Jackson National Life Global Funding

U.S. $17,000,000,000

GLOBAL DEBT ISSUANCE PROGRAM

This supplement (this "***Second Base Prospectus Supplement***") is supplemental to and must be read in conjunction with the Offering Memorandum dated June 1, 2017 (the "***Base Prospectus***") and prior Base Prospectus Supplement, specifically, the First Base Prospectus Supplement dated August 22, 2017 (referred to herein as the "***Prior Base Prospectus Supplement***") prepared by Jackson National Life Global Funding (the "***Issuer***"), under the Issuer's Global Debt Issuance Program for the issuance of senior secured medium-term notes (the "***Notes***").

This Second Base Prospectus Supplement has been approved by the Central Bank of Ireland, as competent authority under the Directive 2003/71/EC (the "***Prospectus Directive***"). The Central Bank of Ireland only approves this Second Base Prospectus Supplement as meeting the requirements imposed under Irish and EU law pursuant to the Prospectus Directive.

This document constitutes a base prospectus supplement for the purposes of Article 16 of the Prospectus Directive. References herein to this document are to this Second Base Prospectus Supplement incorporating Annex 1 and Annex 2, hereto.

Annex 1 of this Second Base Prospectus Supplement, which amends and supplements the "Recent Developments" subsection of the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section on page 54 of the Base Prospectus, includes a description of certain recent developments (the "***Recent Developments***") related to the filing with the Michigan Office of Financial and Insurance Regulation by Jackson National Life Insurance Company ("***Jackson***") of its quarterly unaudited unconsolidated statutory financial statements as of and for the quarter ended September 30, 2017 (including any notes thereto, the "***Third Quarter 2017 Statutory Financial Statements***").

Annex 2 of this Second Base Prospectus Supplement contains certain sections from the Third Quarter 2017 Statutory Financial Statements. Copies of the Recent Developments and the Third Quarter 2017 Statutory Financial Statements will be made available for inspection at the offices of the parties at whose offices documents are to be available for inspection as identified in "General Information" in the Base Prospectus.

Except as disclosed in this Second Base Prospectus Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to the information included in the Base Prospectus and the Prior Base Prospectus Supplement. Jackson has confirmed that, since September 30, 2017, there has been no significant change in the financial or trading position of Jackson.

Each of the Issuer and Jackson accepts responsibility for the information contained in this Second Base Prospectus Supplement. To the best of the knowledge of each of the Issuer and Jackson (having taken all reasonable care to ensure that such is the case) the information contained in this Second Base Prospectus Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

Where there is any inconsistency among the Base Prospectus, the Prior Base Prospectus Supplement and this Second Base Prospectus Supplement, the language used in this Second Base Prospectus Supplement shall prevail.

Second Base Prospectus Supplement dated November 28, 2017

Annex 1

RECENT DEVELOPMENTS

The following is added to the "Recent Developments" subsection of the "Management's Discussion and Analysis of Financial Condition and Results of Operations" section of the Base Prospectus following the fourth paragraph on page 54 of the Base Prospectus:

Jackson National Life Insurance Company

Based on Statutory Quarterly Statement as of September 30, 2017

PREMIUMS AND ANNUITY CONSIDERATIONS totaled $14,000.1 million for the nine months ended September 30, 2017, as compared to $13,653.4 million for the same period in 2016. Total variable annuity premiums were $11,882.0 million for the nine months ended September 30, 2017, compared to $11,862.4 million for the same period in 2016. Included in variable annuity premiums were Elite Access premiums of $1,962.9 million for the nine months ended September 30, 2017, compared to $1,941.1 million for the same period in 2016. Fixed index annuity premiums received during the first nine months of 2017 totaled $293.4 million, compared to $571.8 million received in the same period of 2016. Sales of fixed annuities during the first nine months of 2017 totaled $437.4 million, compared to $580.7 million in the same period of 2016. Jackson sold $2,973.3 million of institutional products during the first nine months of 2017, compared to $1,937.4 million for the first nine months of 2016.

NET INCOME totaled $380.0 million for the nine months ended September 30, 2017, compared to net loss of $960.0 million for the nine months ended September 30, 2016. After tax net gain from operations totaled $2,148.2 million for the first nine months of 2017, compared to a gain of $935.8 million for the first nine months of 2016. The increase in income from operations was primarily due to a decrease in guaranteed benefit reserves and an increase in fee income during 2017. Net realized capital losses, primarily due to losses on equity futures, totaled $1,768.2 million for the first nine months of 2017, a decrease from losses of $1,895.8 million for the first nine months of 2016.

CAPITAL AND SURPLUS was $4.30 billion at September 30, 2017, compared to $4.92 billion at December 31, 2016. The decrease in capital and surplus was primarily due to the $600.0 million dividend payment.

TOTAL ADMITTED ASSETS increased to $222.6 billion at September 30, 2017, from $204.8 billion at December 31, 2016. This increase was primarily attributable to continued positive net flows and market appreciation on separate account assets.

As described in **Business of Jackson**, the Company received approval from the Department of Insurance and Financial Services regarding the use of a permitted practice which allows the Company to report the effectiveness of its hedging program related to certain interest rate swaps consistent with the system the Company has adopted in accordance with Section 943 (2) of the Michigan Insurance Code, as opposed to SSAP No. 86 – *Accounting for Derivative Instruments and Hedging Activities*. As a result, hedging transactions thus identified as effective are reported pursuant to the accounting guidance set forth in NAIC SSAP No. 86. The effect of this permitted practice, reflected as special surplus funds, was to decrease capital and surplus by $513.0 million ($557.6 million after tax) at September 30, 2017 and $599.6 million ($413.0 million after tax) at December 31, 2016, with no effect on net income.

Jackson's investment portfolio is broadly diversified among sectors and issuers. Below investment grade bonds totaled 2.4% and 2.3% of total cash and invested assets at September 30, 2017 and December 31, 2016, respectively. The total energy exposure as of September 30, 2017 was $3.7 billion, including $3.5 billion rated investment grade. Since year end 2016, the exposure to this sector has remained consistent. Exploration & Production and Oil Field Equipment & Services are the two subsectors with the highest sensitivity to oil prices. Exposure to these two sub-sectors totaled $1.2 billion, or 1.9% of total cash and invested assets.

Jackson had gross unrealized gains of $2,703.5 million and gross unrealized losses of $302.8 million on its debt securities at September 30, 2017. Of the total carrying value of bonds in an unrealized loss position at September 30, 2017, 97% were investment grade. Unrealized losses on bonds that were below investment grade comprised 4% of the aggregate gross unrealized loss on debt securities. For Statutory reporting, Jackson's debt securities are generally reported at amortized cost, meaning the unrealized gains and losses are not reflected in income or capital and surplus. Impairment charges on fixed maturities totaled $1.9 million through September 30, 2017, compared to $55.9 million in the first nine months of 2016.

On September 30, 2017, Brooke Holdings LLC, an upstream holding company, was renamed Jackson Holdings LLC (JHLLC) to align the entity name with that of Jackson and other entities within Prudential plc's North American Business Unit. No other structural changes were made to JHLLC apart from the name change.

Annex 2

LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2017
OF THE CONDITION AND AFFAIRS OF THE

Jackson National Life Insurance Company

NAIC Group Code 0918 (Current) 0918 (Prior) NAIC Company Code 65056 Employer's ID Number 38-1659835

Organized under the Laws of Michigan, State of Domicile or Port of Entry MI

Country of Domicile United States of America

Incorporated/Organized 06/19/1961 Commenced Business 08/30/1961

Statutory Home Office 1 Corporate Way (Street and Number), Lansing , MI, US 48951 (City or Town, State, Country and Zip Code)

Main Administrative Office 1 Corporate Way (Street and Number)
Lansing , MI, US 48951 (City or Town, State, Country and Zip Code), 517-381-5500 (Area Code) (Telephone Number)

Mail Address 1 Corporate Way (Street and Number or P.O. Box), Lansing , MI, US 48951 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 1 Corporate Way (Street and Number)
Lansing , MI, US 48951 (City or Town, State, Country and Zip Code), 517-381-5500 (Area Code) (Telephone Number)

Internet Website Address www.jackson.com

Statutory Statement Contact Michael Alan Costello (Name), 517-381-5500 (Area Code) (Telephone Number)
statjnlic@jackson.com (E-mail Address), 517-706-5522 (FAX Number)

OFFICERS

President	James Ronald Sopha	Treasurer	Michael Alan Costello
Secretary	Andrew John Bowden	Actuary	Marcia Lynn Wadsten

OTHER

Paul Chadwick Myers, Chief Financial Officer	Gregory Philip Cicotte, Executive Vice President	Savvas (Steve) Panagiotis Binioris, SVP
Julia Anne Goatley, SVP	Bradley Olan Harris, SVP	Thomas Paul Hyatte, SVP
Keith Richard Moore, SVP	Emilio Pardo, SVP	Laura Louene Prieskorn, SVP
Kenneth Harold Stewart, SVP	Bonnie Gashlin Wasgatt, SVP	Richard Charles White #, SVP
Marina Costa Ashiotou #, VP	Michele Margaret Binkley, VP	Dennis Allen Blue, VP
Barrett Mark Bonemer, VP	Pamela Lynn Bottles, VP	David Lee Bowers, VP
David Andrew Collins, VP	Robert Harold Dearman Jr., VP	William Thomas Devanney Jr., VP
Charles Fox Field Jr., VP	Dana Rene Malesky Flegler, VP	Lisa Ilene Fox, VP
Devkumar Dilip Ganguly, VP	Guillermo Esteban Guerra, VP	Robert William Hajdu, VP
Laura Louise Hanson, VP	Robert LeRoy Hill, VP	Julie Ann Hughes, VP
Matthew Timothy Irey, VP	Thomas Andrew Janda, VP	Scott Francis Klus, VP
Toni Lee Klus, VP	Matthew Fox Laker #, VP	Richard Carl Liphardt, VP
Wayne Richard Longcore, VP	Diahn Marie McHenry, VP	Ryan Tait Mellott, VP
Dean Michael Miller, VP	Jacky Morin, VP	Dana Scamarcia Rapier, VP
Gary John Rudnicki #, VP	Stacey Lynn Schabel, VP	James Aaron Schultz, VP
William Robert Schulz, VP	Muhammad Sajid Shami, VP	Michael Dunstan Story, VP
Heather Rachelle Strang, VP	Brian Michael Walta, VP	Weston Bartley Wetherell #, VP

DIRECTORS OR TRUSTEES

Morten Nicolai Friis	Bradley Olan Harris	Dennis James Manning (Chairman)
Paul Chadwick Myers	James John Scanlan	James Ronald Sopha
Barry Lee Stowe		

State of Michigan
County of Ingham
SS:

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.

James R. Sopha President	Andrew J. Bowden Secretary	Michael A. Costello Treasurer

Subscribed and sworn to before me this
9th day of November, 2017

Rhonda Phillips
Notary Public
10-Nov-17

RHONDA K. PHILLIPS
NOTARY PUBLIC-STATE OF MICHIGAN
COUNTY OF INGHAM
My Commission Expires November 10, 2017
Acting in the County of Ingham

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

ASSETS

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
1. Bonds	45,349,493,776	0	45,349,493,776	46,228,419,021
2. Stocks:				
2.1 Preferred stocks	0	0	0	146,686
2.2 Common stocks	965,602,778	6,196,479	959,406,299	888,390,690
3. Mortgage loans on real estate:				
3.1 First liens	8,110,049,371	0	8,110,049,371	7,480,129,619
3.2 Other than first liens	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less $ 0 encumbrances)	224,981,269	0	224,981,269	227,691,040
4.2 Properties held for the production of income (less $ 0 encumbrances)	7,172,124	0	7,172,124	7,172,124
4.3 Properties held for sale (less $ 0 encumbrances)	698,303	0	698,303	698,303
5. Cash ($ (243,529,639)), cash equivalents ($ 1,142,174) and short-term investments ($ 1,089,971,087)	847,583,622	0	847,583,622	586,612,362
6. Contract loans (including $ 0 premium notes)	4,481,948,950	1,381,920	4,480,567,030	4,420,560,663
7. Derivatives	1,478,754,323	0	1,478,754,323	971,225,870
8. Other invested assets	1,346,978,906	30,677,837	1,316,301,069	1,350,867,851
9. Receivables for securities	31,130,780	0	31,130,780	101,082,887
10. Securities lending reinvested collateral assets	121,862,083	0	121,862,083	108,864,505
11. Aggregate write-ins for invested assets	(513,021,835)	0	(513,021,835)	(599,617,503)
12. Subtotals, cash and invested assets (Lines 1 to 11)	62,453,234,450	38,256,236	62,414,978,214	61,772,244,118
13. Title plants less $ 0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	691,797,840	0	691,797,840	839,012,715
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	280,641,060	0	280,641,060	11,131,045
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ 0 earned but unbilled premiums)	65,102,291	0	65,102,291	69,240,590
15.3 Accrued retrospective premiums ($ 0) and contracts subject to redetermination ($ 0)	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	13,974,472	0	13,974,472	54,203,213
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	(221,354,219)	0	(221,354,219)	7,021,038
17. Amounts receivable relating to uninsured plans	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	293,222,609	0	293,222,609	57,491,578
18.2 Net deferred tax asset	1,848,203,131	359,161,083	1,489,042,048	1,428,217,812
19. Guaranty funds receivable or on deposit	3,722,966	0	3,722,966	4,345,628
20. Electronic data processing equipment and software	5,659,085	0	5,659,085	0
21. Furniture and equipment, including health care delivery assets ($ 0)	42,563,295	42,563,295	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	15,552,068	0	15,552,068	920,215,962
24. Health care ($ 0) and other amounts receivable	0	0	0	0
25. Aggregate write-ins for other than invested assets	453,445,454	256,428,983	197,016,471	465,038,971
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	65,945,764,502	696,409,597	65,249,354,905	65,628,162,670
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	157,367,165,300	0	157,367,165,300	139,153,016,042
28. Total (Lines 26 and 27)	223,312,929,802	696,409,597	222,616,520,205	204,781,178,712
DETAILS OF WRITE-INS				
1101. Interest rate swaps adjustment per permitted practice	(513,021,835)	0	(513,021,835)	(599,617,503)
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	(513,021,835)	0	(513,021,835)	(599,617,503)
2501. Agents' balances (net)	3,052,321	3,052,321	0	0
2502. Capitalized software and associated costs	12,978,869	12,978,869	0	0
2503. DTA on interest rate swap permitted practice	179,557,603	224,086,908	(44,529,305)	186,647,230
2598. Summary of remaining write-ins for Line 25 from overflow page	257,856,661	16,310,885	241,545,776	278,391,741
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	453,445,454	256,428,983	197,016,471	465,038,971

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Aggregate reserve for life contracts $ 48,477,507,532 less $ 0 included in Line 6.3 (including $ 0 Modco Reserve)	48,477,507,532	50,536,968,190
2.	Aggregate reserve for accident and health contracts (including $ 0 Modco Reserve)	0	0
3.	Liability for deposit-type contracts (including $ 0 Modco Reserve)	10,594,334,719	8,395,984,380
4.	Contract claims:		
	4.1 Life	661,402,571	717,695,467
	4.2 Accident and health	0	0
5.	Policyholders' dividends $ 264,444 and coupons $ 0 due and unpaid	264,444	299,303
6.	Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
	6.1 Dividends apportioned for payment (including $ 0 Modco)	10,173,018	10,188,461
	6.2 Dividends not yet apportioned (including $ 0 Modco)	188,891	189,307
	6.3 Coupons and similar benefits (including $ 0 Modco)	60,035	60,239
7.	Amount provisionally held for deferred dividend policies not included in Line 6	0	0
8.	Premiums and annuity considerations for life and accident and health contracts received in advance less $ 0 discount; including $ 0 accident and health premiums	3,839,227	2,992,168
9.	Contract liabilities not included elsewhere:		
	9.1 Surrender values on canceled contracts	612,118	553,558
	9.2 Provision for experience rating refunds, including the liability of $ 0 accident and health experience rating refunds of which $ 0 is for medical loss ratio rebate per the Public Health Service Act	0	0
	9.3 Other amounts payable on reinsurance, including $ 7,405,960 assumed and $ 16,821,893 ceded	24,227,853	30,774,383
	9.4 Interest Maintenance Reserve	272,963,109	300,587,509
10.	Commissions to agents due or accrued-life and annuity contracts $ 100,492,304 , accident and health $ 0 and deposit-type contract funds $ 0	100,492,304	95,880,531
11.	Commissions and expense allowances payable on reinsurance assumed	88,430	89,298
12.	General expenses due or accrued	136,371,609	186,695,097
13.	Transfers to Separate Accounts due or accrued (net) (including $ (5,736,066,701) accrued for expense allowances recognized in reserves, net of reinsured allowances)	(5,746,345,130)	(5,807,039,316)
14.	Taxes, licenses and fees due or accrued, excluding federal income taxes	(3,621,103)	(255,351)
15.1	Current federal and foreign income taxes, including $ 0 on realized capital gains (losses)	0	0
15.2	Net deferred tax liability	0	0
16.	Unearned investment income	8,876,028	9,358,994
17.	Amounts withheld or retained by company as agent or trustee	4,304,935	4,396,020
18.	Amounts held for agents' account, including $ 7,548,084 agents' credit balances	7,548,084	7,252,930
19.	Remittances and items not allocated	57,038,951	7,697,986
20.	Net adjustment in assets and liabilities due to foreign exchange rates	0	0
21.	Liability for benefits for employees and agents if not included above	0	0
22.	Borrowed money $ 88,210,527 and interest thereon $ 38,828	88,249,355	592,548,589
23.	Dividends to stockholders declared and unpaid	0	0
24.	Miscellaneous liabilities:		
	24.01 Asset valuation reserve	372,764,232	370,084,575
	24.02 Reinsurance in unauthorized and certified ($ 0) companies	41,306	41,306
	24.03 Funds held under reinsurance treaties with unauthorized and certified ($ 0) reinsurers	3,581,581,157	3,508,651,058
	24.04 Payable to parent, subsidiaries and affiliates	4,896,222	6,628,399
	24.05 Drafts outstanding	0	0
	24.06 Liability for amounts held under uninsured plans	0	0
	24.07 Funds held under coinsurance	290,904,056	303,664,244
	24.08 Derivatives	19,558,554	20,249,242
	24.09 Payable for securities	114,725,691	0
	24.10 Payable for securities lending	121,862,083	108,864,505
	24.11 Capital notes $ 0 and interest thereon $ 0	0	0
25.	Aggregate write-ins for liabilities	1,740,211,524	1,298,193,785
26.	Total liabilities excluding Separate Accounts business (Lines 1 to 25)	60,945,121,805	60,709,294,856
27.	From Separate Accounts Statement	157,367,165,300	139,153,016,042
28.	Total liabilities (Lines 26 and 27)	218,312,287,105	199,862,310,898
29.	Common capital stock	13,800,000	13,800,000
30.	Preferred capital stock	0	0
31.	Aggregate write-ins for other than special surplus funds	0	0
32.	Surplus notes	249,512,712	249,487,778
33.	Gross paid in and contributed surplus	3,233,811,448	3,233,811,448
34.	Aggregate write-ins for special surplus funds	(557,551,140)	(412,970,273)
35.	Unassigned funds (surplus)	1,364,660,080	1,834,738,861
36.	Less treasury stock, at cost:		
	36.1 0 shares common (value included in Line 29 $ 0)	0	0
	36.2 0 shares preferred (value included in Line 30 $ 0)	0	0
37.	Surplus (Total Lines 31+32+33+34+35-36) (including $ 0 in Separate Accounts Statement)	4,290,433,100	4,905,067,814
38.	Totals of Lines 29, 30 and 37	4,304,233,100	4,918,867,814
39.	Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	222,616,520,205	204,781,178,712
	DETAILS OF WRITE-INS		
2501.	Deferred compensation	338,366,397	599,528,837
2502.	Deferred rent	5,798,245	5,562,033
2503.	Founders Plan liability	80,074	111,166
2598.	Summary of remaining write-ins for Line 25 from overflow page	1,395,966,808	692,991,749
2599.	Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,740,211,524	1,298,193,785
3101.			
3102.			
3103.			
3198.	Summary of remaining write-ins for Line 31 from overflow page	0	0
3199.	Totals (Lines 3101 through 3103 plus 3198)(Line 31 above)	0	0
3401.	Interest rate swaps adjustment per permitted practice	(557,551,140)	(412,970,273)
3402.			
3403.			
3498.	Summary of remaining write-ins for Line 34 from overflow page	0	0
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)	(557,551,140)	(412,970,273)

SUMMARY OF OPERATIONS

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1.	Premiums and annuity considerations for life and accident and health contracts	14,000,125,343	13,653,399,757	18,631,372,369
2.	Considerations for supplementary contracts with life contingencies	6,885,448	5,966,468	8,594,423
3.	Net investment income	2,793,771,409	2,849,556,599	3,902,994,088
4.	Amortization of Interest Maintenance Reserve (IMR)	62,173,424	120,756,161	168,694,353
5.	Separate Accounts net gain from operations excluding unrealized gains or losses	0	0	0
6.	Commissions and expense allowances on reinsurance ceded	30,281,106	36,612,529	371,162,044
7.	Reserve adjustments on reinsurance ceded	0	0	0
8.	Miscellaneous Income:			
	8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	2,737,954,399	2,418,254,048	3,275,238,829
	8.2 Charges and fees for deposit-type contracts	0	0	0
	8.3 Aggregate write-ins for miscellaneous income	436,781,095	257,093,245	346,742,595
9.	Totals (Lines 1 to 8.3)	20,067,972,224	19,341,638,807	26,704,798,701
10.	Death benefits	819,649,333	816,055,628	1,126,531,221
11.	Matured endowments (excluding guaranteed annual pure endowments)	4,011,191	5,567,733	6,698,630
12.	Annuity benefits	1,894,340,104	1,678,671,284	2,169,544,387
13.	Disability benefits and benefits under accident and health contracts	8,512,244	8,544,380	11,394,679
14.	Coupons, guaranteed annual pure endowments and similar benefits	65,282	70,098	97,564
15.	Surrender benefits and withdrawals for life contracts	10,055,871,791	7,872,386,868	10,829,837,971
16.	Group conversions	0	0	0
17.	Interest and adjustments on contract or deposit-type contract funds	167,240,676	118,942,218	165,748,951
18.	Payments on supplementary contracts with life contingencies	6,148,391	6,189,796	8,254,468
19.	Increase in aggregate reserves for life and accident and health contracts	(2,059,460,658)	581,353,655	(42,291,416)
20.	Totals (Lines 10 to 19)	10,896,378,354	11,087,781,660	14,275,816,455
21.	Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	1,257,055,717	1,207,689,272	1,620,836,529
22.	Commissions and expense allowances on reinsurance assumed	97,340,495	2,540,287	(22,669,862)
23.	General insurance expenses	499,798,616	449,377,372	606,179,909
24.	Insurance taxes, licenses and fees, excluding federal income taxes	39,116,925	47,172,749	58,898,573
25.	Increase in loading on deferred and uncollected premiums	(1,189,604)	1,504,459	2,626,678
26.	Net transfers to or (from) Separate Accounts net of reinsurance	4,137,517,538	3,880,826,419	5,365,111,956
27.	Aggregate write-ins for deductions	257,718,845	274,429,316	734,561,143
28.	Totals (Lines 20 to 27)	17,183,736,886	16,951,321,534	22,641,361,381
29.	Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	2,884,235,338	2,390,317,273	4,063,437,320
30.	Dividends to policyholders	7,518,985	7,914,994	10,637,401
31.	Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	2,876,716,353	2,382,402,279	4,052,799,919
32.	Federal and foreign income taxes incurred (excluding tax on capital gains)	728,534,787	1,446,564,795	1,960,492,247
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)	2,148,181,566	935,837,484	2,092,307,672
34.	Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of $ (852,241,809) (excluding taxes of $ 51,723,682 transferred to the IMR)	(1,768,189,446)	(1,895,802,185)	(2,656,146,820)
35.	Net income (Line 33 plus Line 34)	379,992,120	(959,964,701)	(563,839,148)
	CAPITAL AND SURPLUS ACCOUNT			
36.	Capital and surplus, December 31, prior year	4,918,867,814	4,718,451,273	4,718,451,273
37.	Net income (Line 35)	379,992,120	(959,964,701)	(563,839,148)
38.	Change in net unrealized capital gains (losses) less capital gains tax of $ (71,664,484)	(177,398,755)	1,010,352,343	237,345,438
39.	Change in net unrealized foreign exchange capital gain (loss)	0	0	0
40.	Change in net deferred income tax	(48,056,372)	649,161,692	906,245,966
41.	Change in nonadmitted assets	17,551,864	(92,838,909)	(139,418,152)
42.	Change in liability for reinsurance in unauthorized and certified companies	0	0	(2,239)
43.	Change in reserve on account of change in valuation basis, (increase) or decrease	0	0	0
44.	Change in asset valuation reserve	(2,679,657)	(1,688,963)	2,204,561
45.	Change in treasury stock	0	0	0
46.	Surplus (contributed to) withdrawn from Separate Accounts during period	0	0	0
47.	Other changes in surplus in Separate Accounts Statement	0	0	0
48.	Change in surplus notes	24,938	23,011	31,182
49.	Cumulative effect of changes in accounting principles	0	0	0
50.	Capital changes:			
	50.1 Paid in	0	0	0
	50.2 Transferred from surplus (Stock Dividend)	0	0	0
	50.3 Transferred to surplus	0	0	0
51.	Surplus adjustment:			
	51.1 Paid in	0	0	0
	51.2 Transferred to capital (Stock Dividend)	0	0	0
	51.3 Transferred from capital	0	0	0
	51.4 Change in surplus as a result of reinsurance	(39,487,985)	0	365,294,158
52.	Dividends to stockholders	(600,000,000)	(450,000,000)	(550,000,000)
53.	Aggregate write-ins for gains and losses in surplus	(144,580,867)	(655,256,620)	(57,445,226)
54.	Net change in capital and surplus for the year (Lines 37 through 53)	(614,634,714)	(500,212,147)	200,416,540
55.	Capital and surplus, as of statement date (Lines 36 + 54)	4,304,233,100	4,218,239,126	4,918,867,814
	DETAILS OF WRITE-INS			
08.301.	General account policy fees	220,437,919	50,253,435	66,004,568
08.302.	Marketing fees	239,060,944	204,111,237	277,353,907
08.303.	Miscellaneous income	1,490,957	976,757	1,415,857
08.398.	Summary of remaining write-ins for Line 8.3 from overflow page	(24,208,725)	1,751,816	1,968,263
08.399.	Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	436,781,095	257,093,245	346,742,595
2701.	Additional contract benefits to Founders Plan policyholders	78,043	84,929	111,713
2702.	Amortization of goodwill and value of business acquired	36,845,966	36,845,966	49,127,954
2703.	Interest on funds withheld treaties	260,282,820	237,498,421	320,027,318
2798.	Summary of remaining write-ins for Line 27 from overflow page	(39,487,984)	0	365,294,158
2799.	Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	257,718,845	274,429,316	734,561,143
5301.	Interest rate swaps adjustment per permitted practice	(144,580,867)	(655,256,620)	(57,445,226)
5302.				
5303.				
5398.	Summary of remaining write-ins for Line 53 from overflow page	0	0	0
5399.	Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)	(144,580,867)	(655,256,620)	(57,445,226)

CASH FLOW

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
	Cash from Operations			
1.	Premiums collected net of reinsurance	13,736,790,589	13,617,500,531	18,127,674,729
2.	Net investment income	2,877,745,806	2,818,181,672	3,641,217,075
3.	Miscellaneous income	3,174,989,312	2,712,914,051	3,654,108,085
4.	Total (Lines 1 to 3)	19,789,525,707	19,148,596,254	25,422,999,889
5.	Benefit and loss related payments	12,589,258,627	10,347,846,041	13,990,672,734
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	4,076,823,352	3,812,123,282	5,638,677,764
7.	Commissions, expenses paid and aggregate write-ins for deductions	1,924,147,258	1,763,538,561	2,304,874,464
8.	Dividends paid to policyholders	7,569,703	7,947,503	11,038,230
9.	Federal and foreign income taxes paid (recovered) net of $ 1,789,113 tax on capital gains (losses)	163,688,382	123,012,066	338,460,892
10.	Total (Lines 5 through 9)	18,761,487,322	16,054,467,453	22,283,724,084
11.	Net cash from operations (Line 4 minus Line 10)	1,028,038,385	3,094,128,801	3,139,275,805
	Cash from Investments			
12.	Proceeds from investments sold, matured or repaid:			
	12.1 Bonds	5,958,795,138	7,713,613,409	10,559,614,226
	12.2 Stocks	44,720,061	435,078	17,296,368
	12.3 Mortgage loans	918,029,378	684,847,695	1,147,298,640
	12.4 Real estate	0	0	0
	12.5 Other invested assets	123,359,674	109,437,029	155,760,868
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
	12.7 Miscellaneous proceeds	(1,385,372,723)	(1,747,816,173)	(2,926,716,807)
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,659,531,528	6,760,517,038	8,953,253,295
13.	Cost of investments acquired (long-term only):			
	13.1 Bonds	4,222,096,963	8,584,895,195	10,300,634,128
	13.2 Stocks	43,380,449	26,601,489	197,921,917
	13.3 Mortgage loans	1,549,481,535	1,677,692,505	2,196,375,587
	13.4 Real estate	2,610,365	13,616,074	18,133,744
	13.5 Other invested assets	122,384,321	138,030,783	179,030,296
	13.6 Miscellaneous applications	1,271,213,341	830,636,896	1,144,162,744
	13.7 Total investments acquired (Lines 13.1 to 13.6)	7,211,166,974	11,271,472,942	14,036,258,416
14.	Net increase (or decrease) in contract loans and premium notes	60,006,367	24,702,053	47,113,430
15.	Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(1,611,641,813)	(4,535,657,957)	(5,130,118,551)
	Cash from Financing and Miscellaneous Sources			
16.	Cash provided (applied):			
	16.1 Surplus notes, capital notes	0	0	0
	16.2 Capital and paid in surplus, less treasury stock	0	0	0
	16.3 Borrowed funds	(504,250,000)	814,960,527	494,960,527
	16.4 Net deposits on deposit-type contracts and other insurance liabilities	2,198,350,339	910,640,449	1,233,940,390
	16.5 Dividends to stockholders	600,000,000	450,000,000	550,000,000
	16.6 Other cash provided (applied)	(249,525,651)	(63,139,049)	621,590,474
17.	Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	844,574,688	1,212,461,927	1,800,491,391
	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)	260,971,260	(229,067,229)	(190,351,355)
19.	Cash, cash equivalents and short-term investments:			
	19.1 Beginning of year	586,612,362	776,963,717	776,963,717
	19.2 End of period (Line 18 plus Line 19.1)	847,583,622	547,896,488	586,612,362

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

20.0001. Bonds acquired to settle reinsurance transaction	(762,324,434)	0	0

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies and Going Concern

A. Accounting Practices

The financial statements of Jackson National Life Insurance Company (the “Company”) are presented on the basis of accounting practices prescribed or permitted by the Michigan Department of Insurance and Financial Services.

The Department of Insurance and Financial Services recognizes statutory accounting practices prescribed or permitted by the state of Michigan for determining and reporting the financial condition and results of operations of an insurance company, and for determining its solvency under Michigan Insurance Law. The Department of Insurance and Financial Services has adopted the National Association of Insurance Commissioners' (“NAIC”) *Accounting Practices and Procedures Manual* (“NAIC SAP”) to the extent that the accounting practices, procedures, and reporting standards are not modified by the Michigan Insurance Code. The state of Michigan has adopted certain prescribed accounting practices that differ from those defined in NAIC SAP. Specifically, the value of the book of business arising from the acquisition of a subsidiary or through reinsurance may be recognized as an admitted asset if certain criteria are met. In NAIC SAP, goodwill may be admitted in amounts not to exceed 10% of an insurer’s capital and surplus, as adjusted, and is eliminated in the event of a merger. The commissioner of insurance has the right to permit other specific practices that deviate from prescribed practices.

The Valuation of Life Insurance Policies Model Regulation (“Model 830”, also known as Regulation XXX), was effective for NAIC SAP in 2001. The state of Michigan did not permit Model 830 for reserve calculations until January 1, 2002. Thus, reserves for life business issued in calendar year 2001 are not valued according to Model 830 and NAIC SAP, but rather, are valued under the prior method of the Standard Valuation Law, referred to as the ‘unitary’ method.

Actuarial Guideline XXXV (“Actuarial Guideline 35” or the “Guideline”) was adopted by the NAIC in December 1998. The purpose of Actuarial Guideline 35 is to interpret the standards for the valuation of statutory reserves for index-linked annuities. NAIC SAP requires application of Actuarial Guideline 35 for all index-linked annuities issued after December 31, 2000. Michigan law prescribes the valuation of index-linked annuities without consideration of the Guideline. As a result, the Guideline is not reflected in the Company’s accounts as of September 30, 2017 and December 31, 2016.

As a result of an acquisition accounted for as a statutory purchase in accordance with Statement of Statutory Accounting Principles (“SSAP”) No. 68, the Company has goodwill attributed to the value of the book of business acquired (“VOBA”). The VOBA value is fully recoverable by the present value of the future cash flows of the business acquired. Under Michigan law, the entire balance is recognized as an admitted asset. While the VOBA also meets the NAIC SAP definition of goodwill, under statutory goodwill accounting in accordance with paragraph 13 of SSAP No. 68, the entire VOBA of $241,545,776 at September 30, 2017, would be a reduction from the Michigan basis capital and surplus, as shown in the table below.

Effective December 31, 2008, the Company received approval from the Department of Insurance and Financial Services regarding the use of a permitted practice. Since being initially granted, the permitted practice described below has been extended annually by the commissioner with a current expiration date of October 1, 2017. Any increase in surplus resulting from this permitted practice may not be considered by the Company when determining the surplus available for dividends, nor in the determination of the nature of dividends as ordinary or extraordinary.

The permitted practice allows the Company to report the effectiveness of its hedging program related to interest rate swaps consistent with the system the Company has adopted in accordance with Section 943 (2) of the Michigan Insurance Code, as opposed to SSAP No. 86 – Accounting for Derivative Instruments and Hedging Activities (“NAIC SSAP No. 86”). As a result, hedging transactions thus identified as effective were reported pursuant to the accounting guidance set forth in NAIC SSAP No. 86. The effect of this permitted practice, reflected as special surplus funds, was to decrease capital and surplus by $513,021,835 ($557,551,140 after tax) at September 30, 2017 and $599,617,503 ($412,970,273 after tax), at December 31, 2016, with no effect on net income.

NOTES TO FINANCIAL STATEMENTS

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

	SSAP #	F/S Page	F/S Line #	9/30/2017	12/31/2016
Net Income					
Jackson National Life Insurance Company, Michigan basis				$ 379,992,120	$ (563,839,148)
Michigan Prescribed Practices that increase/(decrease) NAIC SAP:					
Valuation of Life Insurance Policies Model Regulation (XXX)					
Decrease in aggregate reserves for life and accident and health policies and contracts	51	4	19	(644,194)	(695,286)
Actuarial Guideline XXXV					
(Decrease)/increase in aggregate reserves for life and accident and health policies and contracts	51	4	19	(2,449,995)	5,019,564
Amortization of value of business acquired	68	4	2702	(36,845,966)	(49,127,954)
Prescribed practices adjustment				(39,940,155)	(44,803,676)
Tax effect of prescribed practice differences	51, 68	4	32	942,670	(1,691,390)
NAIC SAP				$ 418,989,605	$ (517,344,082)
Capital and Surplus					
Jackson National Life Insurance Company, Michigan basis				$ 4,304,233,100	$ 4,918,867,814
Michigan Prescribed Practices that increase/(decrease) NAIC SAP:					
Valuation of Life Insurance Policies Model Regulation (XXX):					
Reserve, Michigan basis	51	3	1	(9,904,990)	(10,184,573)
Reserve, NAIC SAP	51	3	1	(26,105,271)	(27,029,048)
Model Regulation (XXX) adjustment				16,200,281	16,844,475
Actuarial Guideline XXXV:					
Reserve, Michigan basis	51	3	1	(7,696,527,964)	(8,019,541,822)
Reserve, NAIC SAP	51	3	1	(7,720,730,102)	(8,046,193,955)
Actuarial Guideline XXXV adjustment				24,202,138	26,652,133
Value of business acquired	68	15	2504	241,545,776	278,391,741
Tax effect of prescribed practice differences				(12,346,428)	(13,289,098)
Net impact of prescribed practices				269,601,767	308,599,251
Michigan Permitted Practices that increase/(decrease) NAIC SAP:					
Effectiveness of interest rate swaps per permitted practice	00	2	1101	(513,021,835)	(599,617,503)
Tax effect of permitted practice differences	00, 51, 68	2	18.1	(44,529,305)	186,647,230
Net impact of permitted practice				(557,551,140)	(412,970,273)
NAIC SAP				$ 4,592,182,473	$ 5,023,238,836

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 1, items B and C.

D. Going Concern

There is not substantial doubt about the Company’s ability to continue as a going concern.

2. Accounting Changes and Corrections of Errors

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 2.

3. Business Combinations and Goodwill

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 3.

4. Discontinued Operations

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 4.

NOTES TO FINANCIAL STATEMENTS

5. Investments

D. Loan Backed and Structured Securities

(1) Principal prepayment assumptions for loan-backed and structured securities are obtained from broker-dealers, independent providers of broker-dealer estimates, or internal models.

(2) There were no loan-backed and structured securities with a recognized other-than-temporary impairment where the Company has either the intent to sell the securities or lacks the ability or intent to retain the securities as of the statement date.

(3) The following table details loan-backed and structured securities with a recognized other-than-temporary impairment recorded in 2017 where the Company has the intent and ability to hold the securities for sufficient time to recover the amortized cost:

1	2	3	4	5	6	7
CUSIP	Book/Adj Carrying Value Amortized cost before current period OTTI	Projected Cash Flows	Recognized other-than-temporary impairment	Amortized cost after other-than temporary impairment	Fair Value	Financial Statement Reporting Period
378961AF3	669,972	668,942	1,030	668,942	479,908	Q1-2017
466247UW1	5,074,764	4,727,570	347,194	4,727,570	5,067,901	Q1-2017
07387BBG7	2,963	-	2,963	-	56,226	Q2-2017
12498NAC7	2,171,036	2,037,516	133,520	2,037,516	2,157,986	Q2-2017
31359VMM2	364,013	346,690	17,323	346,690	340,497	Q2-2017
337355AA9	493,909	489,264	4,646	489,264	475,816	Q2-2017
759950ES3	52,678	51,010	1,668	51,010	47,812	Q2-2017
31359VMN0	107,687	-	107,687	-	13,469	Q3-2017
31359VMM2	336,615	315,997	20,618	315,997	334,234	Q3-2017
337355AA9	472,371	427,570	44,801	427,570	429,000	Q3-2017
Total			**681,450**			

(4) The following table summarizes loan-backed and structured securities in an unrealized loss position as of September 30, 2017:

	Total	<12 Months	12+ Months
Fair Value	$ 863,564,458	$ 694,570,120	$ 168,994,338
Unrealized Loss	$ 24,715,463	$ 6,408,163	$ 18,307,300

The carrying value and fair value of all loan-backed and structured securities, regardless of whether the security is in an unrealized loss position, was $4,160,865,483 and $4,274,118,201, respectively.

(5) The Company periodically reviews its debt securities and equities on a case-by-case basis to determine if any decline in fair value to below amortized cost is other-than-temporary. Factors considered in determining whether a decline is other-than-temporary include the length of time a security has been in an unrealized loss position, reasons for the decline in value, expectations for the amount and timing of a recovery in value, and the Company's intent and ability not to sell a security prior to a recovery in fair value.

Securities the Company determines are underperforming or potential problem securities are subject to regular review. To facilitate this review, securities with significant declines in value or where other objective criteria evidencing credit deterioration have been met, are included on a watch list. Among the criteria for securities to be included on a watch list are: credit deterioration that has led to a significant decline in fair value of the security; a significant covenant related to the security has been breached; or an issuer has filed or indicated a possibility of filing for bankruptcy, has missed or announced it intends to miss a scheduled interest or principal payment, or has experienced a specific material adverse change that may impair its creditworthiness.

In performing these reviews, the Company considers the relevant facts and circumstances relating to each investment and exercises considerable judgment in determining whether a security is other-than-temporarily impaired. Assessment factors include judgments about an obligor's current and projected financial position, an issuer's current and projected ability to service and repay its debt obligations, the existence of, and realizable value of, any collateral supporting the obligations, and the macro-economic and micro-economic outlooks for specific industries and issuers. This assessment may also involve assumptions regarding underlying collateral such as prepayment rates, default and recovery rates, and third-party servicing capabilities.

E. Repurchase Agreements and/or Securities Lending Transactions

(3) b. The aggregate fair value of all securities acquired from the sale, trade, or use of the accepted collateral (reinvested collateral) was $121,862,083 and $108,864,505 as of September 30, 2017 and December 31, 2016, respectively.

I. Working Capital Finance Investments

(2) The Company does not have working capital finance investments.

(3) The Company did not have any defaults on working capital finance investments.

NOTES TO FINANCIAL STATEMENTS

J. Offsetting and Netting of Assets and Liabilities

The Company reports derivatives, repurchase agreements and securities lending assets and liabilities on a gross basis.

No other significant changes have occurred since 12/31/2016 that warrant disclosure in Note 5.

6. Joint Ventures, Partnerships and Limited Liability Companies

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 6.

7. Investment Income

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 7.

8. Derivative Instruments

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 8.

9. Income Taxes

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 9.

10. Information Concerning Parent, Subsidiaries and Affiliates

In first quarter of 2017, the Company's intercompany receivable related to reinsurance assumed in 2016 from its subsidiary, Jackson National Life Insurance Company of New York ("Jackson NY"), was settled through a transfer of securities and cash. Accordingly, the transaction resulted in the transfer of Jackson NY's $25,251,072 Interest Maintenance Reserve ("IMR") related to the securities, which was reported direct to surplus as IMR transferred on reinsurance settlement.

During the first quarter of 2017, the Company recognized an impairment writedown of $2,044,801 on its wholly owned subsidiary, Hermitage LLC.

During the second quarter of 2017, the Company recognized an impairment writedown of $950,000 on its wholly owned subsidiary, Curian Capital, LLC.

During the second quarter of 2017, the Company recognized an impairment writedown of $700,000 on its wholly owned subsidiary, Curian Clearing, LLC.

On May 30, 2017, the company paid a $600,000,000 dividend to its parent company, Brooke Life Insurance Company, of which $229,868,218 was extraordinary.

No other significant changes have occurred since 12/31/2016 that warrant disclosure in Note 10.

11. Debt

B. Federal Home Loan Bank ("FHLB") Agreements

(1) The Company is a member of the Federal Home Loan Bank of Indianapolis primarily for the purpose of participating in the bank's mortgage-collateralized loan advance program. Members are required to purchase and hold a minimum amount of FHLB capital stock, plus additional stock based on outstanding advances. Advances are in the form of debt or funding agreements issued to FHLB and held in the general account.

Short-term debt is generally used for liquidity and long-term debt is used to fund qualifying construction projects. Debt is reported in borrowed money in the financial statements. Funding agreements are reported in liability for deposit-type contracts in the financial statements. The Company calculated the maximum borrowing capacity in accordance with current FHLB capital stock and limitations in the FHLB credit policy.

(2) FHLB Capital Stock

	September 30, 2017	December 31, 2016
Membership Stock - Class A	$ -	$ -
Membership Stock - Class B	$ 22,098,000	$ 23,342,300
Activity Stock	$ 68,867,300	$ 83,564,300
Excess Stock	$ 34,426,800	$ 18,485,500
Aggregate Total	$ 125,392,100	$ 125,392,100
Actual or Estimated Borrowing Capacity as Determined by the Insurer	$ 2,709,986,527	$ 2,745,410,527

			Eligible for Redemption			
Membership Stock	Current Year Total	Not Eligible for Redemption	Less Than 6 Months	6 Months to Less Than 1 Year	1 to Less Than 3 Years	3 to 5 Years
Class A	$ -	$ -	$ -	$ -	$ -	$ -
Class B	$ 22,098,000	$ 22,098,000	$ -	$ -	$ -	$ -

NOTES TO FINANCIAL STATEMENTS

(3) Collateral Pledged to FHLB

	Total collateral pledged		
	Fair Value	Carrying Value	Aggregate Total Borrowing
September 30, 2017	$ 3,150,426,781	$ 3,087,831,442	$ 2,021,450,527
December 31, 2016	$ 3,708,330,039	$ 3,629,074,472	$ 2,375,700,527

Maximum Amount Pledged during the Reporting Period

	Fair Value	Carrying Value	Aggregate Total Borrowing
Period ended September 30, 2017	$ 3,734,391,105	$ 3,605,858,433	$ 2,471,450,527
Period ended December 31, 2016	$ 4,222,072,357	$ 4,003,414,153	$ 2,786,490,000

(4) Borrowing from FHLB

	September 30, 2017		December 31, 2016	
	Total	Funding Agreements Reserves Established	Total	Funding Agreements Reserves Established
Debt				
Short-term	$ -	XXX	$ 500,000,000	XXX
Long-term	88,210,527	XXX	92,460,527	XXX
Funding Agreements	1,933,240,000	$ 1,933,240,000	1,783,240,000	$ 1,783,240,000
Aggregate Total	$ 2,021,450,527	$ 1,933,240,000	$ 2,375,700,527	$ 1,783,240,000

Maximum Amount Borrowed during the Reporting Period

	2017
Debt	$ 588,210,527
Funding Agreements	1,883,240,000
Aggregate Total	$ 2,471,450,527

Does the company have prepayment obligations under the following arrangements?

Debt	No
Funding Agreements	Yes

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A. Defined Benefit Plan

The Company does not offer a defined benefit plan.

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 12.

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

On May 30, 2017, the company paid a $600,000,000 dividend to its parent company, Brooke Life Insurance Company, of which $229,868,218 was extraordinary.

No other significant changes have occurred since 12/31/2016 that warrant disclosure in Note 13.

14. Liabilities, Contingencies and Assessments

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 14.

15. Leases

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 15.

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 16.

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities

B(2)b. The Company does not have servicing assets or liabilities.

B(4)a. Not applicable.

B(4)b. Not applicable.

C. Wash Sales - No reportable wash sales have occurred during the year.

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 17.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 18.

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 19.

20. Fair Value Measurements

A. (1) Fair Value Measurements at Reporting Date

Description	Level 1	Level 2	Level 3	Total
Assets at fair value:				
Common stock	$ 131,720,118	$ 282,671,955	$ 110,906	$ 414,502,979
Limited partnership interests	-	-	1,199,043,287	1,199,043,287
Derivatives (a)	-	953,948,747	11,783,741	965,732,488
Separate account assets	-	157,367,165,300	-	157,367,165,300
Total assets at fair value	$ 131,720,118	$ 158,603,786,002	$ 1,210,937,934	$ 159,946,444,054
Liabilities at fair value:				
Derivatives	$ -	$ 19,558,552	$ -	$ 19,558,552

(a) Excludes interest rate swaps measured on a cost basis in accordance with the permitted practice (see Note 1).

(2) Financial Assets Measured at Fair Value Using Significant Unobservable Inputs (Level 3):

Description	Balance at 12/31/2016	Transfers in Level 3	Transfers out Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Balance at 9/30/2017
Common stock	$ 110,906	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 110,906
Limited partnership interests	1,210,471,316	-	(8,956)	(33,428,957)	6,977,921	114,351,092	-	(99,319,129)	-	1,199,043,287
Derivatives	18,970,394	-	-	(89,053,749)	41,572,097	40,294,999	-	-	-	11,783,741
Total	$ 1,229,552,616	$ -	$ (8,956)	$ (122,482,706)	$ 48,550,018	$ 154,646,091	$ -	$ (99,319,129)	$ -	$ 1,210,937,934

There were no significant amounts transferred into or out of Level 1 or Level 2 during the period.

(3) The Company's policy for determining and disclosing transfers between levels is to recognize transfers using beginning-of-year balances.

(4) Fixed Maturity and Equity Securities

The fair values for fixed maturity and equity securities are determined by management using information available from independent pricing services, broker-dealer quotes, or internally derived estimates. Priority is given to publicly available prices from independent sources, when available. Securities for which the independent pricing service does not provide a quotation are either submitted to independent broker-dealers for prices or priced internally. Typical inputs used by these three pricing methods include, but are not limited to, reported trades, benchmark yields, credit spreads, liquidity premiums, and/or estimated cash flows based on default and prepayment assumptions.

As a result of typical trading volumes and the lack of specific quoted market prices for most fixed maturities, independent pricing services will normally derive the security prices through recently reported trades for identical or similar securities, making adjustments through the reporting date based upon available market observable information as outlined above. If there are no recently reported trades, the independent pricing services and brokers may use matrix or pricing model processes to develop a security price where future cash flow expectations are developed based upon collateral performance and discounted at relevant market rates. Certain securities are priced using broker-dealer quotes, which may utilize proprietary inputs and models. Additionally, the majority of these quotes are non-binding.

Included in the pricing of asset-backed securities are estimates of the rate of future prepayments of principal over the remaining life of the securities. Such estimates are derived based on the characteristics of the underlying structure and prepayment assumptions believed to be relevant for the underlying collateral. Actual prepayment experience may vary from these estimates.

Internally derived estimates may be used to develop a fair value for securities for which the Company is unable to obtain either a reliable price from an independent pricing service or a suitable broker-dealer quote. These estimates may incorporate Level 2 and Level 3 inputs and are generally derived using expected future cash flows, discounted at market interest rates available from market sources based on the credit quality and duration of the instrument to determine fair value. For securities that may not be reliably priced using these internally developed pricing models, a fair value may be

NOTES TO FINANCIAL STATEMENTS

estimated using indicative market prices. These prices are indicative of an exit price, but the assumptions used to establish the fair value may not be observable or corroborated by market observable information and, therefore, are considered to be Level 3 inputs.

The Company performs a monthly analysis on the prices and credit spreads received from third parties to ensure that the prices represent a reasonable estimate of the fair value. This process involves quantitative and qualitative analysis and is overseen by investment and accounting professionals. Examples of procedures performed include, but are not limited to, initial and on-going review of third party pricing service methodologies, review of pricing statistics and trends, back testing recent trades and monitoring of trading volumes. In addition, the Company considers whether prices received from independent brokers represent a reasonable estimate of fair value through the use of internal and external cash flow models, which are developed based on spreads and, when available, market indices. As a result of this analysis, if the Company determines there is a more appropriate fair value based upon the available market data, the price received from the third party may be adjusted accordingly.

For those securities that were internally valued at September 30, 2017 and December 31, 2016, an internally developed model was used to determine the fair value. The pricing model used by the Company utilizes current spread levels of similarly rated securities to determine the market discount rate for the security. Furthermore, appropriate risk premiums for illiquidity and non-performance are incorporated in the discount rate. Cash flows, as estimated by the Company using issuer-specific default statistics and prepayment assumptions, are discounted to determine an estimated fair value.

On an ongoing basis, the Company reviews the independent pricing services' valuation methodologies and related inputs, and evaluates the various types of securities in its investment portfolio to determine an appropriate fair value hierarchy distribution based upon trading activity and the observability of market inputs. Based on the results of this evaluation, each price is classified into Level 1, 2, or 3. Most prices provided by independent pricing services, including broker quotes, are classified into Level 2 due to their use of market observable inputs.

Other Invested Assets
Other invested assets include investments in limited partnerships and real estate. Fair value for limited partnerships is determined by using the proportion of Jackson's investment in each fund (NAV equivalent) as a practical expedient for fair value. No adjustments to these amounts were deemed necessary at September 30, 2017.

Derivative Instruments
Fair value of derivative instruments reflects the estimated amounts, net of payment accruals, which the Company would receive or pay upon sale or termination of the contracts at the reporting date. Derivatives priced using valuation models incorporate inputs that are predominantly observable in the market. Inputs used to value derivatives include, but are not limited to, interest rate swap curves, credit spreads, interest rates, counterparty credit risk, equity volatility and equity index levels.

Derivative instruments classified as Level 1 include futures, which are traded on active exchanges.

Derivative instruments classified as Level 2 include interest rate swaps, cross currency swaps, credit default swaps, put swaptions and equity index call and put options. These derivative valuations are determined using pricing models with inputs that are observable in the market or can be derived principally from, or corroborated by, observable market data.

Derivative instruments classified as Level 3 include interest rate contingent options that are valued by third-party pricing services utilizing significant unobservable inputs.

Fair Values of Separate Account Assets and Liabilities

Separate account assets are invested in mutual funds, which are categorized as Level 2 assets. The value of separate account liabilities are set equal to the value of separate account assets.

B. The Company provides additional fair value information in Note 5.

NOTES TO FINANCIAL STATEMENTS

C. The following tables detail the aggregate fair value of the Company's financial instruments:

September 30, 2017

Description	Aggregate Fair Value	Admitted Value	Level 1	Level 2	Level 3	Not Practicable Carrying Value
Assets:						
Bonds	$ 47,750,161,732	$ 45,349,493,776	$ 5,458,647,806	$ 42,291,511,768	$ 2,158	$ -
Preferred stock	17	-	-	-	17	-
Common stock	414,502,979	414,502,979	131,720,118	282,671,955	110,906	-
Mortgage loans	8,230,149,564	8,110,049,371	-	-	8,230,149,564	-
Cash and cash equivalents	(242,387,465)	(242,387,465)	(242,387,465)	-	-	-
Short-term investments	1,089,971,087	1,089,971,087	1,089,971,087	-	-	-
Policy loans	4,480,567,030	4,480,567,030	-	-	4,480,567,030	-
Derivatives	1,479,126,218	965,732,488	-	1,467,342,477	11,783,741	-
Limited partnership interests	1,199,043,287	1,199,043,287	-	-	1,199,043,287	-
Securities lending assets	121,862,083	121,862,083	121,862,083	-	-	-
Separate account assets	157,367,165,300	157,367,165,300	-	157,367,165,300	-	-
Total assets	$ 221,890,161,832	$ 218,855,999,936	$ 6,559,813,629	$ 201,408,691,500	$ 13,921,656,703	$ -
Liabilities:						
Reserves for life insurance and annuities (1)	$ 43,704,611,716	$ 35,425,052,403	$ -	$ 1,132,495,271	$ 42,572,116,445	$ -
Liability for deposit-type contracts	10,666,947,537	10,594,334,719	-	-	10,666,947,537	-
Funds held under reinsurance treaties with unauthorized reinsurers	3,593,793,668	3,581,581,157	-	-	3,593,793,668	-
Funds held under coinsurance	290,904,056	290,904,056	-	-	290,904,056	-
Payable for securities lending	121,862,083	121,862,083	-	121,862,083	-	-
Separate account liabilities	157,367,165,300	157,367,165,300	-	157,367,165,300	-	-
Repurchase agreements	729,325,655	729,325,655	-	729,325,655	-	-
Derivatives	19,558,552	19,558,552	-	19,558,552	-	-
Borrowed money and interest thereon	88,249,355	88,249,355	-	88,249,355	-	-
Total liabilities	$ 216,582,417,922	$ 208,218,033,280	$ -	$ 159,458,656,216	$ 57,123,761,706	$ -

(1) Annuity reserves represent only the components of deposits on investment contracts that are considered to be financial instruments.

December 31, 2016

Description	Aggregate Fair Value	Admitted Value	Level 1	Level 2	Level 3	Not Practicable Carrying Value
Assets:						
Bonds	$ 47,996,773,442	$ 46,228,419,021	$ 6,208,642,120	$ 41,788,127,334	$ 3,988	$ -
Preferred stock	2,218,857	146,686	2,218,840	-	17	-
Common stock	412,737,172	412,737,172	137,545,202	275,081,064	110,906	-
Mortgage loans	7,548,757,886	7,480,129,619	-	-	7,548,757,886	-
Cash and cash equivalents	(203,416,022)	(203,416,022)	(203,416,022)	-	-	-
Short-term investments	790,028,384	790,028,384	790,028,384	-	-	-
Policy loans	4,420,560,663	4,420,560,663	-	-	4,420,560,663	-
Derivatives	971,579,812	371,608,367	-	952,609,418	18,970,394	-
Limited partnership interests	1,210,471,316	1,210,471,316	-	-	1,210,471,316	-
Securities lending assets	108,864,505	108,864,505	108,864,505	-	-	
Separate account assets	139,153,016,042	139,153,016,042	-	139,153,016,042	-	-
Total assets	$ 202,411,592,057	$ 199,972,565,753	$ 7,043,883,029	$ 182,168,833,858	$ 13,198,875,170	$ -
Liabilities:						
Reserves for life insurance and annuities (1)	$ 44,413,458,185	$ 37,259,834,818	$ -	$ 1,075,766,290	$ 43,337,691,895	$ -
Liability for deposit-type contracts	8,497,265,451	8,395,984,380	-	-	8,497,265,451	-
Funds held under reinsurance treaties with unauthorized reinsurers	3,523,106,173	3,508,651,058	-	-	3,523,106,173	-
Funds held under coinsurance	303,664,244	303,664,244	-	-	303,664,244	-
Payable for securities lending	108,864,505	108,864,505	-	108,864,505	-	-
Separate account liabilities	139,153,016,042	139,153,016,042	-	139,153,016,042	-	-
Derivatives	20,249,242	20,249,242	-	20,249,242	-	-
Borrowed money and interest thereon	592,548,589	592,548,589	-	592,548,589	-	-
Total liabilities	$ 197,024,029,353	$ 189,754,669,800	$ -	$ 141,362,301,590	$ 55,661,727,763	$ -

(1) Annuity reserves represent only the components of deposits on investment contracts that are considered to be financial instruments.

D. At September 30, 2017 and December 31, 2016, the Company had no financial instruments for which it was not practicable to estimate fair value.

21. Other Items

At September 30, 2017, the Company did not record additional voluntary variable annuity guaranteed benefit reserves in excess of those required under minimum statutory standards as defined in Actuarial Guideline XLIII to partially mitigate C-3 Phase II charges. The reserves decreased from $400,000,000 at December 31, 2016.

No other significant changes have occurred since 12/31/2016 that warrant disclosure in Note 21.

22. Events Subsequent

The Company is not aware of any events occurring subsequent to the balance sheet date which require disclosure to keep the financial statements from being misleading or that may have a material effect on the financial condition of the Company.

23. Reinsurance

Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 23.

NOTES TO FINANCIAL STATEMENTS

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination

    The Company does not issue health insurance, and therefore, does not have premium subject to the risk sharing provisions of the Affordable Care Act.

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 24.

25. Change in Incurred Losses and Loss Adjustment Expenses

    The Company does not have incurred losses or loss adjustment expenses that require disclosure in Note 25.

26. Intercompany Pooling Arrangements

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 26.

27. Structured Settlements

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 27.

28. Health Care Receivables

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 28.

29. Participating Policies

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 29.

30. Premium Deficiency Reserves

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 30.

31. Reserves for Life Contracts and Annuity Contracts

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 31.

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

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 32.

33. Premium and Annuity Considerations Deferred and Uncollected

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 33.

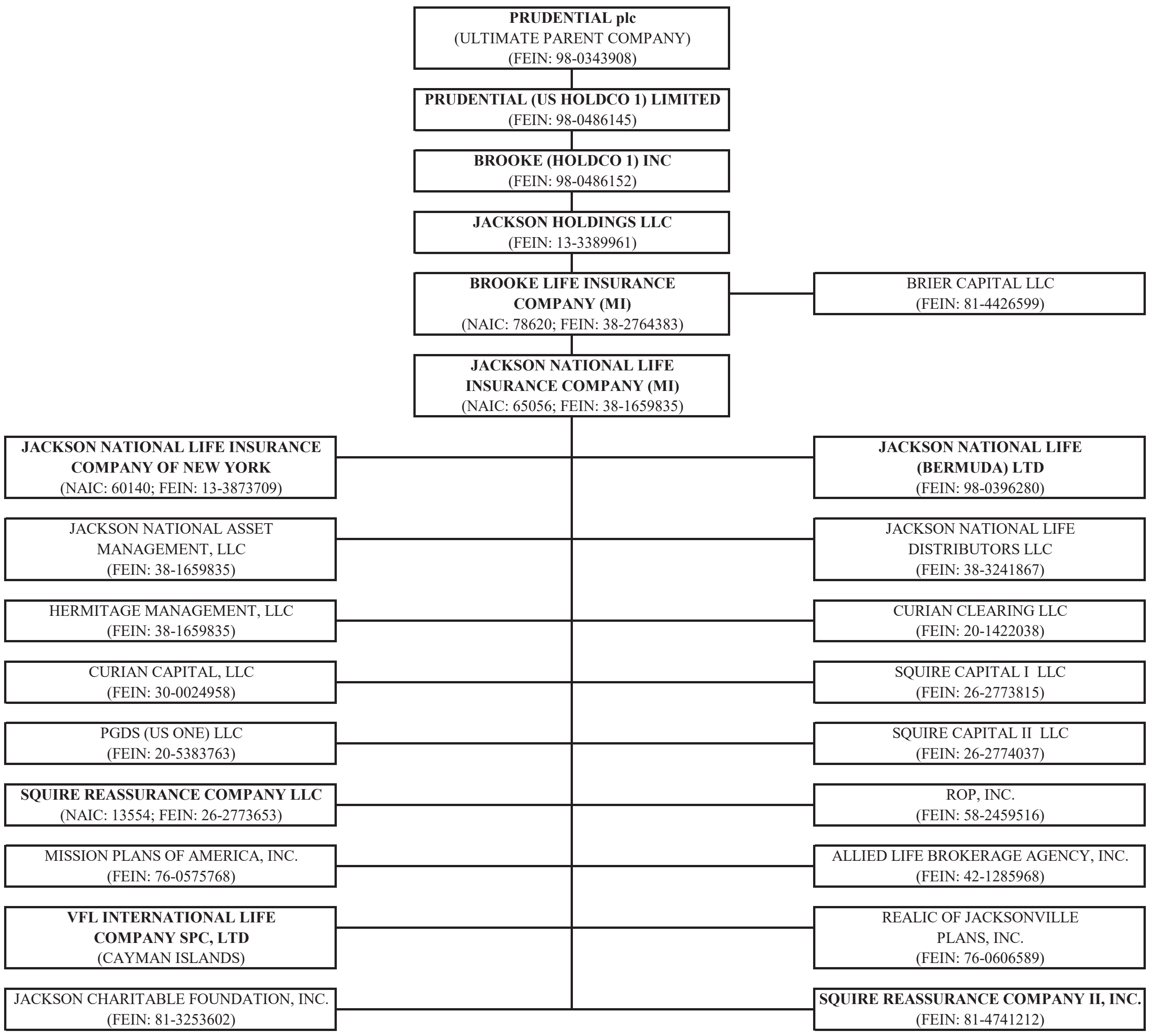
34. Separate Accounts

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 34.

35. Loss/Claim Adjustment Expenses

    Significant changes have not occurred since 12/31/2016 that warrant disclosure in Note 35.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	December 31 Prior Year Net Admitted Assets
2504. Goodwill and value of business acquired	241,545,776	0	241,545,776	278,391,741
2505. Prepaid operating expenses	16,310,885	16,310,885	0	0
2597. Summary of remaining write-ins for Line 25 from overflow page	257,856,661	16,310,885	241,545,776	278,391,741

Additional Write-ins for Liabilities Line 25

	1 Current Statement Date	2 December 31 Prior Year
2504. Interest payable on death claims	34,328,780	46,570,157
2505. Interest payable - surplus note	905,556	5,999,306
2506. Investment escrow & unallocated proceeds	(45,522,688)	28,453,108
2507. Repurchase agreements	729,325,655	411,856,922
2508. Unclaimed property	28,480,778	67,629,581
2509. Collateral payable	648,448,727	132,482,675
2597. Summary of remaining write-ins for Line 25 from overflow page	1,395,966,808	692,991,749

Additional Write-ins for Summary of Operations Line 8.3

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
08.304. Reinsurance experience and other refunds	496,952	1,751,816	1,968,263
08.305. IMR transferred on reinsurance settlement	(24,705,677)	0	0
08.397. Summary of remaining write-ins for Line 8.3 from overflow page	(24,208,725)	1,751,816	1,968,263

Additional Write-ins for Summary of Operations Line 27

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
2704. Reinsurance on in-force business	(14,782,307)	0	365,294,158
2705. IMR transferred on reinsurance settlement	(24,705,677)	0	0
2797. Summary of remaining write-ins for Line 27 from overflow page	(39,487,984)	0	365,294,158