual pays the Company a stipulated expense allowance, death and surrender benefits. The Company retains the assets and related reserves for payment of future benefits on the ceded policies. The Modco adjustment is the mechanism by which MassMutual funds the reserve on the reinsured portion of the risk. It is needed to adjust for the financial effect of the Company holding the reserves on the ceded coverage rather than MassMutual.

The Company also has a stop-loss agreement with MassMutual under which the Company cedes claims which, in aggregate, exceed 0.70% of the covered volume for any year, with maximum coverage of \$25,000,000 above the aggregate limit. The aggregate limit was \$27,886,888 in 2015 and \$30,171,292 in 2014 and it was not exceeded in either year.

The Company has a quota-share reinsurance agreement with MassMutual in which MassMutual assumes specific plans of insurance on a yearly renewable term basis.

The net amounts outstanding and due from MassMutual for the various reinsurance agreements were \$27,234,467 as of December 31, 2015 and \$28,128,627 as of December 31, 2014. These outstanding balances are due and payable with terms ranging from monthly to annually, depending on the agreement in effect.

The following summarizes reinsurance transactions between the Company and MassMutual:

	Years Ended December 31,	
	2015	2014
Premium expense ceded, related to:		
Stop-loss agreements	\$ (331,585)	\$ (349,035)
Quota-share reimbursement agreements	(7,246,897)	(7,314,128)
Modified coinsurance adjustments ceded, included in fee and other income	(15,069,413)	(12,814,717)
Expense allowances on reinsurance ceded, included in fees and other expense, related to:		
Modified coinsurance agreements	5,631,364	5,522,239
Policyholders' benefits ceded, related to:		
Modified coinsurance agreements	13,714,401	10,871,797
Quota-share reimbursement agreements	1,991,246	6,529,202
Experience refunds (paid) received, related to:		
Stop-loss agreements	82,898	87,259
Modified coinsurance agreements	(451,213)	(723,152)

- f. As required pursuant to a management agreement, MassMutual, furnishes to the Company, for a fee, operating facilities, human resources, computer software development and managerial services. Investment and administrative services are also provided to the Company pursuant to a management services agreement with MassMutual. While management believes that these fees are calculated on a reasonable basis, these fees may not necessarily be indicative of the costs that would have been incurred on a stand-alone basis.

The following table summarizes the transactions between the Company and the related parties:

	Years Ended December 31,	
	2015	2014
Fee income:		
Recordkeeping and other services	\$ 730,084	\$ 708,541
Investment advisory income	1,540,537	1,689,464
Fee expense:		
Management and service contracts and cost-sharing arrangements	9,086,299	11,270,868

The Company participates in variable annuity exchange programs with MassMutual, where certain variable annuity contract holders can make a nontaxable exchange of their contracts for enhanced MassMutual variable annuity contracts. The Company did not record any surrender benefits in 2015 or 2014 related to these exchange programs.

- g. All outstanding shares of the Company were owned by its parent.
- h. The Company does not have an investment in its parent.
- i. As of December 31, 2015, the Company did not have an investment in SCAs exceeding 10% of admitted assets.
- j. In 2015, the Company recognized \$2,337 in impairment write-downs on its investments in affiliated bonds.

In 2014, the Company did not recognize any impairment write-downs on its investments in affiliated bonds.

The Company does not have an impairment write-down of any SCA entities during the statement periods.

- k. The Company has no foreign insurance subsidiary whose value is calculated by adjusting annuity GAAP account value reserves using the Commissioners' Annuity Reserve Valuation Method and the related Actuarial Guidelines.

NOTES TO FINANCIAL STATEMENTS

- l. The Company does not hold an investment in a downstream noninsurance holding company.
- m. The Company does not have investments in foreign or noninsurance SCAs.
- n. The Company does not have any insurance SCAs for which the audited statutory equity reflects a departure from NAIC statutory accounting practices.

Note 11 – Debt

- a. The Company did not have any capital notes or liability for borrowed money as of December 31, 2015 or 2014.
The Company did not have any debt that was considered to be extinguished by in-substance defeasance.
The Company did not set aside assets after the effective date of this statement solely for satisfying debt obligations.
- 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

- a. The Company did not have any defined benefit pension plans for which the reporting entity is directly liable.
- b. The Company did not have any pension plans for which the reporting entity is directly liable.
- c. The Company did not have any pension plans for which the reporting entity is directly liable.
- d. The Company did not have any pension plans for which the reporting entity is directly liable.
- e. The Company did not have any defined contribution plans.
- f. The Company did not have multi-employer plans.
- g. Consolidated/Holding Company Plans:
MassMutual charges allocated expenses to the Company based on relative weighted commissions for agents and time studies of its employees. The Company recorded an expense of \$867,587 for the year ended December 31, 2015 and \$1,001,345 for the year ended December 31, 2014 for these plans.
- h. The Company does not accrue for postemployment benefits and compensated absences since it does not have any employees.
- i. The Company did not have any plans under the Medicare Modernization Act.

Note 13 – Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

- (1) The Company had 50,000 shares of common stock authorized, 12,501 shares issued and outstanding as of December 31, 2015. The par value of the common stock is \$200 per share.
- (2) The Company did not have any preferred stock outstanding.
- (3) Without the prior approval of the Insurance Commissioner of the State of Connecticut (the Commissioner), total dividends paid to the Company's shareholder in a twelve month period are limited to the greater of (i) 10% of the Company's surplus as of December 31 of the preceding year or (ii) the net gain from operations for the twelve month period ending on December 31 of the preceding year; each case is determined using statutory accounting policies. In addition, the prior approval of the Commissioner is required if any dividend or distribution exceeds the Company's earned surplus. Under these regulations, \$23,130,101 of shareholder's equity is available for distribution to the shareholder in 2016 without prior regulatory approval.
- (4) The Company did not pay a dividend to C.M. Life in 2015.
- (5) Within the limits of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to the stockholder.
- (6) There are no restrictions on unassigned surplus funds.
- (7) The Company did not make any advances to surplus.
- (8) The Company did not have any stock held for special purposes.
- (9) The Company does not have any special surplus funds.
- (10) The Company did not have unassigned funds (surplus) represented by net unrealized gains and losses (cumulative, net of deferred tax) as of December 31, 2015 and 2014.
- (11) The Company did not have any surplus debentures or similar obligations.
- (12) There were no restatements due to prior quasi-reorganizations.
- (13) There were no quasi-reorganizations in the prior ten years.

Note 14 – Liabilities, Contingencies and Assessments

- a. Contingent commitments:
In the normal course of business, the Company enters into commitments to purchase certain investments. The majority of these commitments have funding periods that extend between one and five years. The Company is not required to fund commitments once the commitment period expires. As of December 31, 2015 or 2014, the Company had no commitments.
- b. Assessments:
The Company is subject to insurance guaranty fund laws in the states in which it does business. These laws assess insurance companies' amounts to be used to pay benefits to policyholders and policy claimants of insolvent insurance companies. Many states allow these assessments to be credited against future premium taxes. The Company believes such assessments in excess of amounts accrued will not materially impact its financial position, results of operations or liquidity.
- c. Gain contingencies:

NOTES TO FINANCIAL STATEMENTS

No material gain contingencies were realized subsequent to December 31, 2015 through the filing date.

- d. The Company did not have any claims related to extra contractual obligations in 2015.
- e. Joint and several liabilities: The Company has no joint and several liabilities.
- f. All other contingencies:
The Company is involved in litigation arising in the normal course of business, which seeks compensatory damages, punitive damages and equitable remedies. Although the Company is not aware of any actions or allegations that reasonably should 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 results of operations for a particular period depending upon, among other factors, the size of the loss and the level of the Company's results of operations for the period.
- g. 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, the U.S. Department of Labor 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 results of operations for the period.

Note 15 – Leases

The Company did not have any lease obligations.

Note 16 – Information About Financial Instruments With Off-Balance Sheet Risk and Financial Instruments With Concentrations of Credit Risk

There were no contracts for the years ended December 31, 2015 or 2014.

Note 17 – Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

- a. During 2015 and 2014, the Company did not transfer any receivables that that were reported as sales.
- b. Transfer and Servicing of Financial Assets:
 - (1) The Company did not participate in securities lending as of December 31, 2015 or 2014.
 - (2) The Company did not have any servicing assets or liabilities in 2015 or 2014.
 - (3) The Company did not have any servicing assets or liabilities in 2015 or 2014.
 - (4) The Company did not have interests that continue to be held by a transferor in securitized financial assets in 2015 or 2014.
 - (5) The Company did not have any transfers of financial assets accounted for as secured borrowing in 2015 or 2014.
 - (6) The Company did not have any transfers of receivables with recourse in 2015 or 2014.
 - (7) See Note 5e2 "Repurchase Agreements".
- 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 to enhance the Company's yield on its investment portfolio.
 - (2) The Company did not sell any securities with the NAIC Designation 3 or below for the years ended December 31, 2015 or 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

The Company did not write any accident and health plans. Therefore, the Company did not have any uninsured accident and health plans.

Note 19 – Direct Premium Written/Produced By Managing General Agents/Third Party Administrators

The Company did not have any premium written through managing general agents or third party administrators.

Note 20 – Fair Value Measurements

- a. Fair value is defined as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The authoritative guidance around fair value establishes a measurement framework that includes a hierarchy used to classify the inputs used in measuring fair value. The hierarchy prioritizes the inputs to valuation techniques into three levels. Each level reflects a unique description of the inputs that are significant to the fair value measurements. The levels of the fair value hierarchy are as follows:

Level 1 – Observable inputs in the form of quoted prices for identical instruments in active markets.

Level 2 – Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities, quoted prices in markets that are not active or other inputs that are observable or can be derived from observable market data for substantially the full term of the assets or liabilities.

Level 3 – One or more unobservable inputs that are supported by little or no market activity and are significant to the fair value of the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using internal models, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

NOTES TO FINANCIAL STATEMENTS

When available, the Company generally uses unadjusted quoted market prices from independent sources to determine the fair value of investments, and classifies such items within Level 1 of the fair value hierarchy. If quoted prices are not available, prices are derived from observable market data for similar assets in an active market or obtained directly from brokers for identical assets traded in inactive markets. Investments that are priced using these inputs are classified within Level 2 of the fair value hierarchy. When some of the necessary observable inputs are unavailable, fair value is based upon internally developed models. These models use inputs not directly observable or correlated with observable market data. Typical inputs, which are integrated in the Company's internal discounted cash flow models and discounted earnings models include, but are not limited to, issuer spreads derived from internal credit ratings and benchmark yields such as the London Interbank Offered Rate (LIBOR), cash flow estimates and earnings before interest, taxes, depreciation and amortization estimates. Investments that are priced with such unobservable inputs are classified within Level 3 of the fair value hierarchy.

The Company has established and maintains policies and guidelines that govern its valuation methodologies and their consistent application. These policies and guidelines address the use of inputs, price source hierarchies and provide controls around the valuation processes. These controls include appropriate review and analysis of prices against market activity or indicators for reasonableness, approval of price source changes, price overrides, methodology changes and classification of fair value hierarchy levels. The valuation policies and guidelines are reviewed and updated as appropriate.

Annually, the Company reviews the primary pricing vendor to validate that the inputs used in that vendor's pricing process are deemed to be market observable as defined above. While the Company was not provided access to proprietary models of the vendor, the reviews have included on-site walk-throughs of the pricing process, methodologies and control procedures for each asset class and level for which prices are provided. The review also included an examination of the underlying inputs and assumptions for a sample of individual securities across asset classes. In addition, the Company and its pricing vendors have an established challenge process in place for all security valuations, which facilitates identification and resolution of prices that fall outside expected ranges. The Company believes that the prices received from the pricing vendors are representative of prices that would be received to sell the assets at the applicable measurement date (exit prices) and are classified appropriately in the hierarchy.

The fair value of individual annuity and supplementary contracts is determined using one of several methods based on the specific contract type. For short-term contracts, generally less than 30 days, the fair value is assumed to be the book value. For investment-type contracts, the fair value is determined by calculating the present value of future cash flows discounted at current market interest rates, the risk-free rate or a current pricing yield curve based on pricing assumptions using assets of a comparable corporate bond quality. Annuities are valued using cash flow projections from the Company's asset-liability management analysis.

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

	December 31, 2015			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Separate account assets ⁽¹⁾	\$ 920,856,788	\$ 2,266,948,730	\$ -	\$ 3,187,805,518
Total financial assets carried at fair value	<u>\$ 920,856,788</u>	<u>\$ 2,266,948,730</u>	<u>\$ -</u>	<u>\$ 3,187,805,518</u>

⁽¹⁾\$1,091,012,604 of book value separate account assets are not carried at fair value and, therefore, are not included in this table.

In 2015, there were no significant transfers between Level 1 and Level 2.

	December 31, 2014			
	Level 1	Level 2	Level 3	Total
Financial assets:				
Separate account assets ⁽¹⁾	\$ 970,568,988	\$ 2,246,674,835	\$ -	\$ 3,217,243,823
Total financial assets carried at fair value	<u>\$ 970,568,988</u>	<u>\$ 2,246,674,835</u>	<u>\$ -</u>	<u>\$ 3,217,243,823</u>

⁽¹⁾\$1,057,599,436 of book value separate account assets are not carried at fair value and, therefore, are not included in this table.

In 2014, there were no significant transfers between Level 1 and Level 2.

- The Company does not have any Level 3 financial instruments that are carried at fair value.
- The Company reviews the fair value hierarchy classifications at each reporting period. Overall, reclassifications between levels occur when there are changes in the observability of inputs and market activity used in the valuation of a financial asset or liability. Such reclassifications are reported as transfers between levels at the beginning fair value for the reporting period in which the changes occur. Given the types of assets classified as Level 1 (primarily equity securities and mutual fund investments), transfers between Level 1 and Level 2 measurement categories are expected to be infrequent. Transfers into and out of Level 3 are summarized in the schedule of changes in Level 3 assets and liabilities.
- Valuation Techniques and Inputs*

The Company determines the fair value of its investments using primarily the market approach or the income approach. The use of quoted prices for identical assets and matrix pricing or other similar techniques are examples of market approaches, while the use of discounted cash flow methodologies is an example of the income approach. The Company attempts to maximize the use of observable inputs and minimize the use of unobservable inputs in selecting whether the market or the income approach is used.

A description of the significant valuation techniques and inputs to the determination of estimated fair value for the more significant asset and liability classes measured at fair value on a recurring basis and categorized within Level 2 and Level 3 of the fair value hierarchy is as follows:

Separate account assets - These assets primarily include bonds (industrial and miscellaneous; U.S. government and

NOTES TO FINANCIAL STATEMENTS

agencies) and derivatives. Their fair values are determined as follows:

Bonds (Industrial and miscellaneous) - These securities are principally valued using the market or the income approaches. Level 2 valuations are based primarily on quoted prices in markets that are not active, broker quotes, matrix pricing or other similar techniques that use standard market observable inputs such as benchmark yields, spreads versus benchmark yields, new issuances, issuer rating, duration, and trades of identical or comparable securities. Privately placed securities are valued using discounted cash flow models using standard market observable inputs, and inputs derived from, or corroborated by, market observable data including market yield curve, duration, call provisions, observable prices and spreads for similar publicly traded or privately traded issues that incorporate the credit quality and industry sector of the issuer. This level also includes securities priced by independent pricing services that use observable inputs. Valuations based on matrix pricing or other similar techniques that utilize significant unobservable inputs or inputs that cannot be derived principally from, or corroborated by, observable market data, including adjustments for illiquidity, delta spread adjustments or spreads to reflect industry trends or specific credit-related issues are classified as Level 3. In addition, inputs including quoted prices for identical or similar securities that are less liquid and based on lower levels of trading activity than securities classified in Level 2 are classified as Level 3.

Bonds (U.S. government and agencies) - These securities are principally valued using the market approach. Level 2 valuations are based primarily on quoted prices in markets that are not active, or using matrix pricing or other similar techniques using standard market observable inputs such as the benchmark U.S. Treasury yield curve, the spreads versus the U.S. Treasury yield curve for the identical security and comparable securities that are actively traded.

Derivative assets and liabilities - These financial instruments are primarily valued using the market approach. The estimated fair value of derivatives is based primarily upon quotations obtained from counterparties and independent sources, such as quoted market values received from brokers. These quotations are compared to internally derived prices and a price challenge is lodged with the counterparties and an independent source when a significant difference cannot be explained by appropriate adjustments to the internal model. When quoted market values are not reliable or available, the value is based upon an internal valuation process using market observable inputs that other market participants would use. Significant inputs to the valuation of derivative financial instruments include, overnight index swaps and LIBOR basis curves, interest rate volatility, swap yield curve, currency spot rates, cross currency basis curves and dividend yields. Due to the observability of the significant inputs to these fair value measurements, they are classified as Level 2.

The use of different assumptions or valuation methodologies may have a material impact on the estimated fair value amounts. For the periods presented, there were no significant changes to the Company's valuation techniques.

5. Derivative assets and liabilities fair value disclosures on a gross basis are included in paragraph 1 above. Since there are no derivative assets or liabilities classified in Level 3, the reconciliation disclosures required under paragraphs 2 through 4 are not applicable.
- b. The Company provides additional fair value information in Notes 1, 5, 21, 32 and 34.
- c. The following presents a summary of the carrying values and fair values of the Company's financial instruments:

	December 31, 2015					Not Practicable (Carrying Value)
	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	
Financial assets:						
Bonds:						
U. S. government and agencies	\$ 54,012,879	\$ 54,269,462	-	\$ 54,012,879	-	-
Special revenue	97,732	88,536	-	97,732	-	-
Industrial and miscellaneous	167,805,616	166,830,245	-	156,151,861	11,653,755	-
Parent, subsidiaries and affiliates	1,667,302	1,640,703	-	1,667,302	-	-
Mortgage loans - residential	5,745,384	5,847,458	-	-	5,745,384	-
Cash, cash equivalents and short-term investments	61,289,428	61,289,428	1,211,195	60,078,233	-	-
Separate account assets	4,285,418,011	4,278,818,122	920,856,788	3,345,522,236	19,038,987	-
Financial liabilities:						
Individual annuity contracts	2,266,224	3,168,097	-	-	2,266,224	-
Supplementary contracts	9,928,086	9,829,788	-	-	9,928,086	-

NOTES TO FINANCIAL STATEMENTS

December 31, 2014

	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Financial assets:						
Bonds:						
U. S. government and agencies	\$ 4,307,325	\$ 4,308,060	-	\$ 4,307,325	-	-
Special revenue	112,939	101,839	-	112,939	-	-
Industrial and miscellaneous	144,825,786	137,582,932	-	131,544,327	13,281,459	-
Parent, subsidiaries and affiliates	2,302,201	2,287,569	-	2,302,201	-	-
Mortgage loans - residential	4,131,685	3,957,618	-	-	4,131,685	-
Cash, cash equivalents and short-term investments	110,736,395	110,736,395	(1,901,158)	112,637,553	-	-
Separate account assets	4,305,236,673	4,274,843,259	971,003,713	3,313,220,952	21,012,008	-
Financial liabilities:						
Individual annuity contracts	1,707,675	2,684,326	-	-	1,707,675	-
Supplementary contracts	6,319,576	6,257,006	-	-	6,319,576	-

d. For the year ended December 31, 2015, the Company had no investments where it was not practicable to estimate fair value.

Note 21 – Other Items

- a. There were no unusual or infrequent items requiring disclosure.
- b. There were no troubled debt restructurings that occurred during the period for which the financial statements are presented.
- c. Other disclosures:
The Company had assets, which were on deposit with government authorities or trustees as required by law in the amount of \$4,234,661 as of December 31, 2015 and \$4,233,926 as of December 31, 2014.

Business risks

The Company operates in a business environment subject to various risks and uncertainties. The principle risks include insurance and underwriting risks, investment and interest rate risks and credit risk.

Insurance and underwriting risks

The Company prices its products based on estimated benefit payments reflecting assumptions with respect to mortality, longevity, persistency, interest rates and other factors. If actual policy experience emerges that is significantly and adversely different from assumptions used in product pricing, the effect could be material to the profitability of the Company. The Company reinsures certain life insurance and other long-term care insurance policies to mitigate the impact of its underwriting risk.

Investment and interest rate risks

The fair value, cash flows and earnings of investments can be influenced by a variety of factors including changes in interest rates, credit spreads, equity markets, portfolio asset allocation and general economic conditions. The Company employs a rigorous asset/liability management process to help mitigate the economic impacts of various investment risks, in particular interest rate risk. By effectively matching the market sensitivity of assets with the liabilities they support, the impact of interest rate changes is addressed, on an economic basis, as the change in the value of the asset is offset by a corresponding change in the value of the supported liability.

The levels of U.S. interest rates are influenced by U.S. monetary policies and by the relative attractiveness of U.S. markets to investors versus other global markets. As interest rates increase, certain debt securities may experience amortization or prepayment speeds that are slower than those 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 what was 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.

Interest rates also have an impact on the Company's products with guaranteed minimum payouts and on interest credited to account holders. As interest rates decrease, investment spreads may contract as crediting rates approach minimum guarantees, resulting in an increased liability.

In periods of increasing interest rates, policy loans, surrenders and withdrawals may increase as policyholders seek investments with higher perceived returns. This could result in cash outflows requiring the Company to sell invested assets at a time when the prices of those assets are adversely affected by the increase in market interest rates, which could cause the Company to realize investment losses.

Credit and other market risks

The Company manages its investments to limit credit and other market risks by diversifying its portfolio among various security types and industry sectors as well as purchasing credit default swaps to transfer some of the risk.

Stressed conditions, volatility and disruptions in capital markets or financial asset classes can have an adverse effect on the Company, in part because the Company has a large investment portfolio and assets supporting the Company's insurance liabilities are sensitive to changing market factors. Market factors, including interest rates, credit spread quality, equity prices, consumer spending, business investment, government spending, the volatility and strength of the capital markets, deflation and inflation, all affect the business and economic environment and, ultimately, the profitability of the Company's business. Disruptions in one market or asset class can also spread to other markets or asset classes. Upheavals in the financial markets can also affect the Company's business through their effects on general levels of economic activity, employment and customer behavior.

The CMBS, RMBS and leveraged loan sectors are sensitive to evolving conditions that can impair the cash flows realized by investors and is subject to uncertainty. Management's judgment regarding OTTI and estimated fair value depends upon the evolving investment sector and economic conditions. It can also be affected by the market liquidity, a lack of which can make it difficult to obtain accurate market prices for RMBS and other investments, including CMBS and leveraged loans. Any deterioration in economic fundamentals, especially related to the housing sector could affect management's judgment regarding OTTI.

NOTES TO FINANCIAL STATEMENTS

The Company has investments in structured products exposed primarily to the credit risk of corporate bank loans, corporate bonds or credit default swap contracts referencing corporate credit risk. Most of these structured investments are backed by corporate loans and are commonly known as collateralized loan obligations that are classified as CDOs. The portfolios backing these investments are actively managed and diversified by industry and individual issuer concentrations. Due to the complex nature of CDOs and the reduced level of transparency to the underlying collateral pools for many market participants, the recovery in CDO valuations generally lags the overall recovery in the underlying assets. Management believes its scenario analysis approach, based primarily on actual collateral data and forward looking assumptions, does capture the credit and most other risks in each pool. However, in a rapidly changing economic environment, the credit and other risks in each collateral pool will be more volatile and actual credit performance of CDOs may differ from the Company's assumptions.

The Company continuously monitors its investments and assesses their liquidity and financial viability; however, the existence of the factors described above, as well as other market factors, could negatively impact the market value of the Company's investments. If the Company sells its investments prior to maturity or market recovery, these investments may yield a return that is less than the Company otherwise would have been able to realize.

Asset-based fees calculated as a percentage of the separate account assets are a source of revenue to the Company. Gains and losses in the investment markets may result in corresponding increases and decreases in the Company's separate account assets and related revenue.

- d. The Company did not receive any business interruption recoveries in 2015.
- e. The Company did not have unused transferable or non-transferable state tax credits as of December 31, 2015.
- f. Subprime mortgage related risk exposure:
As of December 31, 2015 and 2014, the Company did not have any direct exposure through investments in subprime mortgage loans.

- (1) Direct exposure through other investments:

Residential mortgage-backed securities risk exposure:

Portfolios of asset-backed securities, including RMBS and CMBS, are evaluated on a periodic basis using scenarios customized by collateral type. The Company performs sensitivity analysis on defaults as loan-to-values change, and on defaults as prepayments change using default curves under various scenarios. The Company combines scenario analysis with a monthly surveillance process in which it compares actual delinquencies and defaults to expectations established at the time securities are acquired as well as expectations considering current market conditions, and performs a statistical review to determine potential losses relative to credit support of troubled loan exposures on a transaction-by-transaction basis.

Management used a combination of external vendor prices, broker quotations and internal models for purposes of deriving fair value. Internal inputs used in the determination of fair value included estimates of prepayment speeds, default rates, discount rates and collateral values, among others. Structure characteristics and results of cash flow priority are also considered. Fair values resulting from internal models are those expected to be received in an orderly transaction between willing market participants at the financial statement date.

The Company holds certain investments backed by pools of residential mortgages. The majority of these investments are included in bonds. The mortgages in these pools have varying risk characteristics and are commonly categorized as being of U.S. government agency, non-agency prime, Alt-A and subprime borrower quality. The Alt-A category includes option adjustable rate mortgages and the subprime category includes 'scratch and dent' or reperforming pools, high loan-to-value pools, and pools where the borrowers have very impaired credit but the average loan-to-value is low, typically 70% or below at origination. In identifying Alt-A and subprime exposure, management used a combination of qualitative and quantitative factors, including FICO scores and loan-to-value ratios.

Residential mortgage loan pools are homogeneous residential mortgage loans substantially backed by FHA and VA guarantees. The Company purchases seasoned loan pools, most of which are FHA insured or VA guaranteed. The Company does not originate any residential mortgages but invests in residential mortgage loan pools which may contain mortgages of subprime credit quality. As of December 31, 2015 and 2014, the Company did not have any direct subprime exposure through purchases of unsecuritized whole-loan pools.

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:

	December 31, 2015			Year Ended December 31, 2015
	Actual Cost	Carrying Value	Fair Value	OTTI
Alt-A:				
a. Residential mortgage-backed securities	\$ 2,337,013	\$ 1,542,651	\$ 1,965,258	\$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in subsidiary and controlled affiliates	-	-	-	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 2,337,013</u>	<u>\$ 1,542,651</u>	<u>\$ 1,965,258</u>	<u>\$ -</u>

NOTES TO FINANCIAL STATEMENTS

	December 31, 2015			Year Ended December 31, 2015
	Actual	Carrying	Fair	OTTI
	Cost	Value	Value	
Subprime:				
a. Residential mortgage-backed securities \$	3,612,086	\$ 1,934,794	\$ 2,412,225	\$ 2,337
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in subsidiary and controlled affiliates	-	-	-	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 3,612,086</u>	<u>\$ 1,934,794</u>	<u>\$ 2,412,225</u>	<u>\$ 2,337</u>

	December 31, 2014			Year Ended December 31, 2014
	Actual	Carrying	Fair	OTTI
	Cost	Value	Value	
Alt-A:				
a. Residential mortgage-backed securities \$	4,476,990	\$ 3,227,830	\$ 3,914,830	\$ 180
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in subsidiary and controlled affiliates	-	-	-	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 4,476,990</u>	<u>\$ 3,227,830</u>	<u>\$ 3,914,830</u>	<u>\$ 180</u>

	December 31, 2014			Year Ended December 31, 2014
	Actual	Carrying	Fair	OTTI
	Cost	Value	Value	
Subprime:				
a. Residential mortgage-backed securities \$	4,308,664	\$ 2,070,793	\$ 2,632,645	\$ 160
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in subsidiary and controlled affiliates	-	-	-	-
f. Other assets	-	-	-	-
g. Total	<u>\$ 4,308,664</u>	<u>\$ 2,070,793</u>	<u>\$ 2,632,645</u>	<u>\$ 160</u>

(2) The Company has no underwriting exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage.

g. Retained asset accounts:

(1) The Company offers the use of retained asset accounts as one of the options available to beneficiaries. This option must be affirmatively elected and is not treated as a default. An unaffiliated third party provider services certain aspects of the retained asset accounts. Beneficiaries draw funds from retained asset accounts utilizing drafts. The Company funds those drafts through an unaffiliated bank. During the reporting year, the interest earned by beneficiaries was an annual effective rate of 0.25% and did not change within the reporting year. There is no fee charged to the beneficiary to establish this account. There are no maintenance or service fees. A \$12.00 stop payment fee, a \$10.00 insufficient funds fee and a \$2.00 duplicate draft fee will apply. Assets and liabilities relating to retained asset accounts remain with the Company and are reported within the Company's financial statements as assets and supplemental contracts without life contingencies.

(2)

	Retained Asset Accounts In Force			
	December 31,			
	2015		2014	
	Number	Balance	Number	Balance
<u>Account aging categories:</u>				
a. Up to and including 12 months	11	\$ 1,047,109	11	\$ 986,777
b. 13 to 24 months	7	555,173	4	117,255
c. 25 to 36 months	2	62,619	7	418,044
d. 37 to 48 months	5	334,569	1	-
e. 49 to 60 months	-	-	-	-
f. Over 60 months	-	-	-	-
g. Total	<u>25</u>	<u>\$ 1,999,470</u>	<u>23</u>	<u>\$ 1,522,076</u>

NOTES TO FINANCIAL STATEMENTS

(3)	Individual		Group	
	Number	Balance	Number	Balance
a. Retained asset accounts as of January 1, 2015	23	\$ 1,522,076	-	\$ -
b. Retained asset accounts issued	13	2,671,644	-	-
c. Investment earnings credited to retained accounts	N/A	5,930	N/A	-
d. Fees and other charges assessed to retained asset accounts	N/A	(16)	N/A	-
e. Retained asset accounts transferred to state unclaimed property funds	-	-	-	-
f. Retained asset accounts closed/withdrawn	(11)	(2,200,164)	-	-
g. Retained asset accounts as of December 31, 2015	25	\$ 1,999,470	-	\$ -

- h. Insurance-linked securities:
The Company has not received any proceeds as the issuer, ceding insurer or counterparty of insurance-linked securities.

Note 22 – Events Subsequent

Management of the Company has evaluated subsequent events through February 19, 2016, the date the financial statements were available to be issued. 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:

- (1) The Company and its officers and directors do not own any portion of a nonaffiliated reinsurer.
- (2) The Company did not reinsure any policies with a company chartered in a country other than the U.S., excluding U.S. branches of these companies, which was owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or any other person not primarily engaged in the insurance business.

Section 2 - Ceded Reinsurance Report - Part A:

- (1) There are no reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits.
- (2) The Company has no reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts which, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies.

Section 3 - Ceded Reinsurance Report - Part B:

- (1) If all reinsurance agreements were terminated by either party as of December 31, 2015, the resulting reduction in surplus due to loss of reinsurance reserve credits net of unearned premium would be approximately \$11,688,711, assuming no return of the assets backing these reserves from the reinsurer to the Company.
- (2) No new agreements have been executed or existing agreements amended, since January 1, 2015, to include policies or contracts that were in force or had existing reserves established by the Company as of the effective date of the agreement.

- b. The Company did not write off any reinsurance balances.
- c. The Company did not commute any ceded reinsurance.
- d. The Company did not reinsure any policies with a certified reinsurer whose rating was downgraded or status subject to revocation.
- e. The Company does not have reinsurance of variable annuity contracts with an affiliated captive reinsurer.
- f. The Company does not have reinsurance of variable annuity contracts with an affiliated captive reinsurer.
- g. The Company does not have reinsurance with an affiliated captive reinsurer.

Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination

The Company does not issue group health insurance and therefore did not issue retrospectively rated contracts or contracts subject to redetermination.

Note 25 – Change in Incurred Losses and Loss Adjustment Expenses

There was no increase to reserves in 2015 for incurred losses and loss adjustment expenses attributable to insured events of prior years, which were considered corrections of prior year errors.

Note 26 – Intercompany Pooling Arrangements

The Company did not have any intercompany pooling arrangements.

Note 27 – Structured Settlements

The Company did not enter into structured settlement agreements with other life insurers to resolve claims.

Note 28 – Health Care Receivables

The Company did not issue any business that would give rise to pharmaceutical rebates or risk sharing receivables.

Note 29 – Participating Policies

The Company did not issue participating policies.

Note 30 – Premium Deficiency Reserves

The Company did not have any liability for premium deficiency on accident and health contracts or property/casualty contracts.

Note 31 – Reserves for Life Contracts and Annuity Contracts

NOTES TO FINANCIAL STATEMENTS

- (1) The Company waives deduction of deferred fractional premium at death and returns any portion of the final premium beyond the date of death. Reserves are computed using continuous functions to reflect these practices. Surrender values were not promised in excess of the legally computed reserves.
- (2) The Company charges a higher premium on certain contracts that cover substandard mortality risk. For these policies, the reserve calculations are based on a substandard mortality rate, which is a multiple of the standard mortality tables.
- (3) The Company did not have any insurance in force as of December 31, 2015, for which the gross premium was less than the net premium according to the standard valuation set by the Department.
- (4) Tabular interest was determined as follows:
Variable life general account reserves use a formula that applies a weighted average credited rate to the mean account value.
- (5) Liabilities for investment-type contracts such as supplementary contracts not involving life contingencies are based on account value or accepted actuarial methods using applicable interest rates. Refer to Note 20 a. "Fair Value Measurements" for information on the Company's policy for determining fair value.
- (6) The Company does not have any securities lending transactions administered by an affiliated agent.

Note 32 – Analysis of Annuity Actuarial Reserves and Deposit Type Liabilities by Withdrawal Characteristics

	December 31, 2015				% of Total
	General Account	Separate Account w/ Guarantees	Separate Account Nonguaranteed	Total	
a. Subject to discretionary withdrawal:					
(1) With market value adjustment	\$ 2,179,062	\$ -	\$ -	2,179,062	4 %
(2) At book value less current surrender charge of 5% or more	-	-	-	-	-
(3) At fair value	-	-	46,375,329	46,375,329	78
(4) Total with market value adjustment or at fair value	2,179,062	-	46,375,329	48,554,391	82
(5) At book value without adjustment	9,829,788	-	-	9,829,788	17
b. Not subject to discretionary withdrawal provision	526,360	-	-	526,360	1
c. Total (gross)	12,535,210	-	46,375,329	58,910,539	100
d. Reinsurance ceded	-	-	-	-	-
e. Total (net)* (gross less reinsurance ceded)	\$ 12,535,210	\$ -	\$ 46,375,329	\$ 58,910,539	100 %

*Reconciliation of total annuity actuarial reserves and deposit-type fund liabilities.

f. Life and Accident and Health Annual Statement:	
(1) Exhibit 5, annuities section, total (net)	\$ 2,643,384
(2) Exhibit 5, supplementary contracts with life contingencies section, total (net)	-
(3) Exhibit 7, deposit-type contracts Column 1, Line 14	9,891,826
(4) Subtotal	12,535,210
Separate Accounts Annual Statement:	
(5) Exhibit 3, annuities section, total (net)	46,375,329
(6) Exhibit 3, supplementary contracts section, total (net)	-
(7) Policyholders dividend and coupon accumulations	-
(8) Policyholder premiums	-
(9) Guaranteed interest contracts	-
(10) Other contract deposit funds	-
(11) Subtotal	46,375,329
(12) Combined total	\$ 58,910,539

- g. The Company is not a member of the FHLB therefore it has no FHLB funding agreements.

Note 33 – Premium and Annuity Considerations Deferred and Uncollected

- a. Deferred and uncollected life insurance premiums and annuity considerations as of December 31, 2015, were as follows:

Type	Gross	Net of Loading
(1) Industrial	\$ -	\$ -
(2) Ordinary new business	-	-
(3) Ordinary renewal	(1,919,834)	(1,931,433)
(4) Credit life	-	-
(5) Group life	(191,696)	(191,696)
(6) Group annuity	-	-
(7) Totals	\$ (2,111,530)	\$ (2,123,129)

Note 34 – Separate Accounts

- a. Separate account activity:

- (1) Separate accounts are segregated funds administered and invested by the Company. Selection of the separate account investments is directed by group and individual variable annuity, variable life and other insurance contract holders/policyholders. The returns produced by separate account assets increase or decrease separate account reserves. Separate account assets consist principally of marketable securities reported at fair value. Except for the Company's seed money, as noted below, separate account assets can only be used to satisfy separate account liabilities and are not

NOTES TO FINANCIAL STATEMENTS

available to satisfy the general obligations of the Company. Separate account administrative and investment advisory fees are included in fees and other income.

The separate account classification of all separate account products for the Company is supported by state statute Connecticut Laws Title 38a, Chapter 700b, Sections 38a-433 & 459.

- (2) In accordance with the products recorded within the separate accounts, some are considered legally insulated whereas others are not legally insulated from the general account. The legal insulation of the separate account products prevents assets other than seed money or amounts in a supplemental account from being generally available to satisfy claims resulting from the general account.

As of December 31, 2015 and 2014, the Company's NAIC Separate Account Annual Statement included Separate Accounts with legally insulated products of \$4,261,455,504 and \$4,255,743,674, respectively. Assets backing products which are not legally insulated are available to satisfy general obligations of the Company. The assets backing legally insulated products from the general account as of December 31, 2015 are attributed to the following:

Product/Transaction:	Separate Account Assets	
	Legally Insulated	Not Legally Insulated
Stable Value Bank-Owned Life Insurance	\$ 2,231,689,665	\$ -
Bank-Owned Life Insurance - Guaranteed	1,073,644,064	17,368,540
Individual Variable Universal Life	692,513,772	-
Corporate-Owned Life Insurance	217,198,885	-
Individual Variable Annuity	46,409,118	-
Total	\$ 4,261,455,504	\$ 17,368,540

- (3) In accordance with the products/transactions recorded within the separate accounts, some separate account liabilities are guaranteed by the general account. Reserves for guarantees covering death benefits or minimum rates of return are held in the general account. If the investment proceeds are insufficient to cover the rate of return guaranteed for the product or the guaranteed death benefit, the policyholder proceeds will be remitted by the general account.

As of December 31, 2015, the general account of the Company had a maximum guarantee for separate account liabilities of \$8,652,590. To compensate the general account for the risk taken, the separate accounts have paid risk charges as follows for the past five years:

2015	\$	
2014		
2013		
2012		
2011		

For the year ended December 31, 2015, the general account of the Company had paid \$386,032 toward separate account guarantees. The total separate account guarantees paid by the general account for the preceding years ending December 31, 2014, 2013, 2012, and 2011 was \$163,645, \$610,923, \$499,761, and \$360,639, respectively.

The following separate account products would be classified differently under GAAP than under Statutory accounting principles:

Condition That Requires GAAP General Account Reporting

Product Identifier:

Stable Value Bank-Owned Life Insurance	GAAP general account classification/Investment performance
Bank-Owned Life Insurance - Guaranteed	GAAP general account classification/Investment performance

- (4) The Company does not engage in securities lending transactions within the separate accounts.

b. General nature and characteristics of separate account business:

The Company has guaranteed separate accounts classified as nonindexed to fund a long-term interest guarantee in excess of a year that does not exceed 4%. The Company has nonguaranteed separate accounts that are variable accounts where the benefit is determined by the performance and/or market value of the investments held in the separate account with incidental risk, notional expense and minimum death benefit guarantees.

NOTES TO FINANCIAL STATEMENTS

Information regarding the separate accounts of the Company as of and for the year ended December 31, 2015 is as follows:

	Index	Nonindexed Guarantee Less than/ Equal to 4%	Nonindexed Guarantee More than 4%	Nonguaranteed Separate Accounts	Total
(1) Premiums, considerations or deposits for the year ended December 31, 2015	\$ -	\$ -	\$ -	36,648,717	\$ 36,648,717
Reserves at December 31, 2015:					
(2) For accounts with assets at:					
a. Fair value	\$ -	\$ -	\$ -	3,166,654,193	\$ 3,166,654,193
b. Amortized cost	-	1,070,725,465	-	-	1,070,725,465
c. Total Reserves*	\$ -	1,070,725,465	\$ -	3,166,654,193	\$ 4,237,379,658
(3) By withdrawal characteristics:					
a. Subject to discretionary withdrawal:	\$ -	\$ -	\$ -	\$ -	-
1. With market value adjustment	-	-	-	-	-
2. At book value without market value adjustment and with current surrender charge of 5% or more	-	-	-	-	-
3. At fair value	-	-	-	3,166,654,193	3,166,654,193
4. At book value, without market value adjustment and with current surrender charge of less than 5%	-	1,070,725,465	-	-	1,070,725,465
5. Subtotal	\$ -	1,070,725,465	\$ -	3,166,654,193	\$ 4,237,379,658
b. Not subject to discretionary withdrawal	-	-	-	-	-
c. Total	\$ -	1,070,725,465	\$ -	3,166,654,193	\$ 4,237,379,658
(4) Reserves for Assets Default Risk in Lieu of AVR	\$ -	\$ -	\$ -	\$ -	-

*Line 2(c) should equal Line 3(h)

c. Reconciliation of net transfers (from) to separate accounts is as follows:

	December 31, 2015
(1) Transfers as reported in the Summary of Operations of the Separate Account Statement:	
(a) Transfers to separate accounts (Page 4, Line 1.4 and 2)	\$ 36,648,717
(b) Transfers from separate accounts (Page 4, Line 10)	(81,836,398)
(c) Net transfers to (from) separate accounts (a) - (b)	(45,187,681)
(2) Reconciling adjustments:	
(a) Net deposits on deposit-type liabilities	-
(3) Transfers as reported in the Summary of Operations of the Life, Accident & Health Annual Statement	\$ (45,187,681)
(1c) + (2) = (Page 4, Line 26)	

Note 35 – Loss/Claim Adjustment Expenses

The Company did not have any loss/claim adjustment expenses.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES GENERAL

- 1.1 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, 1A and 2
- 1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent, or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes [X] No [] N/A []
- 1.3 State Regulating? Connecticut
- 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 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2014
- 3.2 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
- 3.3 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
- 3.4 By what department or departments?
State of Connecticut Insurance Department
- 3.5 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 []
- 3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] N/A []
- 4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity), receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.11 sales of new business? Yes [] No [X]
4.12 renewals? Yes [] No [X]
- 4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.21 sales of new business? Yes [] No [X]
4.22 renewals? Yes [] No [X]
- 5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 5.2 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

- 6.1 Has the 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]
- 6.2 If yes, give full information:
- 7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes [] No [X]
- 7.2 If yes,
7.21 State the percentage of foreign control; %
7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact; and identify the type of entity(s) (e.g., individual, corporation or government, manager or attorney in fact).

1 Nationality	2 Type of Entity

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

GENERAL INTERROGATORIES

- 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	Enfield, CT				YES
MML Investment Advisers, LLC	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
Society of Grownups, LLC	Springfield, MA				YES
The MassMutual Trust Company, FSB	Enfield, CT		YES		

- 9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
KPMG, LLP, One Financial Plaza, Hartford, CT 06103
- 10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes [] No [X]
- 10.2 If the response to 10.1 is yes, provide information related to this exemption:
.....
- 10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Reporting Model Regulation as allowed for in Section 18A of the Model Regulation, or substantially similar state law or regulation? Yes [] No [X]
- 10.4 If the response to 10.3 is yes, provide information related to this exemption:
.....
- 10.5 Has the reporting entity established an Audit Committee in compliance with the domiciliary state insurance laws? Yes [X] No [] N/A []
- 10.6 If the response to 10.5 is no or n/a, please explain
.....
- 11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Douglas W Taylor, FSA, MAAA, Vice President and Appointed Actuary, 1295 State Street, Springfield, MA 01111
- 12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [X] No []
 - 12.11 Name of real estate holding company See 12.2
 - 12.12 Number of parcels involved 26
 - 12.13 Total book/adjusted carrying value \$ 14,961,170
- 12.2 If, yes provide explanation:
The company has investments in debt securities in 26 parcels which own or hold real estate indirectly. The statement value at December 31, 2015 of debt is \$14,961,170.
- 13. **FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:**
- 13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?
.....
- 13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [] No []
- 13.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No []
- 13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [] N/A []
- 14.1 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.
- 14.11 If the response to 14.1 is No, please explain:
.....
- 14.2 Has the code of ethics for senior managers been amended? Yes [] No [X]
- 14.21 If the response to 14.2 is yes, provide information related to amendment(s).
.....
- 14.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]
- 14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).
.....

GENERAL INTERROGATORIES

- 15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes [] No [X]
- 15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

1 American Bankers Association (ABA) Routing Number	2 Issuing or Confirming Bank Name	3 Circumstances That Can Trigger the Letter of Credit	4 Amount

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof? Yes [X] No []
17. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof? Yes [X] No []
18. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict with the official duties of such person? Yes [X] No []

FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes [] No [X]
- 20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.11 To directors or other officers.....\$
 - 20.12 To stockholders not officers.....\$
 - 20.13 Trustees, supreme or grand (Fraternal Only)\$
- 20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21 To directors or other officers.....\$
 - 20.22 To stockholders not officers.....\$
 - 20.23 Trustees, supreme or grand (Fraternal Only)\$
- 21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes [] No [X]
- 21.2 If yes, state the amount thereof at December 31 of the current year:
- 21.21 Rented from others.....\$
 - 21.22 Borrowed from others.....\$
 - 21.23 Leased from others\$
 - 21.24 Other\$
- 22.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes [] No [X]
- 22.2 If answer is yes:
- 22.21 Amount paid as losses or risk adjustment \$
 - 22.22 Amount paid as expenses\$
 - 22.23 Other amounts paid\$
- 23.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No []
- 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount:\$0

INVESTMENT

- 24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03)..... Yes [] No [X]
- 24.02 If no, give full and complete information relating thereto
Certain bonds and short term are held on our behalf, subject to our full control, at custodial banks.
- 24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided)
N/A
- 24.04 Does the Company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes [] No [] N/A [X]
- 24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs.\$
- 24.06 If answer to 24.04 is no, report amount of collateral for other programs.\$
- 24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes [] No [] N/A [X]
- 24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes [] No [] N/A [X]
- 24.09 Does the reporting entity or the reporting entity 's securities lending agent utilize the Master Securities lending Agreement (MSLA) to conduct securities lending? Yes [] No [] N/A [X]

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
GENERAL INTERROGATORIES

24.10 For the reporting entity's security lending program state the amount of the following as December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
 24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2\$
 24.103 Total payable for securities lending reported on the liability page\$

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03) Yes [X] No []

25.2 If yes, state the amount thereof at December 31 of the current year:

25.21 Subject to repurchase agreements\$
 25.22 Subject to reverse repurchase agreements\$
 25.23 Subject to dollar repurchase agreements\$
 25.24 Subject to reverse dollar repurchase agreements\$
 25.25 Placed under option agreements\$
 25.26 Letter stock or securities restricted as to sale - excluding FHLB Capital Stock\$
 25.27 FHLB Capital Stock\$
 25.28 On deposit with states\$ 4,234,661
 25.29 On deposit with other regulatory bodies\$
 25.30 Pledged as collateral - excluding collateral pledged to an FHLB\$
 25.31 Pledged as collateral to FHLB - including assets backing funding agreements\$
 25.32 Other\$

25.3 For category (25.26) provide the following:

1 Nature of Restriction	2 Description	3 Amount

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [] No [X]

26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] N/A [X]
 If no, attach a description with this statement.

27.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes [] No [X]

27.2 If yes, state the amount thereof at December 31 of the current year\$

28. 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 []

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

1 Name of Custodian(s)	2 Custodian's Address
Citibank, N.A.	333 West 34th Street New York, NY 10001

28.02 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)

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year? Yes [] No [X]

28.04 If yes, give full and complete information relating thereto:

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

28.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of brokers/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 Number(s)	2 Name	3 Address
106006	Babson Capital Management, LLC	1500 Main Street, Springfield, MA 01115

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
GENERAL INTERROGATORIES

- 29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])? Yes [] No [X]
- 29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 - Total		

- 29.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation
.....

30. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds	282,907,179	283,661,762	754,583
30.2 Preferred stocks			
30.3 Totals	282,907,179	283,661,762	754,583

- 30.4 Describe the sources or methods utilized in determining the fair values:

The Fair Value of securities is obtained using quoted market prices when available. If not available, estimated fair value is based on values provided by other third-party organizations. If values provided by other third-party organizations are unavailable, fair value is estimated using internal models by discounting future cash flows using observable current market rates applicable to yield, credit quality and maturity of the investment or using quoted market values for comparable investments. Internal inputs used in the determination of fair value include estimated prepayment speeds, default rates, discount rates and collateral values, among others. Structure Characteristics and results of cash flow priority are also considered.

- 31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes [X] No []
- 31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes [X] No []
- 31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

- 32.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Investment Analysis Office been followed? Yes [X] No []
- 32.2 If no, list exceptions:

GENERAL INTERROGATORIES

OTHER

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any?\$23,955

33.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
American Council of Life Insurers (ACLI)	9,171
.....

34.1 Amount of payments for legal expenses, if any?\$32,737

34.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
.....
.....

35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?\$12,554

35.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
.....
.....

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

GENERAL INTERROGATORIES

PART 2 - LIFE INTERROGATORIES

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes [] No [X]

1.2 If yes, indicate premium earned on U.S. business only \$

1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? \$

1.31 Reason for excluding:
.....

1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above. \$

1.5 Indicate total incurred claims on all Medicare Supplement insurance. \$

1.6 Individual policies:

Most current three years:

1.61 Total premium earned \$

1.62 Total incurred claims \$

1.63 Number of covered lives

All years prior to most current three years

1.64 Total premium earned \$

1.65 Total incurred claims \$

1.66 Number of covered lives

1.7 Group policies:

Most current three years:

1.71 Total premium earned \$

1.72 Total incurred claims \$

1.73 Number of covered lives

All years prior to most current three years

1.74 Total premium earned \$

1.75 Total incurred claims \$

1.76 Number of covered lives

2. Health Test:

	1 Current Year	2 Prior Year
2.1 Premium Numerator		
2.2 Premium Denominator	24,468,709	24,111,798
2.3 Premium Ratio (2.1/2.2)	0.000	0.000
2.4 Reserve Numerator		
2.5 Reserve Denominator	140,173,099	131,664,528
2.6 Reserve Ratio (2.4/2.5)	0.000	0.000

3.1 Does this reporting entity have Separate Accounts? Yes [X] No []

3.2 If yes, has a Separate Accounts Statement been filed with this Department? Yes [X] No [] N/A []

3.3 What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account? \$ 669,591

3.4 State the authority under which Separate Accounts are maintained:
Connecticut General Statutes, Section 33a-433 and 33a-459

3.5 Was any of the reporting entity's Separate Accounts business reinsured as of December 31? Yes [X] No []

3.6 Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31? Yes [] No [X]

3.7 If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)"?

4.1 Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)? Yes [X] No []

4.2 Net reimbursement of such expenses between reporting entities:

4.21 Paid \$ 8,696,640

4.22 Received \$

5.1 Does the reporting entity write any guaranteed interest contracts? Yes [] No [X]

5.2 If yes, what amount pertaining to these lines is included in:

5.21 Page 3, Line 1 \$

5.22 Page 4, Line 1 \$

6. FOR STOCK REPORTING ENTITIES ONLY:

6.1 Total amount paid in by stockholders as surplus funds since organization of the reporting entity: \$ 143,736,914

7. Total dividends paid stockholders since organization of the reporting entity:

7.11 Cash \$ 287,566,415

7.12 Stock \$ 180,000

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

GENERAL INTERROGATORIES

8.1 Does the company reinsure any Workers' Compensation Carve-Out business defined as: Yes [] No [X]
 Reinsurance (including retrocessional reinsurance) assumed by life and health insurers of medical, wage loss and death benefits of the occupational illness and accident exposures, but not the employers liability exposures, of business originally written as workers' compensation insurance.

8.2 If yes, has the reporting entity completed the Workers' Compensation Carve-Out Supplement to the Annual Statement? Yes [] No []

8.3 If 8.1 is yes, the amounts of earned premiums and claims incurred in this statement are:

	1 Reinsurance Assumed	2 Reinsurance Ceded	3 Net Retained
8.31 Earned premium
8.32 Paid claims
8.33 Claim liability and reserve (beginning of year)
8.34 Claim liability and reserve (end of year)
8.35 Incurred claims

8.4 If reinsurance assumed included amounts with attachment points below \$1,000,000, the distribution of the amounts reported in Lines 8.31 and 8.34 for Column (1) are:

	Attachment Point	1 Earned Premium	2 Claim Liability and Reserve
8.41	<\$25,000	.....	.....
8.42	\$25,000 - 99,999	.....	.....
8.43	\$100,000 - 249,999	.....	.....
8.44	\$250,000 - 999,999	.....	.....
8.45	\$1,000,000 or more	.....	.....

8.5 What portion of earned premium reported in 8.31, Column 1 was assumed from pools?\$

9.1 Does the company have variable annuities with guaranteed benefits? Yes [X] No []

9.2 If 9.1 is yes, complete the following table for each type of guaranteed benefit.

Type		3 Waiting Period Remaining	4 Account Value Related to Col. 3	5 Total Related Account Values	6 Gross Amount of Reserve	7 Location of Reserve	8 Portion Reinsured	9 Reinsurance Reserve Credit
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit	N/A	N/A	48,285,396	989,035	Exhibit 5	N/A	
5% ROLL UP	NONE							

10. For reporting entities having sold annuities to another insurer where the insurer purchasing the annuities has obtained a release of liability from the claimant (payee) as the result of the purchase of an annuity from the reporting entity only:

10.1 Amount of loss reserves established by these annuities during the current year:\$

10.2 List the name and location of the insurance company purchasing the annuities and the statement value on the purchase date of the annuities.

1	2 Statement Value on Purchase Date of Annuities (i.e., Present Value)
P&C Insurance Company And Location	

11.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

11.2 If yes, please provide the amount of custodial funds held as of the reporting date.\$

11.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

11.4 If yes, please provide the balance of funds administered as of the reporting date.\$

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

GENERAL INTERROGATORIES

12.1 Are any of the captive affiliates reported on Schedule S, Part 3, authorized reinsurers? Yes [] No [] N/A [X]

12.2 If the answer to 12.1 is yes, please provide the following:

1 Company Name	2 NAIC Company Code	3 Domiciliary Jurisdiction	4 Reserve Credit	Assets Supporting Reserve Credit		
				5 Letters of Credit	6 Trust Agreements	7 Other

13. Provide the following for individual ordinary life insurance* policies (U.S. business only) for the current year (prior to reinsurance assumed or ceded):

13.1 Direct Premium Written\$39,558,516
 13.2 Total Incurred Claims\$23,994,636
 13.3 Number of Covered Lives93

*Ordinary Life Insurance Includes
Term (whether full underwriting,limited underwriting,jet issue,"short form app")
Whole Life (whether full underwriting,limited underwriting,jet issue,"short form app")
Variable Life (with or without secondary gurarantee)
Universal Life (with or without secondary gurarantee)
Variable Universal Life (with or without secondary gurarantee)

FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.

Show amounts of life insurance in this exhibit in thousands (OMIT \$000)

	1 2015	2 2014	3 2013	4 2012	5 2011
Life Insurance in Force (Exhibit of Life Insurance)					
1. Ordinary - whole life and endowment (Line 34, Col. 4)	5,683,960	6,050,202	6,484,724	7,022,075	7,675,301
2. Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4)	4,183	4,429	4,214	4,764	5,255
3. Credit life (Line 21, Col. 6)					
4. Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4)	6,952,141	7,197,793	7,235,356	7,336,331	7,925,756
5. Industrial (Line 21, Col. 2)					
6. FEGLI/SGLI (Lines 43 & 44, Col. 4)					
7. Total (Line 21, Col. 10)	12,640,284	13,252,424	13,724,293	14,363,170	15,606,311
New Business Issued (Exhibit of Life Insurance)					
8. Ordinary - whole life and endowment (Line 34, Col. 2)	2,939	3,239	4,157	1,601	2,958
9. Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2)					
10. Credit life (Line 2, Col. 6)					
11. Group (Line 2, Col. 9)					
12. Industrial (Line 2, Col. 2)					
13. Total (Line 2, Col. 10)	2,939	3,239	4,157	1,601	2,958
Premium Income - Lines of Business (Exhibit 1 - Part 1)					
14. Industrial life (Line 20.4, Col. 2)					
15.1 Ordinary-life insurance (Line 20.4, Col. 3)	22,332,572	24,768,332	27,379,187	29,580,569	28,896,965
15.2 Ordinary-individual annuities (Line 20.4, Col. 4)	15,900	72,897	149,552	27,642	31,048
16. Credit life (group and individual) (Line 20.4, Col. 5)					
17.1 Group life insurance (Line 20.4, Col. 6)	2,120,238	(729,431)	1,085,832	(1,270,471)	91,143
17.2 Group annuities (Line 20.4, Col. 7)					
18.1 A & H-group (Line 20.4, Col. 8)					
18.2 A & H-credit (group and individual) (Line 20.4, Col. 9)					
18.3 A & H-other (Line 20.4, Col. 10)					
19. Aggregate of all other lines of business (Line 20.4, Col. 11)					
20. Total	24,468,709	24,111,798	28,614,570	28,337,739	29,019,156
Balance Sheet (Pages 2 & 3)					
21. Total admitted assets excluding Separate Accounts business (Page 2, Line 26, Col. 3)	421,257,703	396,121,986	373,003,748	378,166,063	334,490,121
22. Total liabilities excluding Separate Accounts business (Page 3, Line 26)	189,956,698	184,428,288	176,982,480	181,938,986	158,033,275
23. Aggregate life reserves (Page 3, Line 1)	136,618,028	131,672,365	129,503,950	124,285,572	112,119,806
24. Aggregate A & H reserves (Page 3, Line 2)					
25. Deposit-type contract funds (Page 3, Line 3)	9,891,826	6,325,705	6,841,263	6,397,225	3,559,246
26. Asset valuation reserve (Page 3, Line 24.01)	4,666,310	4,323,715	4,326,921	3,830,096	3,089,467
27. Capital (Page 3, Lines 29 and 30)	2,500,200	2,500,200	2,500,200	2,500,200	2,500,200
28. Surplus (Page 3, Line 37)	228,800,805	209,193,498	193,521,068	193,727,301	173,957,055
Cash Flow (Page 5)					
29. Net Cash from Operations (Line 11)	28,144,313	16,463,961	23,888,633	34,752,059	16,087,319
Risk-Based Capital Analysis					
30. Total adjusted capital	235,967,315	216,017,413	200,348,189	200,057,597	179,546,722
31. Authorized control level risk - based capital	2,652,876	2,641,360	2,597,505	2,658,823	2,657,198
Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3) (Line No. /Page 2, Line 12, Col. 3) x 100.0					
32. Bonds (Line 1)	57.8	40.8	43.3	42.7	61.7
33. Stocks (Lines 2.1 and 2.2)					
34. Mortgage loans on real estate(Lines 3.1 and 3.2)	1.5	1.2	1.4	1.6	2.1
35. Real estate (Lines 4.1, 4.2 and 4.3)					
36. Cash, cash equivalents and short-term investments (Line 5)	15.9	31.4	27.1	27.0	4.2
37. Contract loans (Line 6)	24.8	26.6	28.2	28.7	32.0
38. Derivatives (Page 2, Line 7)					
39. Other invested assets (Line 8)					
40. Receivables for securities (Line 9)					
41. Securities lending reinvested collateral assets (Line 10)					
42. Aggregate write-ins for invested assets (Line 11)					
43. Cash, cash equivalents and invested assets (Line 12)	100.0	100.0	100.0	100.0	100.0

FIVE-YEAR HISTORICAL DATA

(Continued)

	1 2015	2 2014	3 2013	4 2012	5 2011
Investments in Parent, Subsidiaries and Affiliates					
44. Affiliated bonds (Schedule D Summary, Line 12, Col. 1)	1,642,655	2,287,569	3,829,163	5,800,979	7,393,802
45. Affiliated preferred stocks (Schedule D Summary, Line 18, Col. 1)					
46. Affiliated common stocks (Schedule D Summary Line 24, Col. 1),					
47. Affiliated short-term investments (subtotal included in Schedule DA Verification, Col. 5, Line 10)					
48. Affiliated mortgage loans on real estate					
49. All other affiliated					
50. Total of above Lines 44 to 49	1,642,655	2,287,569	3,829,163	5,800,979	7,393,802
51. Total Investment in Parent included in Lines 44 to 49 above					
Total Nonadmitted and Admitted Assets					
52. Total nonadmitted assets (Page 2, Line 28, Col. 2)	3,847,610	4,449,066	1,152,925	2,217,744	6,223,405
53. Total admitted assets (Page 2, Line 28, Col. 3)	4,700,075,825	4,670,965,245	4,587,907,421	4,489,157,158	4,411,372,242
Investment Data					
54. Net investment income (Exhibit of Net Investment Income)	12,852,135	11,616,274	11,832,493	13,066,812	13,362,287
55. Realized capital gains (losses) (Page 4, Line 34, Column 1)	(35,042)	160,945	(57,628)	1,940,308	(429,541)
56. Unrealized capital gains (losses) (Page 4, Line 38, Column 1)				13,889	(49)
57. Total of above Lines 54, 55 and 56	12,817,093	11,777,219	11,774,865	15,021,009	12,932,697
Benefits and Reserve Increases (Page 6)					
58. Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1, minus Lines 10, 11, 12, 13, 14 and 15 Cols. 9, 10 and 11)	96,724,416	95,253,292	163,470,387	194,338,771	97,417,312
59. Total contract benefits - A & H (Lines 13 & 14, Cols. 9, 10 & 11)					
60. Increase in life reserves - other than group and annuities (Line 19, Cols. 2 and 3)	4,291,458	1,799,063	4,430,583	12,589,804	(216,822)
61. Increase in A & H reserves (Line 19, Cols. 9, 10 & 11)					
62. Dividends to policyholders (Line 30, Col. 1)					
Operating Percentages					
63. Insurance expense percent (Page 6, Col. 1, Lines 21, 22 & 23, less Line 6)/(Page 6, Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.0	23.9	34.3	27.0	26.7	31.1
64. Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.0	5.8	6.5	7.8	8.6	8.1
65. A & H loss percent (Schedule H, Part 1, Lines 5 and 6, Col. 2)					
66. A & H cost containment percent (Schedule H, Pt. 1, Line 4, Col. 2)					
67. A & H expense percent excluding cost containment expenses (Schedule H, Pt. 1, Line 10, Col. 2)					
A & H Claim Reserve Adequacy					
68. Incurred losses on prior years' claims - group health (Schedule H, Part 3, Line 3.1 Col. 2)					
69. Prior years' claim liability and reserve - group health (Schedule H, Part 3, Line 3.2 Col. 2)					
70. Incurred losses on prior years' claims-health other than group (Schedule H, Part 3, Line 3.1 Col. 1 less Col. 2)					
71. Prior years' claim liability and reserve-health other than group (Schedule H, Part 3, Line 3.2 Col. 1 less Col. 2)					
Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)					
72. Industrial life (Col. 2)					
73. Ordinary - life (Col. 3)	15,406,256	12,675,712	16,302,921	12,583,672	19,475,052
74. Ordinary - individual annuities (Col. 4)	(71,572)	49,014	88,620	86,355	(377,947)
75. Ordinary-supplementary contracts (Col. 5)	185,035	134,238	77,240	201,875	229,930
76. Credit life (Col. 6)					
77. Group life (Col. 7)	5,172,836	2,781,754	5,885,046	7,437,336	10,315,531
78. Group annuities (Col. 8)					
79. A & H-group (Col. 9)					
80. A & H-credit (Col. 10)					
81. A & H-other (Col. 11)					
82. Aggregate of all other lines of business (Col. 12)					
83. Total (Col. 1)	20,692,555	15,640,719	22,353,827	20,309,238	29,642,566

NOTE: If a party to a merger, have the two most recent years of this exhibit been restated due to a merger in compliance with the disclosure requirements of SSAP No. 3, Accounting Changes and Correction of Errors? Yes [] No []
 If no, please explain:



ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

DIRECT BUSINESS IN THE STATE OF Grand Total

DURING THE YEAR 2015

NAIC Group Code 0435

LIFE INSURANCE

NAIC Company Code 70416

DIRECT PREMIUMS AND ANNUITY CONSIDERATIONS	1	2	3	4	5
	Ordinary	Credit Life (Group and Individual)	Group	Industrial	Total
1. Life insurance	39,661,722		30,711		39,692,433
2. Annuity considerations	15,900				15,900
3. Deposit-type contract funds		XXX		XXX	
4. Other considerations					
5. Totals (Sum of Lines 1 to 4)	39,677,622		30,711		39,708,333
DIRECT DIVIDENDS TO POLICYHOLDERS					
Life insurance:					
6.1 Paid in cash or left on deposit					
6.2 Applied to pay renewal premiums					
6.3 Applied to provide paid-up additions or shorten the endowment or premium-paying period					
6.4 Other					
6.5 Totals (Sum of Lines 6.1 to 6.4)					
Annuities:					
7.1 Paid in cash or left on deposit					
7.2 Applied to provide paid-up annuities					
7.3 Other					
7.4 Totals (Sum of Lines 7.1 to 7.3)					
8. Grand Totals (Lines 6.5 plus 7.4)					
DIRECT CLAIMS AND BENEFITS PAID					
9. Death benefits	24,753,848		43,948,617		68,702,465
10. Matured endowments					
11. Annuity benefits	918,837				918,837
12. Surrender values and withdrawals for life contracts	44,563,809		4,243,457		48,807,266
13. Aggregate write-ins for miscellaneous direct claims and benefits paid					
14. All other benefits, except accident and health	469,406				469,406
15. Totals	70,705,900		48,192,074		118,897,974
DETAILS OF WRITE-INS					
1301.					
1302.					
1303.					
1398. Summary of Line 13 from overflow page					
1399. Totals (Lines 1301 thru 1303 plus 1398) (Line 13 above)					

DIRECT DEATH BENEFITS AND MATURED ENDOWMENTS INCURRED	Ordinary		Credit Life (Group and Individual)		Group		Industrial		Total	
	1	2	3	4	5	6	7	8	9	10
	No.	Amount	No. of Ind.Pols. & Gr. Certifs.	Amount	No. of Certifs.	Amount	No.	Amount	No.	Amount
16. Unpaid December 31, prior year	36	4,070,829			5	3,028,838			41	7,099,667
17. Incurred during current year	277	24,904,422			59	48,363,747			336	73,268,169
Settled during current year:										
18.1 By payment in full	280	25,223,252			55	43,948,618			335	69,171,870
18.2 By payment on compromised claims										
18.3 Totals paid	280	25,223,252			55	43,948,618			335	69,171,870
18.4 Reduction by compromise										
18.5 Amount rejected										
18.6 Total settlements	280	25,223,252			55	43,948,618			335	69,171,870
19. Unpaid Dec. 31, current year (16+17-18.6)	33	3,751,998			9	7,443,968			42	11,195,966
POLICY EXHIBIT										
20. In force December 31, prior year	31,418	6,054,631,266	(a)		No. of Policies 22	7,197,792,609			31,440	13,252,423,875
21. Issued during year		2,938,500								2,938,500
22. Other changes to in force (Net)	(1,640)	(369,426,736)			(1)	(245,651,124)			(1,641)	(615,077,860)
23. In force December 31 of current year	29,778	5,688,143,030	(a)		21	6,952,141,485			29,799	12,640,284,515

(a) Includes Individual Credit Life Insurance prior year \$ _____, current year \$ _____
 Includes Group Credit Life Insurance Loans less than or equal to 60 months at issue, prior year \$ _____, current year \$ _____
 Loans greater than 60 months at issue BUT NOT GREATER THAN 120 MONTHS, prior year \$ _____, current year \$ _____

ACCIDENT AND HEALTH INSURANCE

	1	2	3	4	5
	Direct Premiums	Direct Premiums Earned	Dividends Paid Or Credited On Direct Business	Direct Losses Paid	Direct Losses Incurred
24. Group Policies (b)					
24.1 Federal Employees Health Benefits Plan premium (b)					
24.2 Credit (Group and Individual)					
24.3 Collectively renewable policies (b)					
24.4 Medicare Title XVIII exempt from state taxes or fees					
Other Individual Policies:					
25.1 Non-cancelable (b)					
25.2 Guaranteed renewable (b)					
25.3 Non-renewable for stated reasons only (b)					
25.4 Other accident only					
25.5 All other (b)					
25.6 Totals (sum of Lines 25.1 to 25.5)					
26. Totals (Lines 24 + 24.1 + 24.2 + 24.3 + 24.4 + 25.6)					

NONE

(b) For health business on indicated lines report: Number of persons insured under PPO managed care products _____ and number of persons insured under indemnity only products _____

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT OF LIFE INSURANCE

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10 Total Amount of Insurance (a)
	1	2	3	4	5	6	Number of		9	
	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)	Number of Individual Policies and Group Certificates	Amount of Insurance (a)	7 Policies	8 Certificates	Amount of Insurance (a)	
1. In force end of prior year			31,418	6,054,631			22	9,049	7,197,793	13,252,424
2. Issued during year				2,939						2,939
3. Reinsurance assumed										
4. Revived during year			10	3,838						3,838
5. Increased during year (net)			5							
6. Subtotals, Lines 2 to 5			15	6,776						6,776
7. Additions by dividends during year	XXX		XXX		XXX		XXX	XXX		
8. Aggregate write-ins for increases										
9. Totals (Lines 1 and 6 to 8)			31,433	6,061,407			22	9,049	7,197,793	13,259,200
Deductions during year:										
10. Death			138	23,989			XXX	60	48,512	72,501
11. Maturity							XXX			
12. Disability							XXX			
13. Expiry			5	289						289
14. Surrender			1,092	225,826			1	264	166,600	392,426
15. Lapse			420	112,759				44	17,600	130,359
16. Conversion							XXX	XXX	XXX	
17. Decreased (net)				10,402					12,939	23,341
18. Reinsurance										
19. Aggregate write-ins for decreases										
20. Totals (Lines 10 to 19)			1,655	373,264			1	368	245,651	618,916
21. In force end of year (Line 9 minus Line 20)			29,778	5,688,143			21	8,681	6,952,141	12,640,284
22. Reinsurance ceded end of year	XXX		XXX	3,147,088	XXX		XXX	XXX	2,280,599	5,427,687
23. Line 21 minus Line 22	XXX		XXX	2,541,055	XXX	(b)	XXX	XXX	4,671,543	7,212,598
DETAILS OF WRITE-INS										
0801.										
0802.										
0803.										
0898. Summary of remaining write-ins for Line 8 from overflow page										
0899. TOTALS (Lines 0801 thru 0803 plus 0898) (Line 8 above)										
1901.										
1902.										
1903.										
1998. Summary of remaining write-ins for Line 19 from overflow page										
1999. TOTALS (Lines 1901 thru 1903 plus 1998) (Line 19 above)										

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000)

(b) Group \$; Individual \$

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

EXHIBIT OF LIFE INSURANCE (Continued)

ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
24. Additions by dividends	XXX		XXX	
25. Other paid-up insurance			6	8,500
26. Debit ordinary insurance	XXX	XXX		

ADDITIONAL INFORMATION ON ORDINARY INSURANCE

Term Insurance Excluding Extended Term Insurance	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
27. Term policies - decreasing				
28. Term policies - other				
29. Other term insurance - decreasing	XXX		XXX	
30. Other term insurance	XXX		XXX	651
31. Totals (Lines 27 to 30)				651
Reconciliation to Lines 2 and 21:				
32. Term additions	XXX		XXX	
33. Totals, extended term insurance	XXX	XXX	68	3,532
34. Totals, whole life and endowment		2,939	29,710	5,683,960
35. Totals (Lines 31 to 34)		2,939	29,778	5,688,143

CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Non-Participating	2 Participating	3 Non-Participating	4 Participating
36. Industrial				
37. Ordinary	2,939		5,688,143	
38. Credit Life (Group and Individual)				
39. Group			6,952,141	
40. Totals (Lines 36 to 39)	2,939		12,640,284	

ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE

	Credit Life		Group	
	1 Number of Individual Policies and Group Certificates	2 Amount of Insurance (a)	3 Number of Certificates	4 Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies	XXX		XXX	
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis		XXX		XXX
43. Federal Employees' Group Life Insurance included in Line 21				
44. Servicemen's Group Life Insurance included in Line 21				
45. Group Permanent Insurance included in Line 21				

ADDITIONAL ACCIDENTAL DEATH BENEFITS

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a)	51,131
---	--------

BASIS OF CALCULATION OF ORDINARY TERM INSURANCE

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Child, etc., policies and riders included above.	
47.1	
47.2	

POLICIES WITH DISABILITY PROVISIONS

Disability Provisions	Industrial		Ordinary		Credit		Group	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Policies	6 Amount of Insurance (a)	7 Number of Certificates	8 Amount of Insurance (a)
48. Waiver of Premium			13,517	2,307,816				
49. Disability Income								
50. Extended Benefits			XXX	XXX				
51. Other								
52. Total		(b)	13,517	(b) 2,307,816		(b)		(b)

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000)

(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
EXHIBIT OF NUMBER OF POLICIES, CONTRACTS, CERTIFICATES, INCOME PAYABLE AND ACCOUNT VALUES IN FORCE FOR SUPPLEMENTARY CONTRACTS, ANNUITIES, ACCIDENT & HEALTH AND OTHER POLICIES

SUPPLEMENTARY CONTRACTS

	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year	11	61		
2. Issued during year	3	28		
3. Reinsurance assumed				
4. Increased during year (net)				
5. Total (Lines 1 to 4)	14	89		
Deductions during year:				
6. Decreased (net)	3	14		
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	3	14		
9. In force end of year	11	75		
10. Amount on deposit	404,341	(a) 9,891,826		(a)
11. Income now payable	11	12		
12. Amount of income payable	(a) 86,005	(a) 137,526	(a)	(a)

ANNUITIES

	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year		1,021		
2. Issued during year				
3. Reinsurance assumed				
4. Increased during year (net)				
5. Totals (Lines 1 to 4)		1,021		
Deductions during year:				
6. Decreased (net)		79		
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)		79		
9. In force end of year		942		
Income now payable:				
10. Amount of income payable	(a)	XXX	XXX	(a)
Deferred fully paid:				
11. Account balance	XXX	(a)	XXX	(a)
Deferred not fully paid:				
12. Account balance	XXX	(a) 48,285,396	XXX	(a)

ACCIDENT AND HEALTH INSURANCE

	Group		Credit		Other	
	1 Certificates	2 Premiums in Force	3 Policies	4 Premiums in Force	5 Policies	6 Premiums in Force
1. In force end of prior year						
2. Issued during year						
3. Reinsurance assumed						
4. Increased during year (net)		XXX		XXX		XXX
5. Totals (Lines 1 to 4)		XXX		XXX		XXX
Deductions during year:						
6. Conversions		XXX		XXX	XXX	XXX
7. Decreased (net)		XXX		XXX		XXX
8. Reinsurance ceded		XXX		XXX		XXX
9. Totals (Lines 6 to 8)		XXX		XXX		XXX
10. In force end of year	(a)		(a)			(a)

DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS

	1	2
	Deposit Funds Contracts	Dividend Accumulations Contracts
1. In force end of prior year		
2. Issued during year		
3. Reinsurance assumed		
4. Increased during year (net)		
5. Totals (Lines 1 to 4)		
Deductions During Year:		
6. Decreased (net)		
7. Reinsurance ceded		
8. Totals (Lines 6 and 7)		
9. In force end of year		
10. Amount of account balance	(a)	(a)

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions.

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
FORM FOR CALCULATING THE INTEREST MAINTENANCE RESERVE

INTEREST MAINTENANCE RESERVE

	1 Amount
1. Reserve as of December 31, Prior Year	367,545
2. Current year's realized pre-tax capital gains/(losses) of \$300,143 transferred into the reserve net of taxes of \$105,050	195,093
3. Adjustment for current year's liability gains/(losses) released from the reserve	
4. Balance before reduction for amount transferred to Summary of Operations (Line 1 + Line 2 + Line 3)	562,638
5. Current year's amortization released to Summary of Operations (Amortization, Line 1, Column 4)	197,060
6. Reserve as of December 31, current year (Line 4 minus Line 5)	365,578

AMORTIZATION

	1	2	3	4
Year of Amortization	Reserve as of December 31, Prior Year	Current Year's Realized Capital Gains/(Losses) Transferred into the Reserve Net of Taxes	Adjustment for Current Year's Liability Gains/(Losses) Released From the Reserve	Balance Before Reduction for Current Year's Amortization (Cols. 1 + 2 + 3)
1. 2015	150,931	46,129		197,060
2. 2016	105,632	70,240		175,872
3. 2017	68,959	41,745		110,704
4. 2018	37,354	29,933		67,287
5. 2019	14,853	17,756		32,609
6. 2020	5,079	5,094		10,174
7. 2021	2,988	(1,347)		1,641
8. 2022	1,087	(1,204)		(117)
9. 2023	773	(1,063)		(290)
10. 2024	696	(900)		(204)
11. 2025	(895)	(740)		(1,635)
12. 2026	(2,195)	(663)		(2,858)
13. 2027	(3,091)	(696)		(3,787)
14. 2028	(3,964)	(728)		(4,692)
15. 2029	(4,547)	(744)		(5,291)
16. 2030	(4,397)	(793)		(5,190)
17. 2031	(3,326)	(809)		(4,135)
18. 2032	(2,081)	(841)		(2,922)
19. 2033	(750)	(890)		(1,640)
20. 2034	672	(922)		(250)
21. 2035	1,310	(955)		355
22. 2036	1,054	(874)		181
23. 2037	771	(712)		59
24. 2038	481	(502)		(21)
25. 2039	164	(307)		(144)
26. 2040	5	(113)		(108)
27. 2041	(1)			(1)
28. 2042	(11)			(11)
29. 2043	(6)			(6)
30. 2044				
31. 2045 and Later				
32. Total (Lines 1 to 31)	367,545	195,093		562,638

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

ASSET VALUATION RESERVE

	Default Component			Equity Component			7 Total Amount (Cols. 3 + 6)
	1 Other Than Mortgage Loans	2 Mortgage Loans	3 Total (Cols. 1 + 2)	4 Common Stock	5 Real Estate and Other Invested Assets	6 Total (Cols. 4 + 5)	
1. Reserve as of December 31, prior year	4,297,656	26,058	4,323,715				4,323,715
2. Realized capital gains/(losses) net of taxes - General Account	(18,095)		(18,095)				(18,095)
3. Realized capital gains/(losses) net of taxes - Separate Accounts	52,434		52,434				52,434
4. Unrealized capital gains/(losses) net of deferred taxes - General Account							
5. Unrealized capital gains/(losses) net of deferred taxes - Separate Accounts							
6. Capital gains credited/(losses charged) to contract benefits, payments or reserves							
7. Basic contribution	860,487	7,556	868,043				868,043
8. Accumulated balances (Lines 1 through 5 - 6 + 7)	5,192,482	33,613	5,226,097				5,226,097
9. Maximum reserve	4,641,188	25,122	4,666,309				4,666,309
10. Reserve objective	3,224,855	15,188	3,240,043				3,240,043
11. 20% of (Line 10 - Line 8)	(393,525)	(3,685)	(397,211)				(397,211)
12. Balance before transfers (Lines 8 + 11)	4,798,957	29,928	4,828,886				4,828,886
13. Transfers							
14. Voluntary contribution							
15. Adjustment down to maximum/up to zero	(157,768)	(4,807)	(162,575)				(162,575)
16. Reserve as of December 31, current year (Lines 12 + 13 + 14 + 15)	4,641,189	25,121	4,666,310				4,666,310

ASSET VALUATION RESERVE
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
DEFAULT COMPONENT

Line Number	NAIC Designation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution		Reserve Objective		Maximum Reserve	
							5 Factor	6 Amount (Cols. 4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
LONG-TERM BONDS												
1.		Exempt Obligations	54,269,462	XXX	XXX	54,269,462	0.0000		0.0000		0.0000	
2.	1	Highest Quality	81,261,801	XXX	XXX	81,261,801	0.0004	32,505	0.0023	186,902	0.0030	243,785
3.	2	High Quality	83,809,760	XXX	XXX	83,809,760	0.0019	159,239	0.0058	486,097	0.0090	754,288
4.	3	Medium Quality	2,529,021	XXX	XXX	2,529,021	0.0093	23,520	0.0230	58,167	0.0340	85,987
5.	4	Low Quality	136,049	XXX	XXX	136,049	0.0213	2,898	0.0530	7,211	0.0750	10,204
6.	5	Lower Quality	745,687	XXX	XXX	745,687	0.0432	32,214	0.1100	82,026	0.1700	126,767
7.	6	In or Near Default	77,165	XXX	XXX	77,165	0.0000		0.2000	15,433	0.2000	15,433
8.		Total Unrated Multi-class Securities Acquired by Conversion		XXX	XXX		XXX		XXX		XXX	
9.		Total Bonds (Sum of Lines 1 through 8)	222,828,946	XXX	XXX	222,828,946	XXX	250,375	XXX	835,835	XXX	1,236,463
PREFERRED STOCK												
10.	1	Highest Quality		XXX	XXX		0.0004		0.0023		0.0030	
11.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
12.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
13.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
14.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
15.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
16.		Affiliated Life with AVR		XXX	XXX		0.0000		0.0000		0.0000	
17.		Total Preferred Stocks (Sum of Lines 10 through 16)		XXX	XXX		XXX		XXX		XXX	
SHORT - TERM BONDS												
18.		Exempt Obligations		XXX	XXX		0.0000		0.0000		0.0000	
19.	1	Highest Quality		XXX	XXX		0.0004		0.0023		0.0030	
20.	2	High Quality	4,995,929	XXX	XXX	4,995,929	0.0019	9,492	0.0058	28,976	0.0090	44,963
21.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
22.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
23.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
24.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
25.		Total Short - Term Bonds (Sum of Lines 18 through 24)	4,995,929	XXX	XXX	4,995,929	XXX	9,492	XXX	28,976	XXX	44,963
DERIVATIVE INSTRUMENTS												
26.		Exchange Traded		XXX	XXX		0.0004		0.0023		0.0030	
27.	1	Highest Quality		XXX	XXX		0.0004		0.0023		0.0030	
28.	2	High Quality		XXX	XXX		0.0019		0.0058		0.0090	
29.	3	Medium Quality		XXX	XXX		0.0093		0.0230		0.0340	
30.	4	Low Quality		XXX	XXX		0.0213		0.0530		0.0750	
31.	5	Lower Quality		XXX	XXX		0.0432		0.1100		0.1700	
32.	6	In or Near Default		XXX	XXX		0.0000		0.2000		0.2000	
33.		Total Derivative Instruments		XXX	XXX		XXX		XXX		XXX	
34.		Total (Lines 9 + 17 + 25 + 33)	227,824,875	XXX	XXX	227,824,875	XXX	259,867	XXX	864,812	XXX	1,281,427

ASSET VALUATION RESERVE (Continued)
BASIC CONTRIBUTION, RESERVE OBJECTIVE AND MAXIMUM RESERVE CALCULATIONS
DEFAULT COMPONENT

Line Number	NAIC Designation	Description	1 Book/Adjusted Carrying Value	2 Reclassify Related Party Encumbrances	3 Add Third Party Encumbrances	4 Balance for AVR Reserve Calculations (Cols. 1 + 2 + 3)	Basic Contribution		Reserve Objective		Maximum Reserve	
							5 Factor	6 Amount (Cols. 4 x 5)	7 Factor	8 Amount (Cols. 4 x 7)	9 Factor	10 Amount (Cols. 4 x 9)
MORTGAGE LOANS												
In Good Standing:												
35.		Farm Mortgages - CM1 - Highest Quality			XXX		0.0010		0.0050		0.0065	
36.		Farm Mortgages - CM2 - High Quality			XXX		0.0035		0.0100		0.0130	
37.		Farm Mortgages - CM3 - Medium Quality			XXX		0.0060		0.0175		0.0225	
38.		Farm Mortgages - CM4 - Low Medium Quality			XXX		0.0105		0.0300		0.0375	
39.		Farm Mortgages - CM5 - Low Quality			XXX		0.0160		0.0425		0.0550	
40.		Residential Mortgages - Insured or Guaranteed	5,655,082		XXX	5,655,082	0.0003	1,697	0.0006	3,393	0.0010	5,655
41.		Residential Mortgages - All Other	192,376		XXX	192,376	0.0013	250	0.0030	577	0.0040	770
42.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0003		0.0006		0.0010	
43.		Commercial Mortgages - All Other - CM1 - Highest Quality			XXX		0.0010		0.0050		0.0065	
44.		Commercial Mortgages - All Other - CM2 - High Quality			XXX		0.0035		0.0100		0.0130	
45.		Commercial Mortgages - All Other - CM3 - Medium Quality			XXX		0.0060		0.0175		0.0225	
46.		Commercial Mortgages - All Other - CM4 - Low Medium Quality			XXX		0.0105		0.0300		0.0375	
47.		Commercial Mortgages - All Other - CM5 - Low Quality			XXX		0.0160		0.0425		0.0550	
Overdue, Not in Process:												
48.		Farm Mortgages			XXX		0.0420		0.0760		0.1200	
49.		Residential Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
50.		Residential Mortgages - All Other			XXX		0.0025		0.0058		0.0090	
51.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0005		0.0012		0.0020	
52.		Commercial Mortgages - All Other			XXX		0.0420		0.0760		0.1200	
In Process of Foreclosure:												
53.		Farm Mortgages			XXX		0.0000		0.1700		0.1700	
54.		Residential Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
55.		Residential Mortgages - All Other			XXX		0.0000		0.0130		0.0130	
56.		Commercial Mortgages - Insured or Guaranteed			XXX		0.0000		0.0040		0.0040	
57.		Commercial Mortgages - All Other			XXX		0.0000		0.1700		0.1700	
58.		Total Schedule B Mortgages (Sum of Lines 35 through 57)	5,847,458		XXX	5,847,458	XXX	1,947	XXX	3,970	XXX	6,425
59.		Schedule DA Mortgages			XXX		0.0030		0.0100		0.0130	
60.		Total Mortgage Loans on Real Estate (Lines 58 + 59)	5,847,458		XXX	5,847,458	XXX	1,947	XXX	3,970	XXX	6,425

Asset Valuation Reserve - Equity Component

N O N E

Asset Valuation Reserve Replications (Synthetic) Assets

N O N E

Schedule F - Claims

N O N E

Schedule H - Part 1 - Analysis of Underwriting Operations

N O N E

Schedule H - Part 2 - Reserves and Liabilities

N O N E

Schedule H - Part 3 - Prior Year's Claim Reserves and Liabilities

N O N E

Schedule H - Part 4 - Reinsurance

N O N E

Schedule H - Part 5 - Health Claims

N O N E

Schedule S - Part 1 - Section 1

N O N E

Schedule S - Part 1 - Section 2

N O N E

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE S - PART 2

Reinsurance Recoverable on Paid and Unpaid Losses Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Company	5 Domiciliary Jurisdiction	6 Paid Losses	7 Unpaid Losses
65935	04-1590850	09/07/1983	Massachusetts Mutual Life Insurance Company	MA		208,497
65935	04-1590850	01/01/2000	Massachusetts Mutual Life Insurance Company	MA	4,590,996	3,199,095
0299999. Life and Annuity - U.S. Affiliates - Other					4,590,996	3,407,592
0399999. Total Life and Annuity - U.S. Affiliates					4,590,996	3,407,592
0699999. Total Life and Annuity - Non-U.S. Affiliates						
0799999. Total Life and Annuity - Affiliates					4,590,996	3,407,592
86258	13-2572994	02/08/1999	General Re Life Corp. (CO81)	CT	80,898	265,562
65676	35-0472300	02/08/1999	Lincoln National Life Ins. Co. (LN81)	IN	122,818	376,408
66346	58-0828824	02/08/1999	Munich American Reassurance Co (MU81)	GA	229,397	592,267
66346	58-0828824	01/01/1999	Munich American Reassurance Co (MU82)	GA	59,457	288,121
93572	43-1235868	01/01/1999	RGA Reinsurance Co. (AZ82)	MO	119,078	335,753
93572	43-1235868	02/08/1999	RGA Reinsurance Co. (GA81)	MO	122,818	376,408
0899999. Life and Annuity - U.S. Non-Affiliates					734,466	2,234,519
1099999. Total Life and Annuity - Non-Affiliates					734,466	2,234,519
1199999. Total Life and Annuity					5,325,462	5,642,111
1499999. Total Accident and Health - U.S. Affiliates						
1799999. Total Accident and Health - Non-U.S. Affiliates						
1899999. Total Accident and Health - Affiliates						
2199999. Total Accident and Health - Non-Affiliates						
2299999. Total Accident and Health						
2399999. Total U.S. (Sum of 0399999, 0899999, 1499999 and 1999999)					5,325,462	5,642,111
2499999. Total Non-U.S. (Sum of 0699999, 0999999, 1799999 and 2099999)						
9999999 Totals - Life, Annuity and Accident and Health					5,325,462	5,642,111

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Company	5 Domi- ciliary Juris- diction	6 Type of Reinsurance Ceded	7 Type of Business Ceded	8 Amount in Force at End of Year	Reserve Credit Taken		11 Premiums	Outstanding Surplus Relief		14 Modified Coinsurance Reserve	15 Funds Withheld Under Coinsurance
								9 Current Year	10 Prior Year		12 Current Year	13 Prior Year		
65935	04-1590850	09/07/1983	Massachusetts Mutual Life Insurance Co	MA	YRT/I	OL	652,407,075	6,228,044	6,294,938	7,246,897				
65935	04-1590850	01/01/1997	Massachusetts Mutual Life Insurance Co	MA	OTH/I	OL				248,687				
0299999. General Account - Authorized U.S. Affiliates - Other							652,407,075	6,228,044	6,294,938	7,495,584				
0399999. Total General Account - Authorized U.S. Affiliates							652,407,075	6,228,044	6,294,938	7,495,584				
0699999. Total General Account - Authorized Non-U.S. Affiliates														
0799999. Total General Account - Authorized Affiliates							652,407,075	6,228,044	6,294,938	7,495,584				
60895	35-0145825	02/08/1999	American United Life Ins Co (AU81)	IN	YRT/I	OL				(823)				
80659	38-0397420	03/01/1996	Canada Life Assurance Co. (CR57)	MI	YRT/G	OL	742,552	2,235	2,070	1,677				
68276	48-1024691	01/01/1999	Employers Reassurance Corp. (ER82)	KS	YRT/I	OL				1,953				
86258	13-2572994	02/08/1999	General Re Life Corp. (C081)	CT	YRT/I	OL	298,934,840	1,989,879	1,966,445	1,192,582				
65676	35-0472300	01/05/1983	Lincoln National Life Ins. Co. (LN16)	IN	YRT/G	OL	3,168,923	9,538	8,832	7,783				
65676	35-0472300	02/08/1999	Lincoln National Life Ins. Co. (LN81)	IN	YRT/I	OL	453,911,850	3,022,421	2,995,790	1,789,917				
66346	58-0828824	05/01/1994	Munich American Reassurance Co (CA48)	GA	YRT/G	OL	212,672	640	593	438				
66346	58-0828824	02/08/1999	Munich American Reassurance Co (MU81)	GA	YRT/I	OL	755,421,211	5,028,495	4,969,546	2,767,812				
66346	58-0828824	01/01/1999	Munich American Reassurance Co (MU82)	GA	YRT/I	OL	241,867,040	1,880,727	1,894,315	1,155,470				
93572	43-1235868	05/01/1994	RGA Reinsurance Co. (AZ51)	MO	YRT/G	OL	828,568	2,494	2,309	1,674				
93572	43-1235868	01/01/1999	RGA Reinsurance Co. (AZ82)	MO	YRT/I	OL	290,634,128	2,259,664	2,275,976	1,767,753				
93572	43-1235868	09/14/1981	RGA Reinsurance Co. (GA11)	MO	YRT/G	OL	56,521	2,186	2,144	2,119				
93572	43-1235868	02/08/1999	RGA Reinsurance Co. (GA81)	MO	YRT/I	OL	453,911,850	3,022,421	2,995,790	1,762,728				
68713	84-0499703	03/01/1996	Security Life of Denver Ins. Co. (SD46)	CO	YRT/G	OL	1,923,350	5,789	5,361	3,810				
82627	06-0839705	03/01/1996	Swiss Re Life & Health America Inc. (SR59)	MO	YRT/G	OL	4,138,454	12,457	11,535	11,476				
0899999. General Account - Authorized U.S. Non-Affiliates							2,505,751,959	17,238,946	17,130,706	10,466,369				
1099999. Total General Account - Authorized Non-Affiliates							2,505,751,959	17,238,946	17,130,706	10,466,369				
1199999. Total General Account Authorized							3,158,159,034	23,466,990	23,425,644	17,961,953				
1499999. Total General Account - Unauthorized U.S. Affiliates														
1799999. Total General Account - Unauthorized Non-U.S. Affiliates														
1899999. Total General Account - Unauthorized Affiliates														
2199999. Total General Account - Unauthorized Non-Affiliates														
2299999. Total General Account Unauthorized														
2599999. Total General Account - Certified U.S. Affiliates														
2899999. Total General Account - Certified Non-U.S. Affiliates														
2999999. Total General Account - Certified Affiliates														
3299999. Total General Account - Certified Non-Affiliates														
3399999. Total General Account Certified														
3499999. Total General Account Authorized, Unauthorized and Certified							3,158,159,034	23,466,990	23,425,644	17,961,953				
65935	04-1590850	01/01/2000	Massachusetts Mutual Life Insurance Co	MA	MCO/G	OL	2,269,527,519			451,213			1,052,175,803	
3699999. Separate Accounts - Authorized U.S. Affiliates - Other							2,269,527,519			451,213			1,052,175,803	
3799999. Total Separate Accounts - Authorized U.S. Affiliates							2,269,527,519			451,213			1,052,175,803	
4099999. Total Separate Accounts - Authorized Non-U.S. Affiliates														
4199999. Total Separate Accounts - Authorized Affiliates							2,269,527,519			451,213			1,052,175,803	
4499999. Total Separate Accounts - Authorized Non-Affiliates														
4599999. Total Separate Accounts Authorized							2,269,527,519			451,213			1,052,175,803	
4899999. Total Separate Accounts - Unauthorized U.S. Affiliates														
5199999. Total Separate Accounts - Unauthorized Non-U.S. Affiliates														
5299999. Total Separate Accounts - Unauthorized Affiliates														
5599999. Total Separate Accounts - Unauthorized Non-Affiliates														
5699999. Total Separate Accounts Unauthorized														
5999999. Total Separate Accounts - Certified U.S. Affiliates														
6299999. Total Separate Accounts - Certified Non-U.S. Affiliates														
6399999. Total Separate Accounts - Certified Affiliates														
6699999. Total Separate Accounts - Certified Non-Affiliates														
6799999. Total Separate Accounts Certified														
6899999. Total Separate Accounts Authorized, Unauthorized and Certified							2,269,527,519			451,213			1,052,175,803	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE S - PART 3 - SECTION 1

Reinsurance Ceded Life Insurance, Annuities, Deposit Funds and Other Liabilities Without Life or Disability Contingencies, and Related Benefits Listed by Reinsuring Company as of December 31, Current Year

1 NAIC Company Code	2 ID Number	3 Effective Date	4 Name of Company	5 Domi- ciliary Juris- diction	6 Type of Reinsurance Ceded	7 Type of Business Ceded	8 Amount in Force at End of Year	Reserve Credit Taken		11 Premiums	Outstanding Surplus Relief		14 Modified Coinsurance Reserve	15 Funds Withheld Under Coinsurance
								9 Current Year	10 Prior Year		12 Current Year	13 Prior Year		
6999999	Total U.S. (Sum of 0399999, 0899999, 1499999, 1999999, 2599999, 3099999, 3799999, 4299999, 4899999, 5399999, 5999999 and 6499999)						5,427,686,553	23,466,990	23,425,644	18,413,167			1,052,175,803	
7099999	Total Non-U.S. (Sum of 0699999, 0999999, 1799999, 2099999, 2899999, 3199999, 4099999, 4399999, 5199999, 5499999, 6299999 and 6599999)													
9999999	- Totals						5,427,686,553	23,466,990	23,425,644	18,413,167			1,052,175,803	

Schedule S - Part 3 - Section 2

NONE

Schedule S - Part 4

NONE

Schedule S - Part 4 - Bank Footnote

NONE

Schedule S - Part 5

NONE

Schedule S - Part 5 - Bank Footnote

NONE

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE S - PART 6

Five Year Exhibit of Reinsurance Ceded Business
(000 OMITTED)

	1 2015	2 2014	3 2013	4 2012	5 2011
A. OPERATIONS ITEMS					
1. Premiums and annuity considerations for life and accident and health contracts	18,413	18,350	17,451	19,228	22,930
2. Commissions and reinsurance expense allowances	5,632	5,523	5,397	5,254	5,095
3. Contract claims	26,267	26,420	25,158	23,503	20,964
4. Surrender benefits and withdrawals for life contracts					
5. Dividends to policyholders					
6. Reserve adjustments on reinsurance ceded	(15,069)	(12,815)	(10,107)	(8,328)	(6,726)
7. Increase in aggregate reserve for life and accident and health contracts	41	(543)	(1,317)	(9,171)	(1,053)
B. BALANCE SHEET ITEMS					
8. Premiums and annuity considerations for life and accident and health contracts deferred and uncollected	652	194	(480)	1,520	(1,118)
9. Aggregate reserves for life and accident and health contracts	23,467	23,426	23,969	25,286	34,457
10. Liability for deposit-type contracts					
11. Contract claims unpaid	5,642	4,901	7,379	5,060	2,389
12. Amounts recoverable on reinsurance	5,325	7,225	2,686	5,259	581
13. Experience rating refunds due or unpaid	1,572	2,028	2,757	2,516	4,030
14. Policyholders' dividends (not included in Line 10)					
15. Commissions and reinsurance expense allowances due	19,537	21,245	18,612	25,205	22,653
16. Unauthorized reinsurance offset					
17. Offset for reinsurance with Certified Reinsurers					XXX
C. UNAUTHORIZED REINSURANCE (DEPOSITS BY AND FUNDS WITHHELD FROM)					
18. Funds deposited by and withheld from (F)					
19. Letters of credit (L)					
20. Trust agreements (T)					
21. Other (O)					
D. REINSURANCE WITH CERTIFIED REINSURERS (DEPOSITS BY AND FUNDS WITHHELD FROM)					
22. Multiple Beneficiary Trust					XXX
23. Funds deposited by and withheld from (F)					XXX
24. Letters of credit (L)					XXX
25. Trust agreements (T)					XXX
26. Other (O)					XXX

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE S - PART 7

Restatement of Balance Sheet to Identify Net Credit for Ceded Reinsurance

	1 As Reported (net of ceded)	2 Restatement Adjustments	3 Restated (gross of ceded)
ASSETS (Page 2, Col. 3)			
1. Cash and invested assets (Line 12)	385,572,348		385,572,348
2. Reinsurance (Line 16)	26,434,425	(26,434,425)	
3. Premiums and considerations (Line 15)	(2,123,130)	651,501	(1,471,629)
4. Net credit for ceded reinsurance	XXX	54,110,474	54,110,474
5. All other admitted assets (balance)	11,374,060		11,374,060
6. Total assets excluding Separate Accounts (Line 26)	421,257,703	28,327,550	449,585,253
7. Separate Account assets (Line 27)	4,278,818,122		4,278,818,122
8. Total assets (Line 28)	4,700,075,825	28,327,550	4,728,403,375
LIABILITIES, CAPITAL AND SURPLUS (Page 3)			
9. Contract reserves (Lines 1 and 2)	136,618,028	23,466,990	160,085,018
10. Liability for deposit-type contracts (Line 3)	9,891,826		9,891,826
11. Claim reserves (Line 4)	6,741,511	5,642,111	12,383,622
12. Policyholder dividends/reserves (Lines 5 through 7)			
13. Premium & annuity considerations received in advance (Line 8)	2,383		2,383
14. Other contract liabilities (Line 9)	12,336,307	(798,473)	11,537,834
15. Reinsurance in unauthorized companies (Line 24.02 minus inset amount)			
16. Funds held under reinsurance treaties with unauthorized reinsurers (Line 24.03 minus inset amount)			
17. Reinsurance with Certified Reinsurers (Line 24.02 inset amount)			
18. Funds held under reinsurance treaties with Certified Reinsurers (Line 24.03 inset amount)			
19. All other liabilities (balance)	24,366,643	16,923	24,383,566
20. Total liabilities excluding Separate Accounts (Line 26)	189,956,698	28,327,550	218,284,248
21. Separate Account liabilities (Line 27)	4,278,818,122		4,278,818,122
22. Total liabilities (Line 28)	4,468,774,820	28,327,550	4,497,102,370
23. Capital & surplus (Line 38)	231,301,005	XXX	231,301,005
24. Total liabilities, capital & surplus (Line 39)	4,700,075,825	28,327,550	4,728,403,375
NET CREDIT FOR CEDED REINSURANCE			
25. Contract reserves	23,466,990		
26. Claim reserves	5,642,111		
27. Policyholder dividends/reserves			
28. Premium & annuity considerations received in advance			
29. Liability for deposit-type contracts			
30. Other contract liabilities	(798,473)		
31. Reinsurance ceded assets	26,434,425		
32. Other ceded reinsurance recoverables			
33. Total ceded reinsurance recoverables	54,745,052		
34. Premiums and considerations	651,501		
35. Reinsurance in unauthorized companies			
36. Funds held under reinsurance treaties with unauthorized reinsurers			
37. Reinsurance with Certified Reinsurers			
38. Funds held under reinsurance treaties with Certified Reinsurers			
39. Other ceded reinsurance payables/offsets	(16,923)		
40. Total ceded reinsurance payable/offsets	634,578		
41. Total net credit for ceded reinsurance	54,110,474		

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Allocated by States and Territories

States, Etc.	1	Life Contracts		Direct Business Only			7
		2	3	4	5	6	
	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	239,972			239,972	
2. Alaska	AK	L	24,067			24,067	
3. Arizona	AZ	L	1,020,315			1,020,315	
4. Arkansas	AR	L	78,604			78,604	
5. California	CA	L	4,674,785			4,674,785	
6. Colorado	CO	L	769,620			769,620	
7. Connecticut	CT	L	704,192			704,192	
8. Delaware	DE	L	71,670			71,670	
9. District of Columbia	DC	L	523,009			523,009	
10. Florida	FL	L	2,142,897			2,142,897	
11. Georgia	GA	L	706,200			706,200	
12. Hawaii	HI	L	205,234			205,234	
13. Idaho	ID	L	62,231			62,231	
14. Illinois	IL	L	1,489,674			1,489,674	
15. Indiana	IN	L	694,710			694,710	
16. Iowa	IA	L	611,821	1,800		613,621	
17. Kansas	KS	L	447,763			447,763	
18. Kentucky	KY	L	313,742			313,742	
19. Louisiana	LA	L	428,229			428,229	
20. Maine	ME	L	199,220			199,220	
21. Maryland	MD	L	1,217,025	1,260		1,218,285	
22. Massachusetts	MA	L	948,061			948,061	
23. Michigan	MI	L	1,769,992	4,800		1,774,792	
24. Minnesota	MN	L	496,182			496,182	
25. Mississippi	MS	L	276,725			276,725	
26. Missouri	MO	L	665,685	3,040		668,725	
27. Montana	MT	L	371,392			371,392	
28. Nebraska	NE	L	445,743	1,800		447,543	
29. Nevada	NV	L	307,463			307,463	
30. New Hampshire	NH	L	201,037			201,037	
31. New Jersey	NJ	L	1,821,621			1,821,621	
32. New Mexico	NM	L	107,959			107,959	
33. New York	NY	N	171,654			171,654	
34. North Carolina	NC	L	1,374,770			1,374,770	
35. North Dakota	ND	L	8,448			8,448	
36. Ohio	OH	L	1,487,781			1,487,781	
37. Oklahoma	OK	L	1,144,716			1,144,716	
38. Oregon	OR	L	449,548			449,548	
39. Pennsylvania	PA	L	2,262,101			2,262,101	
40. Rhode Island	RI	L	233,293			233,293	
41. South Carolina	SC	L	781,252			781,252	
42. South Dakota	SD	L	45,989			45,989	
43. Tennessee	TN	L	662,570			662,570	
44. Texas	TX	L	3,222,726			3,222,726	
45. Utah	UT	L	396,488			396,488	
46. Vermont	VT	L	96,581	1,200		97,781	
47. Virginia	VA	L	1,723,117			1,723,117	
48. Washington	WA	L	780,512			780,512	
49. West Virginia	WV	L	199,095			199,095	
50. Wisconsin	WI	L	453,634	2,000		455,634	
51. Wyoming	WY	L	27,401			27,401	
52. American Samoa	AS	N					
53. Guam	GU	N					
54. Puerto Rico	PR	N					
55. U.S. Virgin Islands	VI	N					
56. Northern Mariana Islands	MP	N					
57. Canada	CAN	N					
58. Aggregate Other Alien	OT	XXX	133,917			133,917	
59. Subtotal	(a)	50	39,692,433	15,900		39,708,333	
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		469,405			469,405	
94. Aggregate or other amounts not allocable by State	XXX						
95. Totals (Direct Business)	XXX		40,161,838	15,900		40,177,738	
96. Plus reinsurance assumed	XXX						
97. Totals (All Business)	XXX		40,161,838	15,900		40,177,738	
98. Less reinsurance ceded	XXX		17,955,260			17,955,260	
99. Totals (All Business) less Reinsurance Ceded	XXX		22,206,578	15,900	(b)	22,222,478	
DETAILS OF WRITE-INS							
58001. ZZZ Other Alien	XXX		133,917			133,917	
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		133,917			133,917	
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.

Explanation of basis of allocation by states, etc., of premiums and annuity considerations

Individual insurance premiums and annuity considerations - allocated to the states in which the policyholder resides (based on Company records when the premium is received).
 Group premiums - allocated consistent with the 500 lives rule.

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

(b) Column 4 should balance with Exhibit 1, Lines 6.4, 10.4, and 16.4, Cols. 8, 9, 10, or with Schedule H, Part 1, Line 1, indicate which: Exhibit 1, Lines 6.4, 10.4, and 16.4, Cols. 8, 9, 10.

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE T - PART 2
INTERSTATE COMPACT - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

		Direct Business Only					6 Totals
		1 Life (Group and Individual)	2 Annuities (Group and Individual)	3 Disability Income (Group and Individual)	4 Long-Term Care (Group and Individual)	5 Deposit-Type Contracts	
States, Etc.							
1. Alabama	AL	239,972					239,972
2. Alaska	AK	24,067					24,067
3. Arizona	AZ	1,020,315					1,020,315
4. Arkansas	AR	78,604					78,604
5. California	CA	4,674,785					4,674,785
6. Colorado	CO	769,620					769,620
7. Connecticut	CT	704,192					704,192
8. Delaware	DE	71,670					71,670
9. District of Columbia	DC	523,009					523,009
10. Florida	FL	2,142,897					2,142,897
11. Georgia	GA	706,200					706,200
12. Hawaii	HI	205,234					205,234
13. Idaho	ID	62,231					62,231
14. Illinois	IL	1,489,674					1,489,674
15. Indiana	IN	694,710					694,710
16. Iowa	IA	611,821	1,800				613,621
17. Kansas	KS	447,763					447,763
18. Kentucky	KY	313,742					313,742
19. Louisiana	LA	428,229					428,229
20. Maine	ME	199,220					199,220
21. Maryland	MD	1,217,025	1,260				1,218,285
22. Massachusetts	MA	948,061					948,061
23. Michigan	MI	1,769,992	4,800				1,774,792
24. Minnesota	MN	496,182					496,182
25. Mississippi	MS	276,725					276,725
26. Missouri	MO	665,685	3,040				668,725
27. Montana	MT	371,392					371,392
28. Nebraska	NE	445,743	1,800				447,543
29. Nevada	NV	307,463					307,463
30. New Hampshire	NH	201,037					201,037
31. New Jersey	NJ	1,821,621					1,821,621
32. New Mexico	NM	107,959					107,959
33. New York	NY	171,654					171,654
34. North Carolina	NC	1,374,770					1,374,770
35. North Dakota	ND	8,448					8,448
36. Ohio	OH	1,487,781					1,487,781
37. Oklahoma	OK	1,144,716					1,144,716
38. Oregon	OR	449,548					449,548
39. Pennsylvania	PA	2,262,101					2,262,101
40. Rhode Island	RI	233,293					233,293
41. South Carolina	SC	781,252					781,252
42. South Dakota	SD	45,989					45,989
43. Tennessee	TN	662,570					662,570
44. Texas	TX	3,222,726					3,222,726
45. Utah	UT	396,488					396,488
46. Vermont	VT	96,581	1,200				97,781
47. Virginia	VA	1,723,117					1,723,117
48. Washington	WA	780,512					780,512
49. West Virginia	WV	199,095					199,095
50. Wisconsin	WI	453,634	2,000				455,634
51. Wyoming	WY	27,401					27,401
52. American Samoa	AS						
53. Guam	GU						
54. Puerto Rico	PR						
55. U.S. Virgin Islands	VI						
56. Northern Mariana Islands	MP						
57. Canada	CAN						
58. Aggregate Other Alien	OT	133,917					133,917
59. Total		39,692,433	15,900				39,708,333

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
CML Special Situations Investor LLC	None		Delaware
MML Mezzanine Investor L, LLC	04-1590850		Delaware
Berkshire Way LLC	04-1590850		Delaware
MML Special Situations Investor LLC	None		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
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		Connecticut
MMC Equipment Finance LLC	04-1590850		Delaware
MassMutual Asset Finance LLC*	26-0073611		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
Pioneers Gate LLC	45-2738137		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

*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 Asia Limited	None		Hong Kong, Special Administrative Region of China
MassMutual Asia Investors Ltd.	None		Hong Kong, Special Administrative Region of China
MassMutual Guardian Limited	None		Hong Kong, Special Administrative Region of China
MassMutual Insurance Consultants Limited	None		Hong Kong, Special Administrative Region of China
MassMutual Services Limited	None		Hong Kong, Special Administrative Region of China
MassMutual Trustees Limited	None		Hong Kong, Special Administrative Region of China
Protective Capital (International) Limited	98-0610331		Hong Kong, Special Administrative Region of China
MassMutual Life Insurance Company	None		Japan
MassMutual Internacional (Chile) SpA	98-1033127		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
BCF Senior Funding I LLC	None		Delaware
Babson Capital Securities LLC	04-3238351		Delaware
Babson Capital Guernsey Limited	98-0437588		Guernsey
Babson Capital Management (UK) Limited	98-0432153		United Kingdom
Babson GPC GP S.à.r.l.	None		Luxembourg
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	98-1012393		United Kingdom
BCGSS 2 GP LLP	None		United Kingdom
Babson European Direct Lending 1 GP LLP	None		United Kingdom
Babson Capital Management (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
CREAE AIFM LLP	None		United Kingdom
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
Cornerstone Real Estate Advisers GmbH	98-1194368		Germany
Babson Capital Management (Australia) Holding Company Pty Ltd.	None		Australia
Babson Capital Management (Australia) Pty Ltd.	98-0457456		Australia
Babson Capital Cornerstone Asia Limited	None		Hong Kong, Special Administrative Region of China
Wood Creek Capital Management LLC	04-1590850		Delaware
Wood Creek Index Company, LLC	26-3115362		Delaware
Milestone Acquisition Holding, LLC.	47-3055009		Delaware

*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>
Alchemy Copyrights, LLC.	47-2642354		Delaware
Red Lake Ventures, LLC	46-5460309		Delaware
Teaktree Acquisition, LLC	None		Delaware
U.S. Buyer Broadcasting, LLC	47-1855920		Delaware
Tamiami Citrus, LLC	None		Delaware
Solar Acquisition Holding, LLC	None		Delaware
U.S. Pharmaceuticals Holdings II, LLC	47-5436800		Delaware
Sweet Tree Holdings 1, LLC	46-3123110		Delaware
U.S. Trailer Holdings II LLC	46-2104352		Delaware
VGS Acquisition Holding, LLC	None		Delaware
U.S. WIG Holdings, LP	46-1500495		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
Babson CLO Investment Partners GP, LLC	None		Delaware
Babson Global Loan Feeder Management, LLC	None		Delaware
Babson TERO Management LLC	None		Delaware
Babson Investment Grade CLO Debt Management LLC	None		Delaware
Benton Street Advisors, Inc.	98-0536233		Cayman Islands
SDCOS 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
Mezzco Australia II LLC	None		Delaware
Somerset Special Opportunities 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

*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>
VTL Associates, LLC	None		Pennsylvania
Index Management Solutions, LLC	None		Pennsylvania
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, LLC	06-1121864		Connecticut
Tremont GP, LLC	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
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, Special Administrative Region of China
Baring International Fund Managers (Bermuda) Limited	98-0457465		Bermuda
Baring Asset Management (Asia) Limited	98-0457463		Hong Kong, Special Administrative Region of China
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
Baring Investments (UK) Limited	None		United Kingdom
First Mercantile Trust Company	62-0951563		Tennessee
Haven Life Insurance Agency, LLC	46-2252944		Delaware
MML Management Corporation	04-2443240		Massachusetts
MassMutual International Holding MSC, Inc.	04-3548444		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

Other Affiliates:

*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

51.4

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
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
100 w. 3 rd Street LLC	04-1590850		Delaware
300 South Tryon Hotel LLC	04-1590850		Delaware
300 South Tryon LLC	04-1590850		Delaware
54 West Capital LLC	20-3887968		Delaware
Alexandria Towers Investors LLC	16-1720387		Delaware
Cambridge Hotel, LLC	06-1614196		Delaware
Cheyenne Mountain Resort LLC	04-1590850		Delaware
Cornerstone Partners IV LLC	71-0908077		Delaware
E-Wise Land Venture LLC	20-3887968		Delaware
Kazwell Realty Partners LLC	20-3887968		Delaware
King Alexander LLC	45-3754085		Delaware
Marco Hotel LLC	46-4255307		Delaware
MMI/BDI Riverside Mt. Vernon LLC	26-2704765		Delaware
MML O'Hare Hotel LLC	26-3799762		Delaware
Oakley Grove Development LLC	20-3887968		Delaware
Old Pasco Properties LLC	20-3887968		Delaware
Reston Arboretum LLC	75-2901061		Delaware
Riva Portland LLC	30-0713071		Delaware
Rockville Town Center LLC	54-2055778		Virginia
Seattle 1415 Hotel Owner LLC	46-5491311		Delaware
Sedona TFMP Land LLC	04-1590850		Delaware
South Myrtle Monrovia MM LLC	04-1590850		Delaware
South Pasco Properties LLC	20-3887968		Delaware
West 46 th Street Hotel LLC	05-1590850		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 Active Short Duration Bond Fund	47-3722434		Massachusetts
Babson Capital High Yield LLC*	55-0886109		Delaware
Babson Capital Floating Rate Income Fund, L.P.	27-3330830		Delaware
Babson Capital Loan Strategies Master Fund LP	None		Cayman Islands
Babson Capital Global Special Situation Credit Fund 2*	98-1206017		Delaware
Babson Capital Global Investment Funds plc	None		Ireland
Babson Capital Global Investment Fund 2 plc	None		Ireland
Babson Capital Global Umbrella Fund plc	None		Ireland
Babson Capital Loan Strategies Fund, L.P.*	37-1506417		Delaware

*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>
Babson CLO Ltd. 2005-III	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 CLO Ltd. 2014-II	None		Cayman Islands
Babson CLO Ltd. 2014-III	None		Cayman Islands
Babson CLO Ltd. 2015-I	None		Cayman Islands
Babson CLO Ltd. 2015-II	None		Cayman Islands
Babson Euro CLO 2014-I BV	None		Netherlands
Babson Euro CLO 2014-II BV	None		Netherlands
Babson Euro CLO 2015-I BV	None		Netherlands
Babson Emerging Markets Debt Blended Total Return Fund	47-3758432		Massachusetts
Babson Emerging Markets Local Currency Debt Fund	47-3774453		Massachusetts
Babson Global Credit Fund (Lux) SCSp, SIACV-SIF	None		Luxembourg
Babson Global Floating Rate Fund	46-3133952		Massachusetts
Babson Global High Yield Fund	47-3790192		Massachusetts
Babson Global Income Opportunities Credit Fund	46-3119764		Massachusetts
Babson Investment Grade CLO Debt Fund LP	47-3971963		Delaware
Babson Mid-Market CLO Ltd. 2007-II	None		Cayman Islands
Babson Total Return Bond Fund	47-3734770		Massachusetts
Babson US High Yield Fund	47-3801860		Massachusetts
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

*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

51.6

	<u>Federal Tax ID</u>	<u>NAIC Co Code</u>	<u>State of Domicile</u>
Gateway Mezzanine Partners I Trust	None		Australia
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
Malin CLO B.V.	None		United Kingdom
Rockall CLO B.V.	None		United Kingdom
Saint James River CDO, Ltd.	None		Cayman Islands
Sapphire Valley CDO I, Ltd.	None		Cayman Islands
SDCOS L.P.	74-3182902		Delaware
Somerset Special Opportunities Fund L.P.*	20-8856877		Delaware
Somerset Special Opportunities Master Fund LP	None		Cayman Islands
Timberland Forest Holdings, LLC	47-5322979		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
Whately CDO, Ltd.	None		Cayman Islands
Wood Creek Multi Asset Fund, L.P.	20-4981369		Delaware
Wood Creek Venture Fund LLC	04-1590850		Delaware
Baring Affiliates & Funds:			
Baring Emerging Market Corp Debt Fund	None		Ireland
Baring Focused EAFE Equity Fund	11-3789446		Delaware
Baring Focused International Equity Fund	01-0850479		Delaware
Baring Global Dynamic Asset Allocation Fund	30-0607379		Delaware
Baring Greater China Equity Fund	None		Hong Kong
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
50 Liberty LLC*	36-4823011		Delaware
One Harbor Shore LLC*	80-0948028		Delaware
2 Harbor Shore Member LLC*	46-4803557		Delaware
21 West 86 LLC*	45-5257904		Delaware
Ygnatio Valley Funding	20-5481477		Delaware

*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>
AT Mid-Atlantic Office Portfolio LLC*	45-2779931		Delaware
Babson Mezzanine Realty Investors I*	20-4570515		Delaware
Babson Mezzanine Realty Investors II	24-1446970		Delaware
CHC/RFP VI Core LLC	04-1590850		Delaware
Cornerstone Core Fund SCSCp	None		Luxembourg
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*	20-8730751		Delaware
Cornerstone High Yield Venture LP	36-4770946		Delaware
Cornerstone Hotel Income and Equity Fund II LP	26-1828760		Delaware
Cornerstone/LAZ Parking Fund LP	46-5437441		Delaware
Cornerstone Patriot Fund LP	20-5578089		Delaware
Cornerstone Real Estate Fund VIII LP	27-0547156		Delaware
Cornerstone Real Estate Fund X LP	46-5432619		Delaware
Cornerstone Permanent Mortgage Fund	45-2632610		Delaware
CREA 330 Third LLC*	46-5001122		Delaware
CREA FMF Nashville LLC	46-4367364		Delaware
CREA/LYON West Gateway, LLC*	26-2399532		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
Infinity SCD Ltd.	None		United Kingdom
Johnston Groves LLC	20-4819358		Delaware
MMI/Hines Harrison LLC*	46-5347643		Delaware
MM Woodfield Martingale LLC*	46-4077059		Delaware
Salomon Brothers Commercial Mortgage Trust 2001-MM	None		Delaware
Sawgrass Village Shopping Center LLC*	27-2977720		Delaware
SBNP SIA LLC	46-3465271		Delaware
Ten Fan Pier Boulevard LLC*	None		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
Waterford Development Associates	20-2970495		Delaware
Waterloo London Holdings LLC	47-1993493		Delaware
WeHo Domain LLC*	46-3122029		Delaware

*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 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	04-3539083		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	04-3424705		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 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 Series International Equity Fund	46-4257056		Massachusetts
MML Series Investment Funds II:			

*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>
MML Series II Asset Momentum Fund	47-3517233		Massachusetts
MML Series II Dynamic Bond Fund	47-3529636		Massachusetts
MML Series II Equity Rotation Fund	47-3544629		Massachusetts
MML Series II Special Situations Fund	47-3559064		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 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 2060 Fund	47-5326235		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
HarbourView CLO VII, Ltd.	None		Cayman Islands
Oppenheimer Global High Yield Fund	45-3417590		Delaware
Oppenheimer Global Multi-Asset Growth Fund	47-3676235		Delaware
Oppenheimer Global Multi-Asset Income Fund	47-1714929		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
Oppenheimer Small Cap Value Fund	47-4835759		Delaware
Oppenheimer SteelPath Panoramic Fund	47-3987967		Delaware
Oppenheimer Ultra-Short Duration Fund	27-5013457		Delaware

51.9

*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.

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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	UIP	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
0435	CM Life Ins Co	93432	06-1041383				C.M. Life Insurance Company	CT	UDP	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	RE	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							CML Special Situations Investor 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							MML Special Situations Investor 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			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	CT	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			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			45-2738137				Pioneers Gate 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	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			04-3341767				MassMutual Holding MSC, Inc.	MA	NIA	MSC Holding Company, LLC Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			04-2854319	2392316			MassMutual Holding LLC	DE	NIA		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			04-1590850				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		MMLISI 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			98-0610331				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			98-1033127				MassMutual Internacional (Chile) SpA	CHL	NIA	MassMutual International LLC	Ownership	100.000	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							BCF Senior Funding I LLC	DE	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 Mangement (UK) Limited	GBR	NIA	Babson Capital Guernsey Limited	Ownership	100.000	MMLIC	
.0000							Babson GPC GP S.à.r.l	LUX	NIA	Babson Capital Europe 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			98-1012393				Babson Capital Global Advisors Limited	GBR	NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.0000							BCGSS 2 GP LLP	GBR	NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.0000							Babson European Direct Lending 1 GP LLP	GBR	NIA	Babson Capital Europe Limited	Ownership	100.000	MMLIC	
.0000							Babson Capital Management (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							CREAE AIFM LLP	GBR	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	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			98-0654412				Cornerstone Real Estate Advisers Europe Finance LLP	.GBR	NIA	Cornerstone Real Estate UK Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-1194368				Cornerstone Real Estate Advisers GmbH	.DEU	NIA	Cornerstone Real Estate UK Holdings Limited	Ownership	100.000	MMLIC	
.0000							Babson Capital Management (Australia) Holding Company Pty Ltd.	.AUS	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000			98-0457456				Babson Capital Management (Australia) Pty Ltd.	.AUS	NIA	Babson Capital Australia Holding Company Pty Ltd.	Ownership	100.000	MMLIC	
.0000							Babson Capital Cornerstone Asia Limited	.HKG	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000			04-1590850				Wood Creek Capital Management LLC	.DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000			26-3115362				Wood Creek Index Company, LLC	.DE	NIA	Wood Creek Capital Management LLC	Ownership	100.000	MMLIC	
.0000			47-2642354				Alchemy Copyrights, LLC	.DE	NIA	Wood Creek Capital Management LLC	Ownership	15.200	MMLIC	
.0000			47-3055009				Milestone Acquisition Holding, LLC	.DE	NIA	Wood Creek Capital Management LLC	Ownership	19.400	MMLIC	
.0000			46-5460309				Red Lake Ventures, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	31.500	MMLIC	
.0000			46-5460309				Red Lake Ventures, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000			46-3123110				Sweet Tree Holdings 1, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	16.100	MMLIC	
.0000			46-3123110				Sweet Tree Holdings 1, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000							Tamiami Citrus, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	15.700	MMLIC	
.0000							Teaktree Acquisition, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	14.700	MMLIC	
.0000							Teaktree Acquisition, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000							U.S. Buyer Broadcasting, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	12.700	MMLIC	
.0000							U.S. Buyer Broadcasting, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000			46-1500495				U.S. WIG Holdings, LP	.DE	NIA	Wood Creek Capital Management LLC	Ownership	11.700	MMLIC	
.0000			20-2970495				US Pharmaceutical Holdings II, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	42.600	MMLIC	
.0000			20-2970495				US Pharmaceutical Holdings II, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000							Solar Acquisition Holding, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	39.200	MMLIC	
.0000							Solar Acquisition Holding, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000							VGS Acquisition Holding, LLC	.DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	33.300	MMLIC	
.0000							VGS Acquisition Holding, LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		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							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			46-2104352				U.S. Trailer Holdings II LLC	.DE	NIA	Wood Creek Capital Management LLC	Influence		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							Babson CLO Investment Partners GP, LLC	.DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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 Global Loan Feeder Management, LLC	DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000							Babson TERO Management LLC	DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000							Babson Investment Grade CLO Debt 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				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							Mezzco Australia II LLC	DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000							Somerset Special Opportunities Management LLC	DE	NIA	Babson Capital Management LLC	Ownership	100.000	MMLIC	
.0000			04-1590850				Oppenheimer Acquisition Corp.	DE	NIA	MassMutual Asset Management Holding LLC	Ownership	95.500	MMLIC	
.0000			84-1149206	2897101			OppenheimerFunds, Inc.	CO	NIA	Oppenheimer Acquisition Corp.	Ownership	100.000	MMLIC	
.0000			13-2527171	2679183	0000820031		OppenheimerFunds Distributor, Inc.	NY	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			13-2953455		0000276541		Oppenheimer Real Asset Management, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			84-1106295	3458125	0001179479		OFI Global Institutional, Inc.	NY	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			13-4160541				OFI Global Trust Company	NY	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			13-3459790	2914875			HarbourView Asset Management Corporation	NY	NIA	OFI Institutional Asset Management, Inc.	Ownership	100.000	MMLIC	
.0000			22-2697140				Trinity Investment Management Corporation	PA	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			25-1951632		0000099782		OFI SteelPath, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			84-1128397		0000857468		Shareholder Services, Inc.	CO	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000			84-1066811		0000276398		VTL Associates, LLC	PA	NIA	OppenheimerFunds, Inc.	Ownership	100.000	MMLIC	
.0000							Index Management Solutions, LLC	PA	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, LLC	CT	NIA	Tremont Group Holdings, Inc.	Ownership	100.000	MMLIC	
.0000			20-8215352				Tremont GP, LLC	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			98-0457587				Baring Asset Management UK Holdings Limited	GBR	NIA	Baring International Investment Management Holdings	Ownership	100.000	MMLIC	
.0000			98-0457576				Baring Asset Management GmbH	DEU	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-0465031				Baring Asset Management (Asia) Holdings Limited	HKG	NIA	Baring Asset Management UK Holdings Limited	Ownership	100.000	MMLIC	
.0000			98-0524271								Ownership	100.000	MMLIC	

523

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			98-0457465				Baring International Fund Managers (Bermuda) Limited	.BMU	.NIA	Baring Asset Management (Asia) Holdings Limited	Ownership.....	.100.000	MMLIC	
.....0000			98-0457463				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			98-0236449				Baring Asset Management (Japan) Limited	.JPN	.NIA	Baring Asset Management (Asia) Holdings Limited	Ownership.....	.100.000	MMLIC	
.....0000			98-0457456				Baring Asset Management (Australia) Pty Limited	.AUS	.NIA	Baring Asset Management (Asia) Holdings Limited	Ownership.....	.100.000	MMLIC	
.....0000			98-0524272				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			98-0457707				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 UK Holdings 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	
.....0000			98-0457578				Baring Investment Services Limited	.GBR	.NIA	Baring Asset Management Limited	Ownership.....	.100.000	MMLIC	
.....0000				1160004	0001259664		Baring Investments (UK) Limited	.GBR	.NIA	Baring Asset Management Limited	Ownership.....	.100.000	MMLIC	
.....0000			62-0951563				First Mercantile Trust Company	.TN	.NIA	MassMutual Holding LLC	Ownership.....	.100.000	MMLIC	
.....0000			46-2252944				Haven Life Insurance Agency, LLC	.DE	.NIA	MassMutual Holding LLC	Ownership.....	.100.000	MMLIC	
.....0000			04-2443240				MML Management Corporation	.MA	.NIA	MassMutual Holding LLC	Ownership.....	.100.000	MMLIC	
.....0000							MassMutual International Holding MSC, Inc.	.MA	.NIA	MML Management Corporation	Ownership.....	.100.000	MMLIC	
.....0000			04-3548444				Society of Grownups, LLC	.MA	.NIA	MassMutual Holding LLC	Ownership.....	.100.000	MMLIC	
.....0000			47-1466022							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				MML Re Finance LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	
.....0000			56-2574604				Invicta Advisors LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	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				MML Private Equity Fund Investor LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	
.....0000			04-1590850				MM Private Equity Intercontinental LLC	.DE	.NIA	MML Private Equity Fund Investor LLC	Ownership.....	.100.000	MMLIC	
.....0000			04-1590850				100 w. 3rd Street LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	
.....0000			04-1590850				300 South Tryon Hotel LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	
.....0000			04-1590850				300 South Tryon LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	
.....0000			20-3887968				54 West Capital LLC	.DE	.NIA	Massachusetts Mutual Life Insurance Company	Ownership.....	.100.000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			16-1720387				Alexandria Towers Investors LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			06-1614196				Cambridge Hotel, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			04-1590850				Cheyenne Mountain Resort LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			71-0908077				Cornerstone Partners IV LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			20-3887968				E-Wise Land Venture LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			20-3887968				Kazwell Realty Partners LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			45-3754085				King Alexander LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			46-4255307				Marco Hotel LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			26-2704765				MMI/BDI Riverside Mt. Vernon LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			26-3799762				MML O'Hare Hotel LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			20-3887968				Oakley Grove Development LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			20-3887968				Old Pasco Properties LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			75-2901061				Reston Arboretum LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			30-0713071				Riva Portland LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			54-2055778				Rockville Town Center LLC	VA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			46-5491311				Seattle 1415 Hotel Owner LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			04-1590850				Sedona TFMP Land LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			04-1590850				South Myrtle Monrovia MM LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			20-3887968				South Pasco Properties LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			04-1590850				West 46th Street Hotel LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000							Almack Mezzanine Fund I LP	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	36.100	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 II Unleveraged LP	GBR	NIA	Massachusetts Mutual Life Insurance Company	Ownership	73.700	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	34.100	MMLIC	
.....0000							Almack Mezzanine Fund III LP	GBR	NIA	C.M. Life Insurance Company	Ownership	4.300	MMLIC	
.....0000							Almack Mezzanine Fund III LP	GBR	NIA	Babson Capital Europe Limited	Management		MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			47-3722434				Babson Active Short Duration Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	48.800	MMLIC	
.0000			47-3722434				Babson Active Short Duration Bond Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			55-0886109		0001321302		Babson Capital High Yield LLC	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			27-3330830		0001521404		Babson Capital Floating Rate Income Fund, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	7.900	MMLIC	
.0000			27-3330830		0001521404		Babson Capital Floating Rate Income Fund, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Babson Capital Loan Strategies Master Fund LP	CYM	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			98-1206017				Babson Capital Global Special Situation Credit Fund 2	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	24.600	MMLIC	
.0000			98-1206017				Babson Capital Global Special Situation Credit Fund 2	DE	NIA	C.M. Life Insurance Company	Ownership	1.600	MMLIC	
.0000			98-1206017				Babson Capital Global Special Situation Credit Fund 2	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000					0001502146		Babson Capital Global Investment Funds plc	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.400	MMLIC	
.0000					0001582591		Babson Capital Global Investment Fund 2 plc	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	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	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	61.700	MMLIC	
.0000					0001515694		Babson Capital Global Umbrella Fund plc	JRL	NIA	Babson Capital Europe Ltd	Management		MMLIC	
.0000			37-1506417				Babson Capital Loan Strategies Fund, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	78.700	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-III	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2006-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2007-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	5
.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	8
.0000			98-1128827				Babson CLO Ltd. 2013-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	9
.0000							Babson CLO Ltd. 2014-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	2
.0000							Babson CLO Ltd. 2014-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	10
.0000							Babson CLO Ltd. 2014-III	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson CLO Ltd. 2015-I	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	11
.0000							Babson CLO Ltd. 2015-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	12
.0000							Babson Euro CLO 2014-I BV	NLD	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson Euro CLO 2014-II BV	NLD	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson Euro CLO 2015-I BV	NLD	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			47-3758432				Babson Emerging Markets Debt Blended Total Return Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			47-3758432				Babson Emerging Markets Debt Blended Total Return Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			47-3774453				Babson Emerging Markets Local Currency Debt Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			47-3774453				Babson Emerging Markets Local Currency Debt Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Babson Global Credit Fund (Lux) SCSp, SIACV-SIF	LUX	NIA	Massachusetts Mutual Life Insurance Company	Ownership	98.300	MMLIC	
.0000							Babson Global Credit Fund (Lux) SCSp, SIACV-SIF	LUX	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			46-3133952				Babson Global Floating Rate Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	28.600	MMLIC	
.0000			46-3133952				Babson Global Floating Rate Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			46-3119764				Babson Global Income Opportunities Credit Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	60.600	MMLIC	
.0000			46-3119764				Babson Global Income Opportunities Credit Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			47-3790192				Babson Global High Yield Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.900	MMLIC	
.0000			47-3790192				Babson Global High Yield Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			47-3971963				Babson Investment Grade CLO Debt Fund LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.0000			47-3971963				Babson Investment Grade CLO Debt Fund LP	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Babson Mid-Market CLO Ltd. 2007-II	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Babson Total Return Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.700	MMLIC	
.0000			47-3734770				Babson Total Return Bond Fund	MA	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000			47-3801860				Babson US High Yield Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	92.000	MMLIC	
.0000			47-3801860				Babson US High Yield Fund	MA	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000			98-0536233				Benton Street Partners I, L.P.	CYM	NIA	MassMutual Capital Partners LLC	Ownership	99.100	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	0.800	MMLIC	
.0000			98-0536199				Benton Street Partners II, L.P.	CYM	NIA	Massachusetts Mutual Life Insurance Company	Ownership	87.400	MMLIC	3
.0000			98-0536199				Benton Street Partners II, L.P.	CYM	NIA	MassMutual Capital Partners LLC	Ownership	12.600	MMLIC	
.0000			98-0536199				Benton Street Partners II, L.P.	CYM	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Clear Lake CLO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Connecticut Valley Structured Credit CDO II, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	6
.0000							Connecticut Valley Structured Credit CDO III, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000							Diamond Lake CLO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	
.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	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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							Fugu CLO B.V.	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	4
.0000							Fugu Credit Plc	GBR	NIA	Babson Capital Management LLC	Influence		MMLIC	4
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	76.300	MMLIC	
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	9.400	MMLIC	
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	10.700	MMLIC	
.0000			80-0691253		0001517196		Gateway Mezzanine Partners I, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Gateway Mezzanine Partners I Trust	AUS	NIA	Babson Capital Management LLC	Influence		MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	C.M. Life Insurance Company	Ownership	35.800	MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	C.M. Life Insurance Company	Ownership	5.400	MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	MassMutual Holding LLC	Ownership	5.200	MMLIC	
.0000			90-0991195		0001597511		Gateway Mezzanine Partners II LP	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			71-1018134				Great Lakes II LLC	DE	NIA	C.M. 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										Massachusetts Mutual Life Insurance Company				
.0000			37-1708623		0001565779		Great Lakes III, L.P.	DE	NIA	C.M. 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										Massachusetts Mutual Life Insurance Company				
.0000			56-2505390				Great Lakes LLC	DE	NIA	C.M. 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	Wood Creek Capital Management LLC	Influence		MMLIC	
.0000							Malin CLO B.V.	GBR	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							Sapphire Valley CDO I, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		MMLIC	7
.0000										Massachusetts Mutual Life Insurance Company				
.0000			74-3182902				SDCOS L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	100.000	MMLIC	
.0000			74-3182902				SDCOS L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	61.300	MMLIC	
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	2.900	MMLIC	
.0000			20-8856877		0001409910		Somerset Special Opportunities Fund L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			47-5322979				Timberland Forest Holdings, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	95.000	MMLIC	
.0000			47-5322979				Timberland Forest Holdings, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	5.000	MMLIC	
.0000			47-5322979				Timberland Forest Holdings, LLC	DE	NIA	Wood Creek Capital Management LLC	Management		MMLIC	
.0000							Somerset Special Opportunities Master Fund LP	CYM	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			04-3722906		0001228752		Tower Square Capital Partners, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	42.400	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	2.800	MMLIC	
.0000										Massachusetts Mutual Life Insurance Company				
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	25.700	MMLIC	
.0000			30-0336246		0001345379		Tower Square Capital Partners II, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	4.500	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	2.600	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			32-0160190				Tower Square Capital Partners II-A, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.76.700	MMLIC	
.0000			32-0160190				Tower Square Capital Partners II-A, L.P.	DE	NIA	C.M. Life Insurance Company	Ownership	.13.500	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	
.0000			41-2280127		0001447547		Tower Square Capital Partners III, L.P.	DE	NIA	MassMutual Holding LLC	Ownership	.2.800	MMLIC	
.0000			41-2280127		0001447547		Tower Square Capital Partners III, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.19.000	MMLIC	
.0000			41-2280129		0001447548		Tower Square Capital Partners IIIA, L.P.	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.86.200	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	.21.800	MMLIC	
.0000			80-0920367		0001598727		Tower Square Capital Partners IV-A, L.P.	DE	NIA	Babson Capital Management LLC	Management		MMLIC	
.0000							Whately CDO, Ltd.	CYM	NIA	Babson Capital Management LLC	Influence		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	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.60.000	MMLIC	
.0000							Baring Emerging Market Corp Debt Fund	JRL	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.85.000	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	.43.500	MMLIC	
.0000			11-3789446				Baring Focused EAFE Equity Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000			01-0850479		0001443715		Baring Focused International 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	.24.100	MMLIC	
.0000			30-0607379		0001497049		Baring Global Dynamic Asset Allocation Fund	DE	NIA	Baring Asset Management Limited	Management		MMLIC	
.0000							Baring Greater China Equity Fund	HKG	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.85.000	MMLIC	
.0000							Baring Greater China Equity Fund	HKG	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	Influence		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			36-4823011				50 Liberty LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.91.000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			36-4823011				50 Liberty LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.9 000	MMLIC	
.0000			80-0948028				One Harbor Shore LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.91 000	MMLIC	
.0000			80-0948028				One Harbor Shore 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	
.0000			45-2779931				AT Mid-Atlantic Office Portfolio LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.90 000	MMLIC	
.0000			45-2779931				AT Mid-Atlantic Office Portfolio LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.10 000	MMLIC	
.0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.36 900	MMLIC	
.0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	DE	NIA	C.M. Life Insurance Company	Ownership	.1 900	MMLIC	
.0000			20-4570515		0001362970		Babson Mezzanine Realty Investors I	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			24-1446970		0001362970		Babson Mezzanine Realty Investors II	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.0 000	MMLIC	
.0000			24-1446970		0001362970		Babson Mezzanine Realty Investors II	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			04-1590850				CHC/RFP VI Core LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100 000	MMLIC	
.0000							Cornerstone Core Fund SCSCp	LUX	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.94 000	MMLIC	
.0000							Cornerstone Core Fund SCSCp	LUX	NIA	C.M. Life Insurance Company	Ownership	.6 000	MMLIC	
.0000							Cornerstone Core Fund SCSCp	LUX	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			27-1701733		0001481753		Cornerstone Core Mortgage Fund I LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000							Cornerstone Core Mortgage Fund I LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.50 000	MMLIC	
.0000			27-1701622		0001481752		Cornerstone Core Mortgage Venture I LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			27-1701622		0001481752		Cornerstone Core Mortgage Venture I LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.15 900	MMLIC	
.0000			45-3751572		0001534877		Cornerstone Enhanced Mortgage Fund I LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			45-3751572		0001534877		Cornerstone Enhanced Mortgage Fund I LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.83 900	MMLIC	
.0000			56-2630592				Cornerstone Fort Pierce Development LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.6 100	MMLIC	
.0000			56-2630592				Cornerstone Fort Pierce Development LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.92 300	MMLIC	
.0000			20-8730751				Cornerstone Global Real Estate LP	DE	NIA	C.M. Life Insurance Company	Ownership	.7 600	MMLIC	
.0000			20-8730751				Cornerstone Global Real Estate LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			20-8730751				Cornerstone Global Real Estate LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.50 000	MMLIC	
.0000			36-4770946		0001590049		Cornerstone High Yield Venture LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			36-4770946		0001590049		Cornerstone High Yield Venture LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.16 900	MMLIC	
.0000			26-1828760		0001423638		Cornerstone Hotel Income & Equity Fund II LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100 000	MMLIC	
.0000			46-5437441				Cornerstone/LAZ Parking Fund LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			46-5437441				Cornerstone/LAZ Parking Fund LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100 000	MMLIC	
.0000			20-5578089				Cornerstone Patriot Fund LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			27-0547156				Cornerstone Real Estate Fund VIII LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.12 700	MMLIC	
.0000			45-2632610				Cornerstone Permanent Mortgage Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100 000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			46-5432619				Cornerstone Real Estate Fund X LP	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.26.900	MMLIC	
.0000			46-5432619				Cornerstone Real Estate Fund X LP	DE	NIA	C.M. Life Insurance Company	Ownership	.3.000	MMLIC	
.0000			46-5432619				Cornerstone Real Estate Fund X LP	DE	NIA	Cornerstone Real Estate Advisers LLC	Management		MMLIC	
.0000			46-5001122				CREA 330 Third LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.92.000	MMLIC	
.0000			46-5001122				CREA 330 Third LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.8.000	MMLIC	
.0000			46-4367364				CREA FIF Nashville LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100.000	MMLIC	
.0000			26-2399532				CREA/LYON West Gateway, LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.54.000	MMLIC	
.0000			26-2399532				CREA/LYON West Gateway, LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.6.000	MMLIC	
.0000			20-0348173				CREA/PPC Venture LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.93.400	MMLIC	
.0000			20-0348173				CREA/PPC Venture LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.6.600	MMLIC	
.0000			26-1611591	3956836			Fallon Cornerstone One MPD LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.55.300	MMLIC	
.0000			26-1611591	3956836			Fallon Cornerstone One MPD LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.5.500	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							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			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							Salomon Brothers Commercial Mortgage Trust 2001-MM	DE	NIA	Massachusetts Mutual Life Insurance Company	Influence		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			46-3465271				SBNP SIA LLC	DE	NIA	Cornerstone Real Estate Advisers LLC	Influence		MMLIC	
.0000							Ten Fan Pier Boulevard LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.91.000	MMLIC	
.0000							Ten Fan Pier Boulevard LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.9.000	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	.99.000	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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	Washington Gateway Apartments Venture LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.90.400	MMLIC	
.....0000			45-5401109			Washington Gateway Apartments Venture LLC	Washington Gateway Apartments Venture LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.4.800	MMLIC	
.....0000			20-2970495			Waterford Development Associates	Waterford Development Associates	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.90.000	MMLIC	
.....0000			47-1993493			Waterloo London Holdings LLC	Waterloo London Holdings LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.100.000	MMLIC	
.....0000			46-3122029			WeHo Domain LLC	WeHo Domain LLC	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.86.000	MMLIC	
.....0000			46-3122029			WeHo Domain LLC	WeHo Domain LLC	DE	NIA	C.M. Life Insurance Company	Ownership	.14.000	MMLIC	
.....0000			20-5481477			Ygnatio Valley Funding	Ygnatio Valley Funding	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.90.000	MMLIC	
.....0000			45-3168892			MassMutual Barings Dynamic Allocation Fund	MassMutual Barings Dynamic Allocation Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.94.300	MMLIC	
.....0000			04-3212054		0000927972	MassMutual Premier Balanced Fund	MassMutual Premier Balanced Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.3.000	MMLIC	
.....0000			04-3277549		0000927972	MassMutual Premier Core Bond Fund	MassMutual Premier Core Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.1.000	MMLIC	
.....0000			04-3539083		0000927972	MassMutual Premier Disciplined Value Fund	MassMutual Premier Disciplined Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.8.300	MMLIC	
.....0000			04-3539084		0000927972	MassMutual Premier Disciplined Growth Fund	MassMutual Premier Disciplined Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.1.800	MMLIC	
.....0000			04-3464165		0000927972	MassMutual Premier Diversified Bond Fund	MassMutual Premier Diversified Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.4.800	MMLIC	
.....0000			02-0754273		0000927972	MassMutual Premier Focused International Fund	MassMutual Premier Focused International Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.0.000	MMLIC	
.....0000			51-0529334		0000927972	MassMutual Premier Global Fund	MassMutual Premier Global Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.2.800	MMLIC	
.....0000			04-3520009		0000927972	MassMutual Premier High Yield Fund	MassMutual Premier High Yield Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.1.300	MMLIC	
.....0000			03-0532475		0000927972	MassMutual Premier Inflation-Protected and Income Fund	MassMutual Premier Inflation-Protected and Income Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.6.900	MMLIC	
.....0000			04-3212044		0000927972	MassMutual Premier International Equity Fund	MassMutual Premier International Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.11.000	MMLIC	
.....0000			51-0529328		0000927972	MassMutual Premier Main Street Fund	MassMutual Premier Main Street Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.21.300	MMLIC	
.....0000			04-3212057		0000927972	MassMutual Premier Short-Duration Bond Fund	MassMutual Premier Short-Duration Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.1.400	MMLIC	
.....0000			04-3224705		0000927972	MassMutual Premier Small/Mid Cap Opportunities Fund	MassMutual Premier Small/Mid Cap Opportunities Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.4.900	MMLIC	
.....0000			26-3229251		0000927972	MassMutual Premier Strategic Emerging Markets Fund	MassMutual Premier Strategic Emerging Markets Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.4.000	MMLIC	
.....0000			04-3277550		0000927972	MassMutual Premier Value Fund	MassMutual Premier Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.98.000	MMLIC	
.....0000			27-1028263		0000916053	MassMutual Select Blackrock Global Allocation Fund	MassMutual Select Blackrock Global Allocation Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.1.600	MMLIC	
.....0000			04-3556992		0000916053	MassMutual Select Blue Chip Growth Fund	MassMutual Select Blue Chip Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.0.400	MMLIC	
.....0000			14-1980900		0000916053	MassMutual Select Diversified International Fund	MassMutual Select Diversified International Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.27.900	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			01-0821120		0000916053	QQ	MassMutual Select Diversified Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	35.700	MMLIC	
0000			04-3512590		0000916053	QQ	MassMutual Select Focused Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.200	MMLIC	
0000			04-3512593		0000916053	QQ	MassMutual Select Fundamental Growth Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	37.800	MMLIC	
0000			04-3584138		0000916053	QQ	MassMutual Select Fundamental Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.600	MMLIC	
0000			04-3512589		0000916053	QQ	MassMutual Select Growth Opportunities Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.600	MMLIC	
0000			04-3513019		0000916053	QQ	MassMutual Select Large Cap Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.900	MMLIC	
0000			04-3512596		0000916053	QQ	MassMutual Select Mid Cap Growth Equity II Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.500	MMLIC	
0000			42-1710935		0000916053	QQ	MassMutual Select Mid-Cap Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.800	MMLIC	
0000			45-5357167		0000916053	QQ	MassMutual Select MSCI EAFE International Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.700	MMLIC	
0000			04-3557000		0000916053	QQ	MassMutual Select Overseas Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.500	MMLIC	
0000			27-2377446		0000916053	QQ	MassMutual Select PIMCO Total Return Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	4.700	MMLIC	
0000			45-5366542		0000916053	QQ	MassMutual Select Russell 2000 Small Cap Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.700	MMLIC	
0000			04-3410047		0000916053	QQ	MassMutual Select S&P 500 Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.700	MMLIC	
0000			04-3464205		0000916053	QQ	MassMutual Select Small Cap Growth Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	9.300	MMLIC	
0000			02-0769954		0000916053	QQ	MassMutual Select Small Capital Value Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	14.700	MMLIC	
0000			04-3584140		0000916053	QQ	MassMutual Select Small Company Value Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	82.900	MMLIC	
0000			45-5349772		0000916053	QQ	MassMutual Select S&P Mid Cap Index Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.600	MMLIC	
0000			26-0099965		0000916053	QQ	MassMutual Select Strategic Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.700	MMLIC	
0000			46-4257056		0000067160		MML Series International Equity Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	5.800	MMLIC	
0000			47-3517233		0001317146		MML Series II Asset Momentum Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.500	MMLIC	
0000			47-3529636		0001317146		MML Series II Dynamic Bond Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	25.800	MMLIC	
0000			47-3544629		0001317146		MML Series II Equity Rotation Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.900	MMLIC	
0000			47-3559064		0001317146		MML Series II Special Situations Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.400	MMLIC	
0000			03-0532456		0000916053		MassMutual RetireSMART 2010 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	5.300	MMLIC	
0000			27-1933828		0000916053		MassMutual RetireSMART 2015 Fund	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	6.200	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			03-0532467		0000916053	MassMutual RetireSMART 2020 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	MMLIC	
.....0000			27-1933753		0000916053	MassMutual RetireSMART 2025 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.200	MMLIC	
.....0000			27-1933389		0000916053	MassMutual RetireSMART 2035 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	2.700	MMLIC	
.....0000			03-0532471		0000916053	MassMutual RetireSMART 2040 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.200	MMLIC	
.....0000			27-1932769		0000916053	MassMutual RetireSMART 2045 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	10.100	MMLIC	
.....0000			26-1345332		0000916053	MassMutual RetireSMART 2050 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	8.200	MMLIC	
.....0000			46-3289207		0000916053	MassMutual RetireSMART 2055 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	13.200	MMLIC	
.....0000			47-5326235		0000916053	MassMutual RetireSMART 2060 Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	100.000	MMLIC	
.....0000			45-1618155		0000916053	MassMutual RetireSMART Conservative Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	5.400	MMLIC	
.....0000			45-1618222		0000916053	MassMutual RetireSMART Growth Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	5.100	MMLIC	
.....0000			03-0532464		0000916053	MassMutual RetireSMART In Retirement Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	MMLIC	
.....0000			45-1618262		0000916053	MassMutual RetireSMART Moderate Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.100	MMLIC	
.....0000			45-1618046		0000916053	MassMutual RetireSMART Moderate Growth Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	3.700	MMLIC	
.....0000						HarbourView CLO 2006-1 Limited	OppenheimerFunds, Inc.	CYM	NIA	OppenheimerFunds, Inc.	Influence		MMLIC	
.....0000						HarbourView CLO VII, Ltd.	OppenheimerFunds, Inc.	CYM	NIA	OppenheimerFunds, Inc.	Influence		MMLIC	
.....0000			45-3417590		0001530245	Oppenheimer Global High Yield Fund	Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	56.300	MMLIC	
.....0000			45-3417590		0001530245	Oppenheimer Global High Yield Fund	OppenheimerFunds, Inc.	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.....0000			46-1604428		0001562689	Oppenheimer Global Real Estate Fund	Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	43.700	MMLIC	
.....0000			46-1604428		0001562689	Oppenheimer Global Real Estate Fund	OppenheimerFunds, Inc.	DE	NIA	OppenheimerFunds, Inc.	Ownership	3.500	MMLIC	
.....0000			46-1604428		0001562689	Oppenheimer Global Real Estate Fund	OppenheimerFunds, Inc.	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.....0000			13-3867060		0001005728	Oppenheimer International Growth Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	MMLIC	
.....0000			84-1073463		0001116894	Oppenheimer Main Street Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	MMLIC	
.....0000			47-3676235			Oppenheimer Global Multi-Asset Growth Fund	Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	99.500	MMLIC	
.....0000			47-3676235			Oppenheimer Global Multi-Asset Growth Fund	OppenheimerFunds, Inc.	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.....0000			47-1714929			Oppenheimer Global Multi-Asset Income Fund	Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	97.600	MMLIC	
.....0000			47-1714929			Oppenheimer Global Multi-Asset Income Fund	OppenheimerFunds, Inc.	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.....0000			22-3849391		0001163166	Oppenheimer Real Estate Fund	Massachusetts Mutual Life Insurance Company	MA	NIA	Massachusetts Mutual Life Insurance Company	Ownership	0.000	MMLIC	
.....0000			47-4835759			Oppenheimer Small Cap Value Fund	Massachusetts Mutual Life Insurance Company	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	95.400	MMLIC	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State 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	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			47-4835759				Oppenheimer Small Cap Value Fund	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.0000			47-3987967				Oppenheimer SteelPath Panoramic Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.96.700	MMLIC	
.0000			47-3987967				Oppenheimer SteelPath Panoramic Fund	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	
.0000			27-5013457				Oppenheimer Ultra-Short Duration Fund	DE	NIA	Massachusetts Mutual Life Insurance Company	Ownership	.53.500	MMLIC	
.0000			27-5013457				Oppenheimer Ultra-Short Duration Fund	DE	NIA	OppenheimerFunds, Inc.	Management		MMLIC	

Asterisk	Explanation
1	Massachusetts Mutual Life Insurance Company owns .48% of the affiliated debt of Jefferies Finance LLC
2	Debt investors own 4.4% and includes only Great Lakes III, L.P.
3	Partnership investors own 99% and include Babson Loan Strategies Fund, L.P.
4	Fugu Credit Plc owns 100% of the Fugu CLO B.V. assets
5	Debt investors own 5.6% and includes only Babson Capital Loan Strategies Fund, L.P.
6	Debt investors own 36.3% and includes only Connecticut Valley Structured Credit CDO III, Ltd.
7	Debt investors own 54.8% and includes only Babson Capital Loan Strategies Fund, L.P.
8	Debt investors own 4.9% and includes only Babson Capital Loan Strategies Fund, L.P.
9	Debt investors own 5.1% and includes only Great Lakes III, L.P.
10	Debt investors own 6.3% and includes only Great Lakes III, L.P.
11	Debt investors own 2.7% and includes only Great Lakes III, L.P.
12	Debt investors own 4.3% and includes only Great Lakes III, L.P.

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	98-0536233	Benton Street Partners I, L.P.		7,925							7,925	
	27-1028263	Ten Fan Pier Boulevard LLC		1							1	
	14-1980900	MassMutual Select Diversified International Fund	(46)								(46)	
	52-2274685	C A F I, Inc.	(296)								(296)	
	03-0532475	MassMutual Premier Inflation-Protected and Income Fund	(992)								(992)	
	01-0821120	MassMutual Select Diversified Value Fund	(1,516)								(1,516)	
	26-3229251	MassMutual Premier Strategic Emerging Markets Fund	(1,536)								(1,536)	
	27-2377446	MassMutual Select PIMCO Total Return Fund										
	04-3212057	MassMutual Premier Short-Duration Bond Fund	(2,204)								(2,204)	
	26-0099965	MassMutual Select Strategic Bond Fund	(2,442)								(2,442)	
	03-0532456	MassMutual RetireSMART 2010 Fund	(2,907)								(2,907)	
	04-3277550	MassMutual Premier Value Fund	(3,025)								(3,025)	
	45-5357167	MassMutual Select MSCI EAFE International Index Fund	(3,833)								(3,833)	
	27-1933828	MassMutual RetireSMART 2015 Fund	(4,204)								(4,204)	
	04-3277549	MassMutual Premier Core Bond Fund	(4,258)								(4,258)	
	27-1933753	MassMutual RetireSMART 2025 Fund	(4,298)								(4,298)	
	27-1933389	MassMutual RetireSMART 2035 Fund	(4,445)								(4,445)	
	04-3464165	MassMutual Premier Diversified Bond Fund	(4,673)								(4,673)	
	04-3520009	MassMutual Premier High Yield Fund	(5,832)								(5,832)	
	02-0769954	MassMutual Select Small Capital Value Equity Fund	(6,482)								(6,482)	
	45-5366542	MassMutual Select Russell 2000 Small Cap Index Fund	(7,221)								(7,221)	
	26-1345332	MassMutual RetireSMART 2050 Fund	(7,610)								(7,610)	
	04-3539083	MassMutual Premier Disciplined Value Fund	(7,698)								(7,698)	
	04-3212044	MassMutual Premier International Equity Fund	(8,194)								(8,194)	
	03-0532471	MassMutual RetireSMART 2040 Fund	(8,913)								(8,913)	
	27-1028263	MassMutual Select Blackrock Global Allocation Fund	(8,989)								(8,989)	
	45-1618155	MassMutual RetireSMART Conservative Fund	(12,181)								(12,181)	
	04-3512593	MassMutual Select Fundamental Growth Fund	(12,996)								(12,996)	
	42-1710935	MassMutual Select Mid-Cap Value Fund	(13,663)								(13,663)	
	51-0529334	MassMutual Premier Global Fund	(15,575)								(15,575)	
	04-3539084	MassMutual Premier Disciplined Growth Fund	(17,719)								(17,719)	
			(18,284)								(18,284)	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	45-1618262	MassMutual RetireSMART Moderate Fund	(18,760)								(18,760)	
	04-3224705	MassMutual Premier Small/Mid Cap Opportunities Fund	(21,407)								(21,407)	
	04-3212054	MassMutual Premier Balanced Fund	(21,644)								(21,644)	
	45-1618046	MassMutual RetireSMART Moderate Growth Fund	(22,847)								(22,847)	
	45-1618222	MassMutual RetireSMART Growth Fund	(27,174)								(27,174)	
	45-5349772	MassMutual Select S&P Mid Cap Index Fund	(30,210)								(30,210)	
	04-3584141	MassMutual Select Small Company Growth Fund	(42,486)								(42,486)	
	46-3289207	MassMutual RetireSMART 2055 Fund	(47,446)								(47,446)	
	51-0529328	MassMutual Premier Main Street Fund	(48,834)								(48,834)	
	27-1932769	MassMutual RetireSMART 2045 Fund	(57,858)								(57,858)	
	04-3584140	MassMutual Select Small Company Value Fund	(73,393)								(73,393)	
	04-3513019	MassMutual Select Large Cap Value Fund	(75,411)								(75,411)	
	04-3410047	MassMutual Select S&P 500 Index Fund	(76,967)								(76,967)	
	04-1590850	CHC/RFP VI Core LLC		(86,387)							(86,387)	
	26-4142796	Baring International Small Cap Equity Fund		(89,535)							(89,535)	
	04-3512596	MassMutual Select Mid Cap Growth Equity II Fund	(92,624)								(92,624)	
	22-3849391	Oppenheimer Real Estate Fund	(111,731)								(111,731)	
	04-3512590	MassMutual Select Focused Value Fund	(128,820)								(128,820)	
	04-3512589	MassMutual Select Growth Opportunities Fund	(137,145)								(137,145)	
	45-3751572	Infinity SCD Ltd		(141,245)							(141,245)	
	04-3557000	MassMutual Select Overseas Fund	(150,228)								(150,228)	
	47-3529636	M M L Series Inv Fd II	(166,165)								(166,165)	
	04-3464205	MassMutual Select Small Cap Growth Equity Fund	(224,722)								(224,722)	
	20-5984759	Metropolitan At Lorton		(259,582)							(259,582)	
	11-3789446	Baring Focused EAFE Equity Fund		(287,785)							(287,785)	
	46-2344300	Intermodal Holdings II LLC		(297,000)							(297,000)	
	04-3556992	MassMutual Select Blue Chip Growth Fund	(299,445)								(299,445)	
	32-0160190	Babson Capital Global Umbrella Fund plc	(397,136)								(397,136)	
	04-3584138	MassMutual Select Fundamental Value Fund	(538,557)								(538,557)	
	30-0607379	Baring Global Dynamic Asset Allocation Fund	(535,154)	(44,721)							(579,875)	
	06-1041383	CML Mezzanine Investor L, LLC		(868,156)							(868,156)	
	20-4819358	Johnston Groves LLC		(997,224)							(997,224)	
	26-2399532	CREA/LYON West Gateway, LLC		(1,103,462)							(1,103,462)	
	46-1604428	Oppenheimer Global Real Estate Fund	(1,157,453)								(1,157,453)	
	56-2505390	Great Lakes LLC		(1,245,794)							(1,245,794)	

SCHEDULE Y

PART 2 - SUMMARY OF INSURER'S TRANSACTIONS WITH ANY AFFILIATES

1	2	3	4	5	6	7	8	9	10	11	12	13
NAIC Company Code	ID Number	Names of Insurers and Parent, Subsidiaries or Affiliates	Shareholder Dividends	Capital Contributions	Purchases, Sales or Exchanges of Loans, Securities, Real Estate, Mortgage Loans or Other Investments	Income/ (Disbursements) Incurred in Connection with Guarantees or Undertakings for the Benefit of any Affiliate(s)	Management Agreements and Service Contracts	Income/ (Disbursements) Incurred Under Reinsurance Agreements	*	Any Other Material Activity Not in the Ordinary Course of the Insurer's Business	Totals	Reinsurance Recoverable/ (Payable) on Losses and/or Reserve Credit Taken/(Liability)
	20-0348173	CREA/PPC Venture LLC		(1,277,403)							(1,277,403)	
	27-1435692	Country Club Office Plaza LLC		(2,054,035)							(2,054,035)	
	06-1041383	CML Mezzanine Investor, LLC		(2,187,186)							(2,187,186)	
	20-5578089	Cornerstone Patriot Fund LP		(2,306,594)							(2,306,594)	
	46-2104352	U.S. Trailer Holdings II LLC		(2,397,622)							(2,397,622)	
	46-1586427	Gracechurch London Holdings LLC		(2,779,819)							(2,779,819)	
	45-5401109	Washington Gateway Apartments Venture LLC		(2,933,819)							(2,933,819)	
	06-1041383	CML Mezzanine Investor III, LLC		(2,946,893)							(2,946,893)	
	30-0336246	Tower Square Capital Partners II, L.P.		(3,022,966)							(3,022,966)	
	71-1018134	Great Lakes II LLC		(3,165,849)							(3,165,849)	
	46-3378584	WC Aircraft Holdings US II, LLC		(3,593,880)							(3,593,880)	
	46-3880526	Farringdon London Holdings LLC		(4,962,445)							(4,962,445)	
	04-3722906	Tower Square Capital Partners, L.P.		(6,198,653)							(6,198,653)	
	20-5481477	Ygnatio Valley Funding		(7,517,765)							(7,517,765)	
	46-1500495	U.S. WIG Holdings, LP		(7,712,610)							(7,712,610)	
	04-1590850	MML Mezzanine Investor L, LLC		(7,813,401)							(7,813,401)	
		Babson Capital Global Investment Funds plc	(8,122,920)								(8,122,920)	
	45-3751572	Cornerstone Enhanced Mortgage Fund I LP		(8,198,936)							(8,198,936)	
	26-4441097	WP-SC, LLC		(8,412,595)							(8,412,595)	
	37-1708623	Great Lakes III, L.P.		(10,407,941)							(10,407,941)	
	32-0160190	Tower Square Capital Partners II-A, L.P.		(11,713,982)							(11,713,982)	
	41-2280127	Tower Square Capital Partners III, L.P.		(13,278,419)							(13,278,419)	
	37-1506417	Babson Capital Loan Strategies Fund, L.P.		(14,116,244)							(14,116,244)	
	20-3347091	Fan Pier Development LLC		(14,180,169)							(14,180,169)	
	27-0547156	Cornerstone Real Estate Fund VIII LP		(15,336,315)							(15,336,315)	
	36-4770946	Cornerstone High Yield Venture LP		(17,674,901)							(17,674,901)	
	80-0691253	Gateway Mezzanine Partners I, L.P.		(19,150,423)							(19,150,423)	
	04-1590850	MML Mezzanine Investor, LLC		(19,684,675)							(19,684,675)	
	20-4570515	Babson Mezzanine Realty Investors I		(22,779,846)							(22,779,846)	
	20-4981369	Wood Creek Multi Asset Fund, L.P.		(25,000,000)							(25,000,000)	
	04-1590850	MML Mezzanine Investor III, LLC		(26,522,034)							(26,522,034)	
	04-1590850	MML Private Equity Fund Investor LLC		(29,104,620)							(29,104,620)	
	27-0105644	Jefferies Finance LLC	(2,922,062)	(36,450,000)							(39,372,062)	
	26-1528817	Cornerstone Hotel Income & Equity Fund II LP		(42,787,117)							(42,787,117)	
	04-1590850	MML Investors Services, LLC		(57,124,809)							(57,124,809)	
	41-2280129	Tower Square Capital Partners IIIA, L.P.		(86,310,112)							(86,310,112)	
	35-2484550	Twenty Two Liberty LLC		(96,174,232)							(96,174,232)	
	45-2779931	AT Mid-Atlantic Office Portfolio LLC		(105,009,037)							(105,009,037)	
	04-1590850	MML Mezzanine Investor II, LLC		(113,284,963)							(113,284,963)	
9999999	Control Totals								XXX			

533

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing unless specifically waived by the domiciliary state. However, in the event that your domiciliary state waives the filing requirement, your response of WAIVED 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.

	<u>Responses</u>
MARCH FILING	
1. Will the Supplemental Compensation Exhibit be filed with the state of domicile by March 1?	YES
2. Will the confidential Risk-based Capital Report be filed with the NAIC by March 1?	YES
3. Will the confidential Risk-based Capital Report be filed with the state of domicile, if required, by March 1?	YES
4. Will an actuarial opinion be filed by March 1?	YES
APRIL FILING	
5. Will Management's Discussion and Analysis be filed by April 1?	YES
6. Will the Life, Health & Annuity Guaranty Association Model Act Assessment Base Reconciliation Exhibit be filed with the state of domicile and the NAIC by April 1?	YES
7. Will the Adjustment Form (if required) be filed with the state of domicile and the NAIC by April 1?	YES
8. Will the Supplemental Investment Risks Interrogatories be filed by April 1?	YES
JUNE FILING	
9. Will an audited financial report be filed by June 1?	YES
10. Will Accountant's Letter of Qualifications be filed with the state of domicile and electronically with the NAIC by June 1?	YES
AUGUST FILING	
11. Will Communication of Internal Control Related Matters Noted in Audit be filed with the state of domicile by August 1?	YES

The following supplemental reports are required to be filed as part of your annual 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.

MARCH FILING	
12. Will Schedule SIS (Stockholder Information Supplement) be filed with the state of domicile by March 1?	NO
13. Will the Medicare Supplement Insurance Experience Exhibit be filed with the state of domicile and the NAIC by March 1?	NO
14. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC by March 1?	NO
15. Will the actuarial opinion on participating and non-participating policies as required in Interrogatories 1 and 2 to Exhibit 5 be filed with the state of domicile and electronically with the NAIC by March 1?	NO
16. Will the actuarial opinion on non-guaranteed elements as required in interrogatory #3 to Exhibit 5 be filed with the state of domicile and electronically with the NAIC by March 1?	YES
17. Will the actuarial opinion on X-Factors be filed with the state of domicile and electronically with the NAIC by March 1?	NO
18. Will the actuarial opinion on Separate Accounts Funding Guaranteed Minimum Benefit be filed with the state of domicile and electronically with the NAIC by March 1?	NO
19. Will the actuarial opinion on Synthetic Guaranteed Investment Contracts be filed with the state of domicile and electronically with the NAIC by March 1?	NO
20. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC by March 1?	NO
21. 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 by March 1?	NO
22. 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 by March 1?	NO
23. 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 by March 1?	NO
24. 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 by March 1?	NO
25. Will the C-3 RBC Certifications required under C-3 Phase I be filed with the state of domicile and electronically with the NAIC by March 1?	YES
26. Will the C-3 RBC Certifications required under C-3 Phase II be filed with the state of domicile and electronically with the NAIC by March 1?	YES

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

- 27. Will the Actuarial Certifications Related to Annuity Nonforfeiture Ongoing Compliance for Equity Indexed Annuities be filed with the state of domicile and electronically with the NAIC by March 1? NO
- 28. Will the actuarial opinion required by the Modified Guaranteed Annuity Model Regulation be filed with the state of domicile and electronically with the NAIC by March 1? NO
- 29. Will the Actuarial Certifications Related to Hedging required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1? NO
- 30. Will the Financial Officer Certification Related to Clearly Defined Hedging Strategy required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1? NO
- 31. Will the Management Certification That the Valuation Reflects Management's Intent required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1? YES
- 32. Will the Actuarial Certification Related to the Reserves required by Actuarial Guideline XLIII be filed with the state of domicile and electronically with the NAIC by March 1? YES
- 33. Will the Actuarial Certification regarding the use of 2001 Preferred Class Tables required by the Model Regulation Permitting the Recognition of Preferred Mortality Tables for Use in Determining Minimum Reserve Liabilities be filed with the state of domicile and electronically with the NAIC by March 1? NO
- 34. Will the Worker's Compensation Carve-Out Supplement be filed by March 1? NO
- 35. Will Supplemental Schedule O be filed with the state of domicile and the NAIC by March 1? NO
- 36. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC by March 1? NO
- 37. Will an approval from the reporting entity's state of domicile for relief related to the five-year rotation requirement for lead audit partner be filed electronically with the NAIC by March 1? NO
- 38. Will an approval from the reporting entity's state of domicile for relief related to the one-year cooling off period for independent CPA be filed electronically with the NAIC by March 1? NO
- 39. Will an approval from the reporting entity's state of domicile for relief related to the Requirements for Audit Committees be filed electronically with the NAIC by March 1? NO
- 40. Will the confidential Regulatory Asset Adequacy Issues Summary (RAAIS) required by Actuarial Opinion and Memorandum Regulation (Model 822), Section 7A(5) be filed with the state of domicile by March 15? YES

APRIL FILING

- 41. Will the Long-Term Care Experience Reporting Forms be filed with the state of domicile and the NAIC by April 1? NO
- 42. Will the Interest-Sensitive Life Insurance Products Report Forms be filed with the state of domicile and the NAIC by April 1? YES
- 43. Will the Credit Insurance Experience Exhibit be filed with the state of domicile and the NAIC by April 1? NO
- 44. Will the Accident and Health Policy Experience Exhibit be filed by April 1? NO
- 45. Will the Analysis of Annuity Operations by Lines of Business be filed with the state of domicile and the NAIC by April 1? YES
- 46. Will the Analysis of Increase in Annuity Reserves During the Year be filed with the state of domicile and the NAIC by April 1? YES
- 47. Will the Supplemental Health Care Exhibit (Parts 1, 2 and 3) be filed with the state of domicile and the NAIC by April 1? NO
- 48. Will the regulator only (non-public) Supplemental Health Care Exhibit's Expense Allocation Report be filed with the state of domicile and the NAIC by April 1? NO
- 49. Will the confidential Actuarial Memorandum required by Actuarial Guideline XXXVIII 8D be filed with the state of domicile by April 30? NO
- 50. Will the Supplemental XXX/AXXX Reinsurance Exhibit be filed with the state of domicile and the NAIC by April 1? NO

AUGUST FILING

- 51. Will Management's Report of Internal Control Over Financial Reporting be filed with the state of domicile by August 1? SEE EXPLANATION

- Explanations:
- 12. Not required.
 - 13. This line of business is not written by the company.
 - 14. Not required.
 - 15. Not required.
 - 17. Not required.
 - 18. Not required.
 - 19. Not required.
 - 20. Not required.
 - 21. Not required.
 - 22. Not required.
 - 23. Not required.
 - 24. Not required.
 - 27. This line of business is not written by the company.
 - 28. This line of business is not written by the company.
 - 29. Not required.
 - 30. Not required.
 - 33. Not required.
 - 34. This line of business is not written by the company.
 - 35. This line of business is not written by the company.
 - 36. This line of business is not written by the company.
 - 37. Not required.
 - 38. Not required.
 - 39. Not required.
 - 41. This line of business is not written by the company.
 - 43. This line of business is not written by the company.
 - 44. This line of business is not written by the company.
 - 47. This line of business is not written by the company.
 - 48. This line of business is not written by the company.
 - 49. Not required.
 - 50. Not required.
 - 51. Does not meet the threshold of \$500 million premium test.

- 12. SIS Stockholder Information Supplement [Document Identifier 420]



- 13. Medicare Supplement Insurance Experience Exhibit [Document Identifier 360]



- 14. Trusteed Surplus Statement [Document Identifier 490]



- 15. Participating Opinion for Exhibit 5 [Document Identifier 371]



- 17. Actuarial Opinion on X-Factors [Document Identifier 442]











- 18. Actuarial Opinion on Separate Accounts Funding Guaranteed Minimum Benefit [Document Identifier 443]



- 19. Actuarial Opinion on Synthetic Guaranteed Investment Contracts [Document Identifier 444]



SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

20. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445]	 7 0 4 1 6 2 0 1 5 4 4 5 0 0 0 0 0
21. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446]	 7 0 4 1 6 2 0 1 5 4 4 6 0 0 0 0 0
22. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447]	 7 0 4 1 6 2 0 1 5 4 4 7 0 0 0 0 0
23. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448]	 7 0 4 1 6 2 0 1 5 4 4 8 0 0 0 0 0
24. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449]	 7 0 4 1 6 2 0 1 5 4 4 9 0 0 0 0 0
27. Actuarial Certifications Related to Annuity Nonforfeiture Ongoing Compliance for Equity Indexed Annuities [Document Identifier 452]	 7 0 4 1 6 2 0 1 5 4 5 2 0 0 0 0 0
28. Modified Guaranteed Annuity Model Regulation [Document Identifier 453]	 7 0 4 1 6 2 0 1 5 4 5 3 0 0 0 0 0
29. Actuarial Certifications Related to Hedging required by Actuarial Guideline XLIII [Document Identifier 436]	 7 0 4 1 6 2 0 1 5 4 3 6 0 0 0 0 0
30. Financial Officer Certification Related to Clearly Defined Hedging Strategy required by Actuarial Guideline XLIII [Document Identifier 437]	 7 0 4 1 6 2 0 1 5 4 3 7 0 0 0 0 0
33. Actuarial Certification regarding the use of 2001 Preferred Class Tables required by the Model Regulation Permitting the Recognition of Preferred Mortality Tables for Use in Determining Minimum Reserve Liabilities [Document Identifier 454]	 7 0 4 1 6 2 0 1 5 4 5 4 0 0 0 0 0
34. Workers' Compensation Carve-Out Supplement [Document Identifier 495]	 7 0 4 1 6 2 0 1 5 4 9 5 0 0 0 0 0
35. Supplemental Schedule O [Document Identifier 465]	 7 0 4 1 6 2 0 1 5 4 6 5 0 0 0 0 0
36. Medicare Part D Coverage Supplement [Document Identifier 365]	 7 0 4 1 6 2 0 1 5 3 6 5 0 0 0 0 0
37. Relief from the five-year rotation requirement for lead audit partner [Document Identifier 224]	 7 0 4 1 6 2 0 1 5 3 2 2 4 0 0 0 0 0
38. Relief from the one-year cooling off period for independent CPA [Document Identifier 225]	 7 0 4 1 6 2 0 1 5 2 2 5 0 0 0 0 0
39. Relief from the Requirements for Audit Committees [Document Identifier 226]	 7 0 4 1 6 2 0 1 5 2 2 6 0 0 0 0 0
41. Long-Term Care Experience Reporting Forms [Document Identifier 306]	 7 0 4 1 6 2 0 1 5 3 0 6 0 0 0 0 0
43. Credit Insurance Experience Exhibit [Document Identifier 230]	 7 0 4 1 6 2 0 1 5 2 3 0 0 0 0 0 0
44. Accident and Health Policy Experience Exhibit [Document Identifier 210]	 7 0 4 1 6 2 0 1 5 2 1 0 0 0 0 0 0
47. Supplemental Health Care Exhibit (Parts 1, 2 and 3) [Document Identifier 216]	 7 0 4 1 6 2 0 1 5 2 1 6 0 0 0 0 0
48. Supplemental Health Care Exhibit's Expense Allocation Report [Document Identifier 217]	 7 0 4 1 6 2 0 1 5 2 1 7 0 0 0 0 0
49. Actuarial Memorandum Required by Actuarial Guideline XXXVIII 8D [Document Identifier 435]	 7 0 4 1 6 2 0 1 5 4 3 5 0 0 0 0 0
50. Supplemental XXX/AXXX Reinsurance Exhibit [Document Identifier 345]	 7 0 4 1 6 2 0 1 5 3 4 5 0 0 0 0 0

OVERFLOW PAGE FOR WRITE-INS

NONE

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities	54,261,781	14.073	54,261,781		54,261,781	14.073
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies		0.000				0.000
1.22 Issued by U.S. government sponsored agencies		0.000				0.000
1.3 Non-U.S. government (including Canada, excluding mortgaged-backed securities)		0.000				0.000
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S. :						
1.41 States, territories and possessions general obligations		0.000				0.000
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations		0.000				0.000
1.43 Revenue and assessment obligations		0.000				0.000
1.44 Industrial development and similar obligations		0.000				0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA	7,681	0.002	7,681		7,681	0.002
1.512 Issued or guaranteed by FNMA and FHLMC		0.000				0.000
1.513 All other	49,598,874	12.864	49,598,874		49,598,874	12.864
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	88,536	0.023	88,536		88,536	0.023
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521		0.000				0.000
1.523 All other	1,731,669	0.449	1,731,669		1,731,669	0.449
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	91,802,917	23.810	91,802,917		91,802,917	23.810
2.2 Unaffiliated non-U.S. securities (including Canada)	23,694,833	6.145	23,694,833		23,694,833	6.145
2.3 Affiliated securities	1,642,654	0.426	1,642,654		1,642,654	0.426
3. Equity interests:						
3.1 Investments in mutual funds		0.000				0.000
3.2 Preferred stocks:						
3.21 Affiliated		0.000				0.000
3.22 Unaffiliated		0.000				0.000
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated		0.000				0.000
3.32 Unaffiliated		0.000				0.000
3.4 Other equity securities:						
3.41 Affiliated		0.000				0.000
3.42 Unaffiliated		0.000				0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated		0.000				0.000
3.52 Unaffiliated		0.000				0.000
4. Mortgage loans:						
4.1 Construction and land development		0.000				0.000
4.2 Agricultural		0.000				0.000
4.3 Single family residential properties	5,847,458	1.517	5,847,458		5,847,458	1.517
4.4 Multifamily residential properties		0.000				0.000
4.5 Commercial loans		0.000				0.000
4.6 Mezzanine real estate loans		0.000				0.000
5. Real estate investments:						
5.1 Property occupied by company		0.000				0.000
5.2 Property held for production of income (including \$ of property acquired in satisfaction of debt)		0.000				0.000
5.3 Property held for sale (including \$ property acquired in satisfaction of debt)		0.000				0.000
6. Contract loans	95,606,516	24.796	95,606,516		95,606,516	24.796
7. Derivatives		0.000				0.000
8. Receivables for securities		0.000				0.000
9. Securities Lending (Line 10, Asset Page reinvested collateral)		0.000		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments	61,289,428	15.896	61,289,428		61,289,428	15.896
11. Other invested assets		0.000				0.000
12. Total invested assets	385,572,348	100.000	385,572,348		385,572,348	100.000

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE A - VERIFICATION BETWEEN YEARS

Real Estate

1.	Book/adjusted carrying value, December 31 of prior year	
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 6)	
2.2	Additional investment made after acquisition (Part 2, Column 9)	
3.	Current year change in encumbrances:	
3.1	Totals, Part 1, Column 13	
3.2	Totals, Part 3, Column 11	
4.	Total gain (loss) on disposals, Part 3, Column 18	
5.	Deduct amounts received on disposals, Part 3, Column 15	
6.	Total foreign exchange change in book/adjusted carrying value:	
6.1	Totals, Part 1, Column 15	
6.2	Totals, Part 3, Column 13	
7.	Deduct current year's other than temporary impairment recognized:	
7.1	Totals, Part 1, Column 12	
7.2	Totals, Part 3, Column 10	
8.	Deduct current year's depreciation:	
8.1	Totals, Part 1, Column 11	
8.2	Totals, Part 3, Column 9	
9.	Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	
10.	Deduct total nonadmitted amounts	
11.	Statement value at end of current period (Line 9 minus Line 10)	

NONE

SCHEDULE B - VERIFICATION BETWEEN YEARS

Mortgage Loans

1.	Book value/recorded investment excluding accrued interest, December 31 of prior year	4,170,281
2.	Cost of acquired:	
2.1	Actual cost at time of acquisition (Part 2, Column 7)	2,383,218
2.2	Additional investment made after acquisition (Part 2, Column 8)	11,779
		2,394,997
3.	Capitalized deferred interest and other:	
3.1	Totals, Part 1, Column 12	
3.2	Totals, Part 3, Column 11	
4.	Accrual of discount	1,132
5.	Unrealized valuation increase (decrease):	
5.1	Totals, Part 1, Column 9	
5.2	Totals, Part 3, Column 8	
6.	Total gain (loss) on disposals, Part 3, Column 18	
7.	Deduct amounts received on disposals, Part 3, Column 15	711,572
8.	Deduct amortization of premium and mortgage interest points and commitment fees	7,380
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest:	
9.1	Totals, Part 1, Column 13	
9.2	Totals, Part 3, Column 13	
10.	Deduct current year's other than temporary impairment recognized:	
10.1	Totals, Part 1, Column 11	
10.2	Totals, Part 3, Column 10	
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	5,847,458
12.	Total valuation allowance	
13.	Subtotal (Line 11 plus 12)	5,847,458
14.	Deduct total nonadmitted amounts	
15.	Statement value of mortgages owned at end of current period (Line 13 minus Line 14)	5,847,458

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE BA - VERIFICATION BETWEEN YEARS

Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year	
2.	Cost of acquired:	
	2.1 Actual cost at time of acquisition (Part 2, Column 8)	
	2.2 Additional investment made after acquisition (Part 2, Column 9)	
3.	Capitalized deferred interest and other:	
	3.1 Totals, Part 1, Column 16	
	3.2 Totals, Part 3, Column 12	
4.	Accrual of discount	
5.	Unrealized valuation increase (decrease):	
	5.1 Totals, Part 1, Column 13	
	5.2 Totals, Part 3, Column 9	
6.	Total gain (loss) on disposals, Part 3, Column 19	
7.	Deduct amounts received on disposals, Part 3, Column 10	
8.	Deduct amortization of premium and depreciation	
9.	Total foreign exchange change in book/adjusted carrying value:	
	9.1 Totals, Part 1, Column 17	
	9.2 Totals, Part 3, Column 14	
10.	Deduct current year's other than temporary impairment recognized:	
	10.1 Totals, Part 1, Column 15	
	10.2 Totals, Part 3, Column 11	
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	
12.	Deduct total nonadmitted amounts	
13.	Statement value at end of current period (Line 11 minus Line 12)	

NONE

SCHEDULE D - VERIFICATION BETWEEN YEARS

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year	144,280,400
2.	Cost of bonds and stocks acquired, Part 3, Column 7	106,312,490
3.	Accrual of discount	901,504
4.	Unrealized valuation increase (decrease):	
	4.1. Part 1, Column 12	
	4.2. Part 2, Section 1, Column 15	
	4.3. Part 2, Section 2, Column 13	
	4.4. Part 4, Column 11	
5.	Total gain (loss) on disposals, Part 4, Column 19	274,487
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7	28,413,616
7.	Deduct amortization of premium	523,982
8.	Total foreign exchange change in book/adjusted carrying value:	
	8.1. Part 1, Column 15	
	8.2. Part 2, Section 1, Column 19	
	8.3. Part 2, Section 2, Column 16	
	8.4. Part 4, Column 15	
9.	Deduct current year's other than temporary impairment recognized:	
	9.1. Part 1, Column 14	2,337
	9.2. Part 2, Section 1, Column 17	
	9.3. Part 2, Section 2, Column 14	
	9.4. Part 4, Column 13	2,337
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	222,828,946
11.	Deduct total nonadmitted amounts	
12.	Statement value at end of current period (Line 10 minus Line 11)	222,828,946

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
BONDS					
Governments (Including all obligations guaranteed by governments)	1. United States	54,269,462	54,012,880	54,259,461	54,308,120
	2. Canada				
	3. Other Countries				
	4. Totals	54,269,462	54,012,880	54,259,461	54,308,120
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals				
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals				
U.S. Special revenue and special assessment obligations and all non- guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	88,536	97,731	91,101	86,202
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States	143,133,459	144,098,923	143,758,521	143,955,384
	9. Canada	4,169,666	4,182,528	4,261,356	4,115,000
	10. Other Countries	19,525,168	19,524,172	18,740,043	19,433,822
	11. Totals	166,828,293	167,805,623	166,759,920	167,504,206
Parent, Subsidiaries and Affiliates	12. Totals	1,642,655	1,667,302	1,565,665	1,682,473
	13. Total Bonds	222,828,946	223,583,536	222,676,147	223,581,001
PREFERRED STOCKS					
Industrial and Miscellaneous (unaffiliated)	14. United States				
	15. Canada				
	16. Other Countries				
	17. Totals				
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks				
COMMON STOCKS					
Industrial and Miscellaneous (unaffiliated)	20. United States				
	21. Canada				
	22. Other Countries				
	23. Totals				
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks				
	26. Total Stocks				
	27. Total Bonds and Stocks	222,828,946	223,583,536	222,676,147	

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 NAIC 1	4,301,399	49,966,274	1,790			54,269,462	19.2	4,308,060	1.7	54,269,462	
1.2 NAIC 2											
1.3 NAIC 3											
1.4 NAIC 4											
1.5 NAIC 5											
1.6 NAIC 6											
1.7 Totals	4,301,399	49,966,274	1,790			54,269,462	19.2	4,308,060	1.7	54,269,462	
2. All Other Governments											
2.1 NAIC 1											
2.2 NAIC 2											
2.3 NAIC 3											
2.4 NAIC 4											
2.5 NAIC 5											
2.6 NAIC 6											
2.7 Totals											
3. U.S. States, Territories and Possessions etc., Guaranteed											
3.1 NAIC 1											
3.2 NAIC 2											
3.3 NAIC 3											
3.4 NAIC 4											
3.5 NAIC 5											
3.6 NAIC 6											
3.7 Totals											
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 NAIC 1											
4.2 NAIC 2											
4.3 NAIC 3											
4.4 NAIC 4											
4.5 NAIC 5											
4.6 NAIC 6											
4.7 Totals											
5. U.S. Special Revenue & Special Assessment Obligations, etc., Non-Guaranteed											
5.1 NAIC 1	24,254	45,365	16,172	2,746		88,536	0.0	101,839	0.0	88,536	
5.2 NAIC 2											
5.3 NAIC 3											
5.4 NAIC 4											
5.5 NAIC 5											
5.6 NAIC 6											
5.7 Totals	24,254	45,365	16,172	2,746		88,536	0.0	101,839	0.0	88,536	

S105

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial & Miscellaneous (Unaffiliated)											
6.1 NAIC 1	7,113,508	21,414,049	49,420,961	4,303,113	351,145	82,602,776	29.2	65,645,693	25.6	49,312,881	33,289,895
6.2 NAIC 2	61,267,336	25,579,852	50,869,456	2,370,673	455,677	140,542,993	49.7	181,531,749	70.7	68,610,592	71,932,401
6.3 NAIC 3	2,050,967	322,043	156,012			2,529,021	0.9	896,983	0.3	479,021	2,050,000
6.4 NAIC 4	60,466	75,583				136,049	0.0	1,000,000	0.4		136,049
6.5 NAIC 5	42,034	620,188	55,587	27,878		745,687	0.3	796,062	0.3	516,489	229,199
6.6 NAIC 6											
6.7 Totals	70,534,311	48,011,714	100,502,016	6,701,663	806,822	226,556,526	80.1	249,870,487	97.3	118,918,983	107,637,543
7. Hybrid Securities											
7.1 NAIC 1											
7.2 NAIC 2				350,000		350,000	0.1	350,000	0.1	350,000	
7.3 NAIC 3											
7.4 NAIC 4											
7.5 NAIC 5											
7.6 NAIC 6											
7.7 Totals				350,000		350,000	0.1	350,000	0.1	350,000	
8. Parent, Subsidiaries and Affiliates											
8.1 NAIC 1	43,747	1,504,423	12,217	5,103		1,565,489	0.6	2,287,569	0.9	58,308	1,507,181
8.2 NAIC 2											
8.3 NAIC 3											
8.4 NAIC 4											
8.5 NAIC 5											
8.6 NAIC 6	47,299	2,527	27,339			77,165	0.0				77,165
8.7 Totals	91,046	1,506,950	39,555	5,103		1,642,654	0.6	2,287,569	0.9	58,308	1,584,347

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - PART 1A - SECTION 1 (Continued)

Quality and Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
9. Total Bonds Current Year											
9.1 NAIC 1	(d) 11,482,907	72,930,110	49,451,140	4,310,961	351,145	138,526,263	49.0	XXX	XXX	103,729,187	34,797,077
9.2 NAIC 2	(d) 61,267,336	25,579,852	50,869,456	2,720,673	455,677	140,892,993	49.8	XXX	XXX	68,960,592	71,932,401
9.3 NAIC 3	(d) 2,050,967	322,043	156,012			2,529,021	0.9	XXX	XXX	479,021	2,050,000
9.4 NAIC 4	(d) 60,466	75,583				136,049	0.0	XXX	XXX		136,049
9.5 NAIC 5	(d) 42,034	620,188	55,587	27,878		745,687	0.3	XXX	XXX	516,489	229,199
9.6 NAIC 6	(d) 47,299	2,527	27,339			77,165	0.0	XXX	XXX		77,165
9.7 Totals	74,951,009	99,530,302	100,559,534	7,059,511	806,822	282,907,179	100.0	XXX	XXX	173,685,289	109,221,890
9.8 Line 9.7 as a % of Col. 6	26.5	35.2	35.5	2.5	0.3	100.0	XXX	XXX	XXX	61.4	38.6
10. Total Bonds Prior Year											
10.1 NAIC 1	3,410,042	34,685,767	31,399,908	2,245,990	601,454	XXX	XXX	72,343,161	28.2	31,125,910	41,217,251
10.2 NAIC 2	113,031,446	28,354,353	37,225,033	2,274,758	996,159	XXX	XXX	181,881,749	70.8	59,332,285	122,549,464
10.3 NAIC 3	1,001	551,111	214,951		129,920	XXX	XXX	896,983	0.3	346,983	550,000
10.4 NAIC 4		1,000,000				XXX	XXX	1,000,000	0.4		1,000,000
10.5 NAIC 5	49,744	648,289	62,249	33,633	2,147	XXX	XXX	796,062	0.3	527,072	268,990
10.6 NAIC 6						XXX	XXX				
10.7 Totals	116,492,233	65,239,520	68,902,141	4,554,381	1,729,680	XXX	XXX	256,917,955	100.0	91,332,250	165,585,705
10.8 Line 10.7 as a % of Col. 8	45.3	25.4	26.8	1.8	0.7	XXX	XXX	100.0	XXX	35.5	64.5
11. Total Publicly Traded Bonds											
11.1 NAIC 1	7,001,413	55,858,760	36,747,462	4,008,763	112,788	103,729,187	36.7	31,125,910	12.1	103,729,187	XXX
11.2 NAIC 2	1,064,305	18,464,547	46,264,215	2,711,849	455,677	68,960,592	24.4	59,332,285	23.1	68,960,592	XXX
11.3 NAIC 3	967	322,043	156,012			479,021	0.2	346,983	0.1	479,021	XXX
11.4 NAIC 4											XXX
11.5 NAIC 5		516,489				516,489	0.2	527,072	0.2	516,489	XXX
11.6 NAIC 6											XXX
11.7 Totals	8,066,685	75,161,839	83,167,688	6,720,612	568,465	173,685,290	61.4	91,332,250	35.5	173,685,290	XXX
11.8 Line 11.7 as a % of Col. 6	4.6	43.3	47.9	3.9	0.3	100.0	XXX	XXX	XXX	100.0	XXX
11.9 Line 11.7 as a % of Line 9.7, Col. 6, Section 9	2.9	26.6	29.4	2.4	0.2	61.4	XXX	XXX	XXX	61.4	XXX
12. Total Privately Placed Bonds											
12.1 NAIC 1	4,481,494	17,071,349	12,703,678	302,198	238,357	34,797,076	12.3	41,217,251	16.0	XXX	34,797,076
12.2 NAIC 2	60,203,031	7,115,305	4,605,242	8,824		71,932,401	25.4	122,549,464	47.7	XXX	71,932,401
12.3 NAIC 3	2,050,000					2,050,000	0.7	550,000	0.2	XXX	2,050,000
12.4 NAIC 4	60,466	75,583				136,049	0.0	1,000,000	0.4	XXX	136,049
12.5 NAIC 5	42,034	103,699	55,587	27,878		229,199	0.1	268,990	0.1	XXX	229,199
12.6 NAIC 6	47,299	2,527	27,339			77,165	0.0			XXX	77,165
12.7 Totals	66,884,325	24,368,463	17,391,846	338,899	238,357	109,221,889	38.6	165,585,705	64.5	XXX	109,221,889
12.8 Line 12.7 as a % of Col. 6	61.2	22.3	15.9	0.3	0.2	100.0	XXX	XXX	XXX	XXX	100.0
12.9 Line 12.7 as a % of Line 9.7, Col. 6, Section 9	23.6	8.6	6.1	0.1	0.1	38.6	XXX	XXX	XXX	XXX	38.6

(a) Includes \$ 99,226,194 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.

(b) Includes \$ current year, \$ 1,621,429 prior year of bonds with Z designations and \$, current year \$ prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class are under regulatory review.

(c) Includes \$ current year, \$ prior year of bonds with 5* designations and \$, current year \$ prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the (SVO) in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.

(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$ 60,078,233 ; NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
1. U.S. Governments											
1.1 Issuer Obligations	4,299,656	49,962,125				54,261,781	19.2	4,298,909	1.7	54,261,781	
1.2 Residential Mortgage-Backed Securities	1,743	4,148	1,790			7,681	0.0	9,151	0.0	7,681	
1.3 Commercial Mortgage-Backed Securities											
1.4 Other Loan-Backed and Structured Securities											
1.5 Totals	4,301,399	49,966,274	1,790			54,269,462	19.2	4,308,060	1.7	54,269,462	
2. All Other Governments											
2.1 Issuer Obligations											
2.2 Residential Mortgage-Backed Securities											
2.3 Commercial Mortgage-Backed Securities											
2.4 Other Loan-Backed and Structured Securities											
2.5 Totals											
3. U.S. States, Territories and Possessions, Guaranteed											
3.1 Issuer Obligations											
3.2 Residential Mortgage-Backed Securities											
3.3 Commercial Mortgage-Backed Securities											
3.4 Other Loan-Backed and Structured Securities											
3.5 Totals											
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 Issuer Obligations											
4.2 Residential Mortgage-Backed Securities											
4.3 Commercial Mortgage-Backed Securities											
4.4 Other Loan-Backed and Structured Securities											
4.5 Totals											
5. U.S. Special Revenue & Special Assessment Obligations etc., Non-Guaranteed											
5.1 Issuer Obligations											
5.2 Residential Mortgage-Backed Securities	24,254	45,365	16,172	2,746		88,536	0.0	101,839	0.0	88,536	
5.3 Commercial Mortgage-Backed Securities											
5.4 Other Loan-Backed and Structured Securities											
5.5 Totals	24,254	45,365	16,172	2,746		88,536	0.0	101,839	0.0	88,536	
6. Industrial and Miscellaneous											
6.1 Issuer Obligations	67,107,648	31,171,701	62,169,976	5,734,644	455,677	166,639,646	58.9	196,232,452	76.4	84,161,854	82,477,792
6.2 Residential Mortgage-Backed Securities	627,642	1,875,400	450,266	291,697	344,294	3,589,298	1.3	5,613,369	2.2	2,883,790	705,508
6.3 Commercial Mortgage-Backed Securities	2,002,222	7,486,597	36,914,250	675,321	6,851	46,403,068	16.4	29,741,375	11.6	31,018,803	15,384,265
6.4 Other Loan-Backed and Structured Securities	796,800	7,478,016	967,525	675,321	6,851	9,924,514	3.5	18,283,289	7.1	854,537	9,069,977
6.5 Totals	70,534,311	48,011,714	100,502,016	6,701,663	806,822	226,556,526	80.1	249,870,485	97.3	118,918,983	107,637,543
7. Hybrid Securities											
7.1 Issuer Obligations				350,000		350,000	0.1	350,000	0.1	350,000	
7.2 Residential Mortgage-Backed Securities											
7.3 Commercial Mortgage-Backed Securities											
7.4 Other Loan-Backed and Structured Securities											
7.5 Totals				350,000		350,000	0.1	350,000	0.1	350,000	
8. Parent, Subsidiaries and Affiliates											
8.1 Issuer Obligations											
8.2 Residential Mortgage-Backed Securities	57,306	33,508	39,555	5,103		135,473	0.0			58,308	77,165
8.3 Commercial Mortgage-Backed Securities											
8.4 Other Loan-Backed and Structured Securities	33,739	1,473,442				1,507,181	0.5	2,287,569	0.9		1,507,181
8.5 Totals	91,046	1,506,950	39,555	5,103		1,642,654	0.6	2,287,569	0.9	58,308	1,584,347

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE D - PART 1A - SECTION 2 (Continued)

Maturity Distribution of All Bonds Owned December 31, at Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9. Total Bonds Current Year											
9.1 Issuer Obligations	71,407,304	81,133,826	62,169,976	6,084,644	455,677	221,251,427	78.2	XXX	XXX	138,773,635	82,477,792
9.2 Residential Mortgage-Backed Securities	710,945	1,958,421	507,783	299,546	344,294	3,820,989	1.4	XXX	XXX	3,038,315	782,673
9.3 Commercial Mortgage-Backed Securities	2,002,222	7,486,597	36,914,250			46,403,068	16.4	XXX	XXX	31,018,803	15,384,265
9.4 Other Loan-Backed and Structured Securities	830,539	8,951,458	967,525	675,321	6,851	11,431,695	4.0	XXX	XXX	854,537	10,577,159
9.5 Totals	74,951,009	99,530,302	100,559,534	7,059,511	806,822	282,907,179	100.0	XXX	XXX	173,685,289	109,221,889
9.6 Line 9.5 as a % of Col. 6	26.5	35.2	35.5	2.5	0.3	100.0	XXX	XXX	XXX	61.4	38.6
10. Total Bonds Prior Year											
10.1 Issuer Obligations	113,106,380	41,011,276	41,894,460	3,543,496	1,325,749	XXX	XXX	200,881,361	78.2	72,005,285	128,876,076
10.2 Residential Mortgage-Backed Securities	775,071	2,941,893	1,044,389	570,030	392,976	XXX	XXX	5,724,359	2.2	4,806,747	917,612
10.3 Commercial Mortgage-Backed Securities	673,441	5,258,010	23,809,924			XXX	XXX	29,741,375	11.6	14,351,301	15,390,074
10.4 Other Loan-Backed and Structured Securities	1,937,340	16,028,341	2,153,368	440,854	10,955	XXX	XXX	20,570,858	8.0	168,915	20,401,943
10.5 Totals	116,492,232	65,239,520	68,902,141	4,554,380	1,729,680	XXX	XXX	256,917,953	100.0	91,332,248	165,585,705
10.6 Line 10.5 as a % of Col. 8	45.3	25.4	26.8	1.8	0.7	XXX	XXX	100.0	XXX	35.5	64.5
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations	5,456,545	70,534,255	56,251,337	6,075,821	455,677	138,773,635	49.1	72,005,285	28.0	138,773,635	XXX
11.2 Residential Mortgage-Backed Securities	570,887	1,665,577	428,552	267,362	105,937	3,038,315	1.1	4,806,747	1.9	3,038,315	XXX
11.3 Commercial Mortgage-Backed Securities	1,986,413	2,777,351	26,255,039			31,018,803	11.0	14,351,301	5.6	31,018,803	XXX
11.4 Other Loan-Backed and Structured Securities	52,840	184,656	232,760	377,430	6,851	854,537	0.3	168,915	0.1	854,537	XXX
11.5 Totals	8,066,685	75,161,839	83,167,688	6,720,612	568,465	173,685,289	61.4	91,332,248	35.5	173,685,289	XXX
11.6 Line 11.5 as a % of Col. 6	4.6	43.3	47.9	3.9	0.3	100.0	XXX	XXX	XXX	100.0	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9	2.9	26.6	29.4	2.4	0.2	61.4	XXX	XXX	XXX	61.4	XXX
12. Total Privately Placed Bonds											
12.1 Issuer Obligations	65,950,759	10,599,571	5,918,639	8,824		82,477,792	29.2	128,876,076	50.2	XXX	82,477,792
12.2 Residential Mortgage-Backed Securities	140,058	292,844	79,231	32,184	238,357	782,673	0.3	917,612	0.4	XXX	782,673
12.3 Commercial Mortgage-Backed Securities	15,809	4,709,246	10,659,211			15,384,265	5.4	15,390,074	6.0	XXX	15,384,265
12.4 Other Loan-Backed and Structured Securities	777,699	8,766,803	734,765	297,892		10,577,159	3.7	20,401,943	7.9	XXX	10,577,159
12.5 Totals	66,884,325	24,368,463	17,391,846	338,899	238,357	109,221,889	38.6	165,585,705	64.5	XXX	109,221,889
12.6 Line 12.5 as a % of Col. 6	61.2	22.3	15.9	0.3	0.2	100.0	XXX	XXX	XXX	XXX	100.0
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9	23.6	8.6	6.1	0.1	0.1	38.6	XXX	XXX	XXX	XXX	38.6

ANNUAL STATEMENT FOR THE YEAR 2015 OF THE MML Bay State Life Insurance Company

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	16,484,333	16,484,333			
2. Cost of short-term investments acquired	32,445,932	32,445,932			
3. Accrual of discount	65,530	65,530			
4. Unrealized valuation increase (decrease)					
5. Total gain (loss) on disposals	66	66			
6. Deduct consideration received on disposals	43,999,932	43,999,932			
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)	4,995,929	4,995,929			
11. Deduct total nonadmitted amounts					
12. Statement value at end of current period (Line 10 minus Line 11)	4,995,929	4,995,929			

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards

N O N E

Schedule DB - Part B - Verification - Futures Contracts

N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open

N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open

N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of
Derivatives

N O N E

SCHEDULE E - VERIFICATION BETWEEN YEARS

(Cash Equivalents)

	1	2	3
	Total	Bonds	Other (a)
1. Book/adjusted carrying value, December 31 of prior year	96,153,220	96,153,220	
2. Cost of cash equivalents acquired	1,413,157,613	1,413,157,613	
3. Accrual of discount	396,635	396,635	
4. Unrealized valuation increase (decrease)			
5. Total gain (loss) on disposals	89	89	
6. Deduct consideration received on disposals	1,454,625,253	1,454,625,253	
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)	55,082,304	55,082,304	
11. Deduct total nonadmitted amounts			
12. Statement value at end of current period (Line 10 minus Line 11)	55,082,304	55,082,304	

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment: