Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
STATE FARM 401(K) SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1968

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

ONE STATE FARM PLAZA
BLOOMINGTON, IL 61710-0001

2b Employer Identification Number (EIN) 37-0533100

2c Plan Sponsor's telephone number 309-766-2311

2d Business code (see instructions) 524150

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/09/2017	ANNETTE MARTINEZ
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor

PENSION ADMINISTRATIVE COMMITTEE

ONE STATE FARM PLAZA
BLOOMINGTON, IL 61710-0001

3b Administrator's EIN: 37-0533100

3c Administrator's telephone number: 309-766-2311

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	94717
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	70291
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	70077
b	Retired or separated participants receiving benefits	**6b**	2859
c	Other retired or separated participants entitled to future benefits	**6c**	23390
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	96326
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1163
f	Total. Add lines **6d** and **6e**.	**6f**	97489
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	95935
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 2S 2T 3F 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

- (1) ☐ Insurance
- (2) ☐ Code section 412(e)(3) insurance contracts
- (3) ☒ Trust
- (4) ☐ General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- (1) ☐ Insurance
- (2) ☐ Code section 412(e)(3) insurance contracts
- (3) ☒ Trust
- (4) ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- (1) ☒ **R** (Retirement Plan Information)
- (2) ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- (3) ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- (1) ☒ **H** (Financial Information)
- (2) ☐ **I** (Financial Information – Small Plan)
- (3) ☐ 0 **A** (Insurance Information)
- (4) ☒ **C** (Service Provider Information)
- (5) ☒ **D** (DFE/Participating Plan Information)
- (6) ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2016** **This Form is Open to Public Inspection.**

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan	**B** Three-digit plan number (PN) ▶	
STATE FARM 401(K) SAVINGS PLAN		002
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)	
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY	37-0533100	

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions). . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

JPMORGAN CHASE BANK, N.A.

13-4994650

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
18 62 52 72 56	NONE	0	Yes [X] No [ ]	Yes [X] No [ ]	235128	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

THE VANGUARD GROUP, INC.

23-1945930

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28 52 56	NONE	0	Yes [X] No [ ]	Yes [X] No [ ]	2135	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3. If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE VANGUARD GROUP, INC.	28 52 56	2135

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
STATE FARM MUTUAL AUTOMOBILE INS CO 37-0533100	CONFERENCE AND EVENTS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
JPMORGAN CHASE BANK, N.A.	18 52 56 62 72	235128

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
J.P. MORGAN INVESTMENT MANAGEMENT 245 PARK AVENUE NEW YORK, NY 10167	REVENUE SHARE ON MUTUAL FUNDS

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
STATE FARM 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

D Employer Identification Number (EIN)
37-0533100

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS INCOME

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735883-001	C	133674073

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2010

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735886-001	C	34861275

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2015

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735891-001	C	122371479

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2020

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735899-001	C	257636306

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2025

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735963-001	C	313024502

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2030

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735964-001	C	284085677

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2035

b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0735965-001	C	213516942

a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2040		
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY		
c EIN-PN 90-0735971-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 161469742
a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2045		
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY		
c EIN-PN 90-0735972-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 110646592
a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2050		
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY		
c EIN-PN 90-0735976-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 145639459
a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2055		
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY		
c EIN-PN 90-0735978-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 41050985
a Name of MTIA, CCT, PSA, or 103-12 IE: TRUST PLUS 2060		
b Name of sponsor of entity listed in (a): VANGUARD FIDUCIARY TRUST COMPANY		
c EIN-PN 45-3799736-001	**d** Entity code C	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 14545108
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
a Name of MTIA, CCT, PSA, or 103-12 IE:		
b Name of sponsor of entity listed in (a):		
c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
STATE FARM 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

D Employer Identification Number (EIN)
37-0533100

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	57966078	57413835
(2) Participant contributions	1b(2)	45197	1223
(3) Other	1b(3)	24606016	27303007
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	141253925	143060281
(2) U.S. Government securities	1c(2)	1467380960	1585067409
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	602376858	696737997
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	5927050268	6662236421
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	137895900	140530724
(9) Value of interest in common/collective trusts	1c(9)	1680357157	1832522140
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	**1d(1)**		
	(2) Employer real property	**1d(2)**		
e	Buildings and other property used in plan operation	**1e**		
f	Total assets (add all amounts in lines 1a through 1e)	**1f**	10038932359	11144873037
	Liabilities			
g	Benefit claims payable	**1g**	425662	1377702
h	Operating payables	**1h**		
i	Acquisition indebtedness	**1i**		
j	Other liabilities	**1j**		
k	Total liabilities (add all amounts in lines 1g through1j)	**1k**	425662	1377702
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	**1l**	10038506697	11143495335

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	**2a(1)(A)**	78486660	
	(B) Participants	**2a(1)(B)**	366169034	
	(C) Others (including rollovers)	**2a(1)(C)**	11117033	
	(2) Noncash contributions	**2a(2)**		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	**2a(3)**		455772727
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	**2b(1)(A)**	356098	
	(B) U.S. Government securities	**2b(1)(B)**	35397459	
	(C) Corporate debt instruments	**2b(1)(C)**	20294183	
	(D) Loans (other than to participants)	**2b(1)(D)**		
	(E) Participant loans	**2b(1)(E)**	5843260	
	(F) Other	**2b(1)(F)**		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	**2b(1)(G)**		61891000
	(2) Dividends: **(A)** Preferred stock	**2b(2)(A)**		
	(B) Common stock	**2b(2)(B)**	169292561	
	(C) Registered investment company shares (e.g. mutual funds)	**2b(2)(C)**		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	**2b(2)(D)**		169292561
	(3) Rents	**2b(3)**		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	**2b(4)(A)**	260634114	
	(B) Aggregate carrying amount (see instructions)	**2b(4)(B)**	251463834	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	**2b(4)(C)**		9170280
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	**2b(5)(A)**		
	(B) Other	**2b(5)(B)**	733605298	
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	**2b(5)(C)**		733605298

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		131198148
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1560930014
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	449522078	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		449522078
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		6419298
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		0
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		455941376
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1104988638
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [X] Unqualified **(2)** [ ] Qualified **(3)** [ ] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [ ] Yes [X] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PRICEWATERHOUSECOOPERS **(2)** EIN: 13-4008324

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f	X		181100
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n			
o	Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
STATE FARM 401(K) SAVINGS PLAN

B Three-digit plan number (PN) ▶ 002

C Plan sponsor's name as shown on line 2a of Form 5500
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

D Employer Identification Number (EIN)
37-0533100

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 37-6091823

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No

22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter _____/_____/_____ and the serial number _____.

22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter _____/_____/_____.

State Farm 401(k) Savings Plan

Financial Statements and Supplemental Schedule
December 31, 2016 and 2015

State Farm 401(k) Savings Plan
Index
As of December 31, 2016 and 2015

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Financial Statements

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Statement of Changes in Net Assets Available for Plan Benefits
year ended December 31, 2016 4

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Supplemental Schedule

Schedule I: Schedule H, line 4i - Schedule of Assets
(Held at End of Year) as of December 31, 2016 16-39

Note: Other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act ("ERISA") of 1974 have been omitted because they are not applicable.



Report of Independent Auditors

To the Administrator of State Farm 401(k) Savings Plan

We have audited the accompanying financial statements of State Farm 401(k) Savings Plan (the "Plan"), which comprise the statements of net assets available for benefits as of December 31, 2016 and December 31, 2015, and the related statement of changes in net assets available for benefits for the year ended December 31, 2016, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan as of December 31, 2016 and December 31, 2015 and the changes in net assets available for benefits for the year ended December 31, 2016, in accordance with accounting principles generally accepted in the United States of America.



Other Matter

Our audits were conducted for the purpose of forming an opinion on the financial statements as a whole. The supplemental schedule H, Line 4i – Schedule of Assets (Held at End of Year) as of December 31, 2016 is presented for the purpose of additional analysis and is not a required part of the financial statements but is supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Such information is the responsibility of the Plan's management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audits of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves and other additional procedures, in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

PricewaterhouseCoopers LLP

Chicago, IL
October 6, 2017

State Farm 401(k) Savings Plan
Statements of Net Assets Available for Plan Benefits
As of December 31, 2016 and 2015

	2016	2015
Assets		
Investment accounts, at fair value	$ 10,919,624,248	$ 9,818,419,168
Companies contributions receivable	57,413,835	57,966,078
Participant contributions receivable	1,223	45,197
Notes receivable from participants	140,530,724	137,895,900
Accrued dividends and interest	27,303,007	24,606,016
Net assets available for benefits	$ 11,144,873,037	$ 10,038,932,359

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

State Farm 401(k) Savings Plan
Statement of Changes in Net Assets Available for Plan Benefits
Year Ended December 31, 2016

	2016
Additions	
Net appreciation in fair value of investments	$ 873,973,726
Participant contributions	366,169,034
Companies contributions	78,486,660
Rollovers	11,117,033
Dividend and interest income	225,341,091
Interest income on notes receivable from participants	5,842,470
Total additions	1,560,930,014
Deductions	
Benefit payments	$ 454,989,336
Total deductions	454,989,336
Net additions	1,105,940,678
Net assets available for benefits	
Beginning of year	10,038,932,359
End of year	$ 11,144,873,037

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

1. Description of the Plan

The following description of the State Farm 401(k) Savings Plan (the "Plan") is provided for general information purposes only. Participants should refer to the Plan document for more complete information.

The Plan is a contributory, defined contribution plan. Participation in the Plan and its continuance are optional. The companies currently participating are State Farm Mutual Automobile Insurance Company ("SFMAIC"), State Farm Life Insurance Company, State Farm Life and Accident Assurance Company, State Farm Fire and Casualty Company, State Farm General Insurance Company, State Farm Lloyds, State Farm Indemnity Company, State Farm Florida Insurance Company, State Farm VP Management Corp., and State Farm International Holding Company (Collectively known as the "Company" or "Companies"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

The Pension Administrative Committee ("PAC") is the Plan Administrator. The Board of Directors of SFMAIC has delegated to the PAC all fiduciary responsibilities pertaining to operation of the Plan. The Board of Directors of SFMAIC has delegated to the CEO of SFMAIC the role of appointing no less than 3 and no more than 5 Company employees to serve as voting members of the PAC. The PAC itself, from time to time, may designate non-voting members of the PAC. The PAC itself, from time to time, may engage non-voting members to assist it in its work.

The Board of Directors of SFMAIC has delegated to its Investment Committee the responsibility for the investment plan/policy for the Plan. The Investment Committee has delegated responsibility for implementation and monitoring of the investment plan/policy to the Pension Investment Committee ("PIC").

The Board of Directors of SFMAIC has delegated to its Compensation Committee the responsibility for all ERISA 'settlor' (i.e., "Plan Sponsor") functions. Therefore, the Compensation Committee has adopted the Trust, as required by ERISA. The PIC directs and monitors the Directed Trustees. The Directed Trustees have no discretionary authority or control over trust assets. Directed Trustees monitor trust operations and report on their work to the PIC.

A. Eligibility

All employees of the Companies over 18 years of age, including employee-agents, are eligible to participate in the Plan except directors not otherwise employed by the Companies, unionized workers, non-employee-agent workers paid solely by commission or other compensation other than salary, field representatives under contract as an agent, or employees of an agent or field representative.

Each participant is 100% vested in and entitled to the benefit that can be provided by salary reduction contributions and the Companies' additional contributions, including investment results. Participants have a choice of three internally managed funds and a suite of life-style options. Participants may withdraw a portion or all of their contributions including any earnings thereon, subject to certain legal restrictions. In addition, hardship withdrawals and loans may be made with the approval of the Plan Administrator.

B. Plan Termination

Although the Plan is intended to be permanent, the Companies reserve the right to discontinue contributions at any time or to terminate the Plan for any reason subject to the provisions of ERISA. On termination of the Plan, the Plan Administrator shall advise the Directed Trustees to distribute to all Participants the amounts credited to their respective accounts in cash or securities in such manner as the Plan Administrator determines.

C. Contributions

Salary Deferral Contributions

Eligible employees may elect to enter into a Salary Deferral Agreement with the Companies specifying the amount of Salary Deferral Contributions that should be contributed to the Trust. The limits set by the Internal Revenue Service (IRS) for the year ending December 31, 2016 were $18,000 with an additional catch up contribution of $6,000 for participants age 50 and over.

The employee agrees to accept a deferral of salary and the Companies will make a contribution to the participant's account in an amount equal to the amount of the Salary Reduction Agreement.

Companies Additional Contributions

Effective with the 2016 Plan year, an amendment was made to the Company Match Process. Each Plan year, the Companies shall make a non-discretionary matching contribution to the Plan in an amount equal to the total of qualifying salary deferral contributions made by employees during the Plan year. Qualifying salary reduction contributions are limited to $900 per year per participant.

The Companies shall also make a non-elective contribution of $300 per year on behalf of every eligible employee.

In any Plan year, The Board of Directors may decide to make a contribution in addition to the amount of total qualifying salary deferral contributions. No additional contributions beyond the non-elective contribution and the amount of total qualifying salary deferral contributions were made during 2016 and 2015. Contributions made shall be credited to participating accounts at the close of business on the day received by the Plan.

D. Notes Receivable from Participants

Effective January 1, 2009, the Plan allows participants who are active employees to take a loan against their 401(k) Savings Plan account, up to a maximum of the lesser of $50,000, or 50% of their account balance. The loans are secured by the balance in the participant's account. Outstanding loans bear interest at rates that range from 4.25% - 5.25% and maturity dates that range from 1/5/2017 – 12/25/2026. The loan shall bear interest at a reasonable annual percentage interest rate to be determined by the Plan Administrator taking into account interest rates currently being charged by persons in the business of lending money with respect to loans made in similar circumstances. The loan uses the quarterly effective rate and remains at that rate for the life of the loan. Principal and interest is paid ratably through monthly payroll deductions.

E. Participant Directed Investments

The Plan provides participants with the opportunity to direct the investment of their account balances in any of the available investment options: (1) Equities Account, which seeks to achieve capital appreciation which preserves the real value of the assets while realizing reasonable current income which grows over the years; (2) Balanced Account, which seeks to provide moderate long-term growth of both principal and income by maintaining an investment portfolio whose market value will fluctuate less and provide higher current income than broad portfolios of common stocks; (3) Fixed Income Account, which seeks to preserve the principal amount of its assets under very adverse conditions in the financial markets or in the economy while providing moderate income; and (4) Target Date Funds, which balance risk and return against the length of time that assets will be invested. Over time, assets shift from more aggressive investments (primarily stocks) to more conservative investments (primarily bonds).

The Plan is designed and intended to comply with Section 404 (c) of ERISA.

F. Benefits

Upon retirement, and if interest in the Plan is $5,000 or greater, participants may elect any one of six different benefit payment options: (1) (2) (3) To leave his/her interest in the Plan and receive payments of a specified amount monthly, quarterly or annually until his/her account has been exhausted; (4) To receive a lump sum payment; (5) To leave his/her interest in the Plan and take a specified dollar amount withdrawal; (6) To leave his/her interest in the Plan and select one of the aforementioned options at a date no later than the later of April 1 of the calendar year in which the participant attains age 70 1/2 or April 1 of the calendar year in which the participant retires, whichever is later. If interest in the Plan is less than $5,000, the balance will be distributed as a lump sum payment.

Upon termination, and if interest in the Plan is $5,000 or greater, participants may elect one of two different benefit payment options: (1) To receive a lump sum payment; (2) To leave his/her interest in the Plan and select one of the aforementioned options at a date no later than the later of April 1 of the calendar year in which the participant attains age 70 1/2 or April 1 of the calendar year in which the participant retires, whichever is later. If interest in the Plan is less than $5,000, the balance will be distributed as a lump sum payment. Once age 55 is attained after termination, the participant receives the six retirement options noted above.

2. Summary of Significant Accounting Policies

A. Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

The Statements of Net Assets Available for Plan Benefits for 2016 and 2015 include terminated participant's interest as benefit payments and reflected on a cash basis under generally accepted accounting principles. Refer to footnote 7 for a reconciliation of this difference between the financial statements and Form 5500.

B. Investments

Investments are stated at fair value.

Stocks listed on national securities exchanges are valued at the latest sales price. All stocks that are not traded on national securities exchanges are valued at the latest sales price on the

valuation date, or in the absence of any sale on that date, at the mean of the latest bid and ask prices. Long-term debt securities and U.S. Treasury bills are valued using quotations provided by an independent pricing service. Short-term securities other than U.S. Treasury bills are valued on an amortized cost basis, which approximates fair value. Investments in common collective trust funds are valued each day based on the closing net asset value of the respective fund provided by Vanguard.

Portfolio securities that are primarily traded on foreign securities exchanges ("foreign securities") are valued using practical expedient at the closing values of such securities on the respective exchange where each security is primarily traded.

Purchases and sales of securities are accounted for on the trade date. Such purchases and sales are made by the Directed Trustees as directed by the State Farm Mutual Automobile Insurance Company, pursuant to the terms of the Trust agreement. Gains or losses on sales of investments are based on the specific identification method.

Investment income on bonds, stocks and notes is recorded as earned on an accrual basis. Dividends are recorded on the ex-dividend date.

Generally, under ordinary market conditions, all common collective trust positions provide daily market liquidity to Plan participants and the Plan. The Plan invests in Vanguard Trust Plus, a collective investment trust, in which participant transactions (issuances and redemptions) may occur daily.

The Plan presents in the Statement of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in the fair value of its investments, which consists of the realized gains or losses and the unrealized appreciation or depreciation on those investments. The net appreciation or depreciation is included in the "Net appreciation in fair value" line on the Statement of Changes in Net Assets Available for Benefits.

C. Administrative and Operating Expenses

Office personnel, space, equipment, and audit and investment services are furnished by the Companies at no charge to the Plan. However, there is an investment manager fee associated with the Vanguard Target Date investment options. The fee is collected by Vanguard from the portfolio daily and reduces the portfolio's daily closing price.

D. Benefits

Benefits paid to participants are recorded upon distribution.

E. Risks and Uncertainties

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make significant estimates and assumptions that affect the reported amounts of net assets available for plan benefits at the date of the financial statements. These estimates and assumptions also affect the changes in net assets available for plan benefits during the reporting period and, when applicable, disclosures of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

The Plan provides for various investment options in a combination of stocks, bonds, and fixed income securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Plan Benefits.

F. Accounting Pronouncements

In May 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2015-07, Disclosures for Investments in Certain Entities That Calculate Net Asset Value per Share (or Its Equivalent). The guidance removes the requirement to categorize in the fair value hierarchy investments for which fair value is measured at net asset value using the practical expedient and "other certain disclosures". This guidance is effective for the Plan years beginning after December 15, 2016 with retrospective application required.

The Plan incorporated ASU 2015-07 in the 2016 Financial Statement.

In July 2015, the FASB issued Accounting Standards Update (ASU) No. 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965: (Part 1) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I removes the requirement that employee benefit plans measure the fair value of fully-benefit-responsive investment contracts and provide the related fair value disclosures. Part II removes the requirements to: (a) disclose individual investments that represent 5 percent or more of net assets available for benefits; and (b) disaggregate appreciation and depreciation information by general type of investments. Part III provides a practical expedient to permit plans to measure investments and investment-related accounts as of a month-end date that is closest to the plan's fiscal year-end, when the fiscal period does not coincide with a month-end. This guidance is effective for the Plan year beginning after December 15, 2015 with retrospective application required. Earlier application is permitted.

The Plan incorporated ASU 2015-12 in the 2016 Financial Statement.

In January, 2016, the FASB issued ASU No. 2016-01, Financial Instruments–Overall: Recognition and Measurement of Financial Assets and Financial Liabilities. Changes to the current GAAP model primarily affects the accounting for equity investments, financial liabilities under the fair value option, and the presentation and disclosure requirements for financial instruments. In addition, the FASB clarified guidance related to the valuation allowance assessment when recognizing deferred tax assets resulting from unrealized losses on available-for-sale debt securities. The accounting for other financial instruments, such as loans, investments in debt securities, and financial liabilities is largely unchanged. The classification and measurement guidance will be effective for the Plan year beginning after December 15, 2018. Early application is permitted.

The impact of this standard on the Plan's financial statements has not been analyzed.

In June, 2016, the FASB issued ASU No. 2016-13, Financial Instruments – Credit Losses (Topic 326), which introduces new guidance for the accounting for credit losses on instruments within its scope. The new guidance introduces an approach based on expected losses to estimate credit losses on certain types of financial instruments. It also modifies the impairment model for available-for-sale debt securities and provides for a simplified accounting model for purchased financial assets with credit deterioration since their origination. The guidance will be effective for the Plan year beginning after December 15, 2020. Early application of the guidance is permitted.

The impact of this standard on the Plan's financial statements has not been analyzed.

G. Notes Receivable from Participants

Notes receivable from participants are participant loans that are stated at the unpaid principal balance plus any accrued but unpaid interest. This does not include delinquent loans that have been deemed distributable as they are considered benefit payments. At December 31, 2016 and 2015, there were no loans in default that exceeded the participants' vested account balance.

3. Fair Value Measurements

Fair value is defined as the price that would be received upon selling an investment in a timely transaction to an independent buyer in the principal or most advantageous market for the investment. The Plan's financial assets carried at fair value have been classified, for disclosure purposes, based on a hierarchy which prioritizes the inputs to valuation techniques used to measure fair value. A financial instrument's level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The three levels of the fair value hierarchy are summarized below:

- Level 1 – Observable inputs that reflect unadjusted quoted prices for identical securities in active markets.
- Level 2 – Observable inputs other than quoted prices included in level 1 such as quoted prices for similar securities; interest rates, prepayment schedules, and credit risk for fixed income securities; or other inputs that are observable or can be corroborated by observable market data.
- Level 3 – Unobservable inputs including the Plan's own assumptions in determining the fair value of investments.

The following table sets forth, within the fair value hierarchy, the Plan's fair value measurements at December 31, 2016 and 2015:

	Fair Value Measurements at December 31, 2016			
	Level 1 Market Value	**Level 2 Market Value**	**Level 3 Market Value**	**Total**
Common Stocks	$ 6,662,236,420	-	-	$ 6,662,236,420
Corporate Bonds	-	691,334,728	-	691,334,728
Foreign Government Bonds	-	5,403,269	-	5,403,269
Agency Commercial Mortgage-Backed Securities	-	74,983,412	-	74,983,412
Agency Notes & Bonds	-	5,195,050	-	5,195,050
U.S. Treasury Obligations	-	1,504,888,948	-	1,504,888,948
Short-term Investments	143,060,281	-	-	143,060,281
Total Investments by Fair Value Level	$ 6,805,296,701	$ 2,281,805,407	-	$ 9,087,102,108
CCT - Vanguard [(a)] at NAV				1,832,522,140
Total				$ 10,919,624,248

	Fair Value Measurements at December 31, 2015			
	Level 1 Market Value	**Level 2 Market Value**	**Level 3 Market Value**	**Total**
Common Stocks	$ 5,927,050,268	-	-	$ 5,927,050,268
Corporate Bonds	-	599,765,478	-	599,765,478
Foreign Government Bonds	-	2,611,380	-	2,611,380
Agency Commercial Mortgage-Backed Securities	-	39,320,709	-	39,320,709
Agency Notes & Bonds	-	5,269,796	-	5,269,796
U.S. Treasury Obligations	-	1,422,790,455	-	1,422,790,455
Short-term Investments	141,253,925	-	-	141,253,925
Total Investments by Fair Value Level	$ 6,068,304,193	$ 2,069,757,818	-	$ 8,138,062,011
CCT - Vanguard [(a)] at NAV				1,680,357,157
Total				$ 9,818,419,168

[(a)] The Vanguard Target Date Portfolios are designed to balance risk and return against the length of time that participant money will be invested. Over time, participant money shifts from more aggressive investments (primarily stocks) to more conservative investments (primarily bonds and money market funds) to ensure that participant money is put into investments that are intended to have less risk as the participant get closer to retirement. Generally, under ordinary market conditions, all common collective trust positions provide daily market liquidity to Plan participants and the Plan.

The Plan invests in the Vanguard Trust Plus, a collective investment trust, in which participant transactions (issuances and redemptions) may occur daily. Requests must be made by 3:00 p.m. (CT) to be processed on the day of receipt. Were the Plan to initiate a full redemption of the collective trust, the investment advisor reserves the right to temporarily delay withdrawal from the trust in order to ensure that securities liquidations will be carried out in an orderly business manner.

During 2016, and 2015 the Plan did not hold any investments classified as Level 3. The company recognizes transfers between levels at the end of the reporting period. There were no transfers between levels for 2016 or 2015.

Valuation Techniques

The following is a description of the valuation methodologies used for assets at fair value. There have been no changes in the methodologies used at December 31, 2016 and 2015.

Level 1 Measurements

Level 1 assets include actively-traded exchange-listed equity securities, short-term money market mutual funds, and cash. Valuations are based upon unadjusted quoted exchange prices for equity securities and quoted net asset value for actively-traded money market funds.

Level 2 Measurements

Bonds - These assets include United States government and agency securities and corporate debt securities valued by an independent pricing vendor, as well as commercial paper valued at amortized cost, which approximates fair value. Typical inputs to models used by pricing vendors include but are not limited to benchmark yields, reported trades, broker/dealer quotes, issuer spreads, two-sided markets, benchmark securities, bids, offers, and reference data including market research publications.

Stocks - These assets include equity securities for which trading had been temporarily suspended due to the implementation of an electronic share certification system. These securities are valued at the last recorded sales price.

Common Collective Trust - These assets are valued at the net asset value of units held by the Plan at year-end, and include the use of significant observable inputs in determining the unit value.

4. Dividend and Interest Income

Income from investments held during the years ended December 31, 2016 and 2015 consisted of:

	2016	2015
Interest		
Cash	$ 356,888	$ 28,531
U.S. Government Securities	35,397,459	36,771,231
Corporate Bonds	20,294,183	18,038,061
Dividends		
Common Stocks	169,292,561	158,951,552
Total dividend and interest income	$ 225,341,091	$ 213,789,375

5. Income Tax Status

The IRS has determined and informed the Plan by a letter dated January 27, 2017 that the Plan and related trust are designed in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since the determination letter request was obtained. The Plan administrator and the plan's tax counsel believe that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC and therefore believe that the Plan is qualified and the related trust is tax-exempt.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan's management has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain positions taken or expected within the next 12 months that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to audits for tax periods within a three year prior period, however, there are currently no audits for any tax periods in progress. The Plan believes it is no longer subject to income tax examinations for years prior to 2013.

6. Parties in Interest

The Companies, Plan Administrator, Pension Investment Committee, Directed Trustees and the Plan's custodian are all parties in interest to the Plan. The Companies fund the employer matching contributions and provide office personnel, space, equipment, and audit and investment services at no charge to the Plan. The Directed Trustees monitor trust operations. The Plan holds investments in its custodian, JP Morgan Chase. SFMAIC pays custodian fees and Aon Hewitt administration fees on behalf of the Plan. Vanguard Fiduciary Trust Co. manages a suite of lifestyle funds for the Plan. Employees with outstanding loans are also considered parties in interest.

7. Reconciliation of Financial Statements at December 31, 2016 and 2015 to Form 5500

As explained in footnote 2A, the following is a reconciliation of net assets available for benefits and benefit payments per the financial statements at December 31, 2016 and December 31, 2015 to Form 5500:

	2016	2015
Net assets available for benefits per the financial statements	$ 11,144,873,037	$ 10,038,932,359
Amounts allocated to withdrawing participants	(1,377,702)	(425,662)
Net assets available for benefits per form 5500	$ 11,143,495,335	$ 10,038,506,697

	2016	2015
Benefit Payments per the financial statements	$ 454,989,336	$ 425,674,898
Amounts allocated prior year/paid current year	(425,662)	(968,688)
Amounts allocated to withdrawing participants	1,377,702	425,662
Benefit Payments per Form 5500	$ 455,941,376	$ 425,131,872

8. Subsequent events

Effective July 1, 2017 Aon Hewitt sold the benefit outsourcing operations to a private equity firm. The outsourcing business is now Alight Solutions.

The Plan has evaluated all subsequent events through October 6, 2017 which is the date that the financial statements were available for issuance.

SUPPLEMENTAL SCHEDULE

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
Fixed Income				
U.S. Government Securities				
U.S. Treasury Notes	3.00%	2/28/2017	$ 25,000,000	$ 25,098,750
U.S. Treasury Notes	2.75%	5/31/2017	25,000,000	25,216,800
U.S. Treasury Notes	2.38%	7/31/2017	25,000,000	25,240,225
U.S. Treasury Notes	1.88%	9/30/2017	25,000,000	25,192,375
U.S. Treasury Notes	1.88%	10/31/2017	20,000,000	20,167,180
U.S. Treasury Notes	2.25%	11/30/2017	25,000,000	25,306,650
U.S. Treasury Notes	2.75%	12/31/2017	27,500,000	27,995,220
U.S. Treasury Notes	2.63%	1/31/2018	20,000,000	20,355,460
U.S. Treasury Notes	2.75%	2/28/2018	25,000,000	25,500,975
U.S. Treasury Notes	2.88%	3/31/2018	25,000,000	25,586,925
U.S. Treasury Notes	2.63%	4/30/2018	25,000,000	25,530,275
U.S. Treasury Notes	2.38%	5/31/2018	25,000,000	25,465,825
U.S. Treasury Notes	2.38%	6/30/2018	25,000,000	25,483,400
U.S. Treasury Notes	2.25%	7/31/2018	25,000,000	25,450,200
U.S. Treasury Notes	1.50%	8/31/2018	15,000,000	15,093,750
U.S. Treasury Notes	1.38%	9/30/2018	25,000,000	25,093,750
U.S. Treasury Notes	1.75%	10/31/2018	15,000,000	15,159,960
U.S. Treasury Notes	1.38%	11/30/2018	25,000,000	25,090,825
U.S. Treasury Notes	1.38%	12/31/2018	25,000,000	25,081,050
U.S. Treasury Notes	1.25%	1/31/2019	25,000,000	25,014,650
U.S. Treasury Notes	1.38%	2/28/2019	30,000,000	30,084,360
U.S. Treasury Notes	1.25%	4/30/2019	15,000,000	14,991,210
U.S. Treasury Notes	1.13%	5/31/2019	25,000,000	24,898,450
U.S. Treasury Notes	1.25%	10/31/2019	25,000,000	24,893,550
U.S. Treasury Notes	1.00%	11/30/2019	20,000,000	19,759,380
U.S. Treasury Notes	1.38%	1/31/2020	35,000,000	34,867,385
U.S. Treasury Notes	1.38%	2/29/2020	10,000,000	9,952,340
U.S. Treasury Notes	1.38%	3/31/2020	15,000,000	14,921,490
U.S. Treasury Notes	1.38%	4/30/2020	10,000,000	9,935,550
U.S. Treasury Notes	1.13%	4/30/2020	20,000,000	19,724,220
U.S. Treasury Notes	1.50%	5/31/2020	10,000,000	9,969,530
U.S. Treasury Notes	1.88%	6/30/2020	20,000,000	20,192,960
U.S. Treasury Notes	2.00%	7/31/2020	30,000,000	30,387,900
U.S. Treasury Notes	1.63%	7/31/2020	10,000,000	9,993,360
U.S. Treasury Notes	1.38%	8/31/2020	10,000,000	9,896,090
U.S. Treasury Notes	2.13%	1/31/2021	25,000,000	25,333,000
U.S. Treasury Notes	2.00%	2/28/2021	5,000,000	5,039,845
U.S. Treasury Notes	1.25%	3/31/2021	5,000,000	4,884,570
U.S. Treasury Notes	1.38%	4/30/2021	20,000,000	19,619,540
U.S. Treasury Notes	2.00%	5/31/2021	25,000,000	25,153,325
U.S. Treasury Notes	1.13%	6/30/2021	10,000,000	9,678,520
U.S. Treasury Notes	1.13%	7/31/2021	15,000,000	14,499,615
U.S. Treasury Notes	1.13%	8/31/2021	5,000,000	4,831,055
U.S. Treasury Notes	2.00%	8/31/2021	15,000,000	15,059,760
U.S. Treasury Notes	2.00%	10/31/2021	20,000,000	20,057,820
U.S. Treasury Notes	1.88%	11/30/2021	25,000,000	24,932,625
U.S. Treasury Notes	1.50%	1/31/2022	20,000,000	19,548,440

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
U.S. Treasury Notes	1.75%	2/28/2022	25,000,000	24,701,175
U.S. Treasury Notes	1.75%	3/31/2022	25,000,000	24,667,000
U.S. Treasury Notes	1.75%	4/30/2022	20,000,000	19,722,660
U.S. Treasury Notes	1.75%	5/15/2022	5,000,000	4,926,560
U.S. Treasury Notes	1.88%	5/31/2022	15,000,000	14,879,295
U.S. Treasury Notes	2.00%	7/31/2022	25,000,000	24,908,200
U.S. Treasury Notes	1.63%	8/15/2022	15,000,000	14,628,510
U.S. Treasury Notes	1.75%	9/30/2022	17,500,000	17,168,463
U.S. Treasury Notes	1.88%	10/31/2022	10,000,000	9,867,190
U.S. Treasury Notes	1.63%	11/15/2022	10,000,000	9,732,030
U.S. Treasury Notes	2.13%	12/31/2022	5,000,000	4,997,265
Total U.S. Government Securities			$ 1,120,000,000	$ 1,121,428,483

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
Short Term Investments				
JP Morgan MMF US Govt Mny Mkt Fund*			$ 3,535,094	$ 3,535,094
Total Short Term Investments			$ 3,535,094	$ 3,535,094
Total Fixed Income Account Investments			$ 1,123,535,094	$ 1,124,963,577

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Common Stocks		
Agricultural, Foods & Beverage		
Archer-Daniels-Midland Company	998,232	$ 45,569,291
Campbell Soup Co.	28,000	1,693,160
Coca-Cola Co., The	554,600	22,993,716
Kellogg Co.	240,000	17,690,400
McCormick & Co Inc	200,600	18,721,998
Nestle S.A. ADR	359,000	25,754,660
PepsiCo Inc.	185,900	19,450,717
Total Agricultural, Foods & Beverage	2,566,332	$ 151,873,942
Banks		
M&T Bank Corp	135,800	$ 21,243,194
Northern Trust Corp.	167,900	14,951,495
US Bancorp	266,522	13,691,235
Wells Fargo & Co.	715,900	39,453,249
Total Banks	1,286,122	$ 89,339,173
Building Materials & Construction		
Vulcan Materials Company	319,100	$ 39,935,365
Total Building Materials & Construction	319,100	$ 39,935,365
Chemicals		
Air Products & Chemicals Inc.	256,000	$ 36,817,920
Dow Chemical Co., The	75,000	4,291,500
E.I. du Pont de Nemours	227,784	16,719,345
Int'l Flavors & Fragrances	159,000	18,734,970
Versum Materials Inc.	128,000	3,592,960
Novozymes A/S - B Shares	385,500	13,286,253
Total Chemicals	1,231,284	$ 93,442,948
Computer Software & Service		
Alphabet Inc	5,314	$ 4,101,452
Alphabet Inc	43,473	34,450,179
Automatic Data Processing Inc.	141,000	14,491,980
CDK GLOBAL INC	47,000	2,805,430
Facebook Inc A	74,425	8,562,596
Intuit Inc.	79,600	9,122,956
SAP AG	126,000	10,976,631
Total Computer Software & Service	516,812	$ 84,511,224
Computers		
Apple Inc.	456,717	$ 52,896,963
Int'l Business Machines Corp.	188,900	31,355,511
Total Computers	645,617	$ 84,252,474
Consumer & Marketing		
Aptargroup Inc.	277,300	$ 20,367,685

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Colgate-Palmolive Co	251,000	16,425,440
Procter & Gamble Co., The	644,700	54,206,376
Unilever NV New York Shares	425,610	17,475,547
Total Consumer & Marketing	1,598,610	$ 108,475,048
Electronic Manufacturing		
Emerson Electric Co.	298,100	$ 16,619,075
General Electric Co.	1,426,300	45,071,080
Linear Technology Corp.	297,500	18,549,125
Total Electronic Manufacturing	2,021,900	$ 80,239,280
Financial Services		
Berkshire Hathaway Inc Class A	58	$ 14,159,018
Berkshire Hathaway Inc Class B	545	88,824
Total Financial Services	603	$ 14,247,842
Health Care		
Abbott Laboratories	286,725	$ 11,013,107
AbbVie Inc	221,100	13,845,282
Agilent Technologies Inc.	175,444	7,993,229
Amgen Inc.	70,750	10,344,358
Johnson & Johnson	523,200	60,277,872
Eli Lilly and Co.	264,000	19,417,200
Merck & Co. Inc.	112,600	6,628,762
Novo-Nordisk A/S-Spons ADR	199,108	7,140,013
Pfizer Inc.	1,051,253	34,144,697
Roche Holdings Ltd-Spons ADR	276,845	7,898,388
Zoetis Inc	331,332	17,736,202
Medtronic Plc	80,100	5,705,523
Total Health Care	3,592,457	$ 202,144,633
Machinery & Manufacturing		
Caterpillar Inc.	395,785	$ 36,705,101
Deere & Co.	111,203	11,458,357
Donaldson Inc.	481,000	20,240,480
HNI Corp	136,800	7,649,856
Illinois Tool Works Inc.	397,100	48,628,866
3M Co.	189,600	33,856,872
ASML Holding NV-NY REG SHS	125,036	14,029,039
Total Machinery & Manufacturing	1,836,524	$ 172,568,571
Media & Broadcasting		
The Walt Disney Company	909,312	$ 94,768,497
Lee Enterprises	100,000	290,000
Total Media & Broadcasting	1,009,312	$ 95,058,497
Mining & Metals		
Newmont Mining Corporation	31,300	$ 1,066,391

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As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Nucor Corporation	495,200	29,474,304
Rio Tinto PLC ADR	358,800	13,799,448
BHP Billiton PLC	438,493	7,055,727
Rio Tinto PLC	232,170	9,031,433
South32 Ltd	438,493	872,177
Total Mining & Metals	1,994,456	$ 61,299,480
Oil, Gas & Other Energy		
Chevron Corp.	338,600	$ 39,853,220
Cimarex Energy Co.	120,700	16,403,130
Devon Energy Corp.	86,482	3,949,633
Exxon Mobil Corp.	657,700	59,364,002
Noble Energy Inc	135,600	5,160,936
Royal Dutch Shell PLC - ADR	222,600	12,104,988
Schlumberger Ltd.	265,757	22,310,300
Spectra Energy Corp	382,300	15,708,707
Woodside Petroleum Limited	95,036	2,137,186
Royal Dutch Shell PLC SHS B	637,185	18,473,181
Total Oil, Gas & Other Energy	2,941,960	$ 195,465,283
Retailers		
Wal-Mart Stores Inc.	406,300	$ 28,083,456
Total Retailers	406,300	$ 28,083,456
Telecom & Telecom Equipment		
AT&T Inc.	624,915	$ 26,577,635
Verizon Communications Inc.	255,428	13,634,747
Corning Incorporated	355,200	$ 8,620,704
Total Telecom & Telecom Equipment	1,235,543	$ 48,833,086
Transportation		
GATX Corporation	147,000	$ 9,052,260
Union Pacific Corp.	25,650	2,659,392
Total Transportation	172,650	$ 11,711,652
Utilities & Energy		
Duke Energy Corp	130,833	$ 10,155,257
Total Utilities & Energy	130,833	$ 10,155,257
Total Common Stocks	23,506,415	$ 1,571,637,211

State Farm 401(k) Savings Plan
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Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Fixed Income				
U.S. Government Securities				
U.S. Treasury Notes	4.63%	2/15/2017	$ 25,000,000	$ 25,122,550
U.S. Treasury Notes	3.25%	3/31/2017	10,000,000	10,066,030
U.S. Treasury Notes	4.25%	11/15/2017	15,000,000	15,433,590
U.S. Treasury Notes	3.50%	2/15/2018	15,000,000	15,420,705
U.S. Treasury Notes	4.00%	8/15/2018	15,000,000	15,707,220
U.S. Treasury Notes	3.75%	11/15/2018	10,000,000	10,476,950
U.S. Treasury Notes	3.13%	5/15/2019	5,000,000	5,213,085
U.S. Treasury Notes	3.63%	8/15/2019	25,000,000	26,464,850
U.S. Treasury Notes	3.38%	11/15/2019	25,000,000	26,375,975
U.S. Treasury Notes	3.63%	2/15/2020	35,000,000	37,243,570
U.S. Treasury Notes	3.50%	5/15/2020	35,000,000	37,202,550
U.S. Treasury Notes	3.63%	2/15/2021	35,000,000	37,570,330
U.S. Treasury Notes	3.13%	5/15/2021	25,000,000	26,344,725
U.S. Treasury Notes	1.13%	8/31/2021	5,000,000	4,831,055
U.S. Treasury Notes	1.75%	5/15/2022	25,000,000	24,632,800
U.S. Treasury Notes	2.50%	8/15/2023	25,000,000	25,443,350
U.S. Treasury Notes	2.75%	2/15/2024	10,000,000	10,328,120
U.S. Treasury Notes	2.50%	5/15/2024	15,000,000	15,224,415
U.S. Treasury Notes	2.00%	8/15/2025	10,000,000	9,686,720
U.S. Treasury Notes	1.63%	2/15/2026	5,000,000	4,671,875
Total U.S. Government Securities			$ 370,000,000	$ 383,460,465
Government Agency Securities				
Agency Notes & Bonds				
Tennessee Valley Authority	5.50%	7/18/2017	$ 1,000,000	$ 1,025,854
Tennessee Valley Authority	1.75%	10/15/2018	2,000,000	2,017,164
Tennessee Valley Authority	3.88%	2/15/2021	2,000,000	2,152,032
Total Agency Notes & Bonds			$ 5,000,000	$ 5,195,050
Agency Commercial Mortgage-Backed Securities				
Federal Home Loan Mortgage	2.79%	1/25/2022	$ 10,000,000	$ 10,228,140
Federal National Mortgage	2.72%	2/25/2022	10,000,000	10,107,810
Federal Home Loan Mortgage	2.31%	8/25/2022	10,000,000	9,958,330
Federal Home Loan Mortgage	2.84%	10/25/2022	7,776,324	7,977,878
FHMS KSMC A2	2.62%	1/25/2023	3,000,000	3,006,600
FHMS K722 A2	2.41%	3/25/2023	2,000,000	1,987,798
FHMS K058 A2	2.45%	8/25/2023	3,000,000	2,979,183
Fannie Mae - ACES	2.31%	10/25/2023	1,000,000	978,618
FHMS KO49 A2	3.01%	7/25/2025	500,000	505,968
FHMS K054 A2	2.75%	1/25/2026	500,000	493,694
FHMS KO55 A2	2.67%	3/25/2026	3,000,000	2,942,001
Fannie Mae - ACES	2.49%	5/25/2026	2,000,000	1,923,942
FHMS K722 A2	2.53%	5/25/2026	3,000,000	2,904,135
Fannie Mae	2.29%	6/25/2026	1,000,000	944,463
Fannie Mae	2.37%	7/25/2026	3,000,000	2,846,229
FHMS KO57 A2	2.57%	7/25/2026	3,000,000	2,912,835
FHMS K058 A2	2.65%	8/25/2026	2,000,000	1,952,648
Fannie Mae - ACES	2.50%	9/25/2026	1,000,000	949,637

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Fannie Mae - ACES	2.45%	9/25/2026	3,000,000	2,868,003
Fannie Mae - ACES	2.48%	9/25/2026	2,000,000	1,919,960
FHMS K058 A2	3.12%	9/25/2026	2,500,000	2,537,600
Fannie Mae - ACES	3.30%	10/25/2026	2,000,000	2,057,940
Total Agency CMBS			$ 75,276,324	$ 74,983,412
Total Government Agency Securities			$ 80,276,324	$ 80,178,462
Corporate Bonds				
Aerospace/Defense				
Precision Castparts Corp.	2.25%	6/15/2020	$ 1,000,000	$ 1,003,692
Rolls-Royce PLC	2.38%	10/14/2020	1,500,000	1,487,382
Lockheed Martin Corp.	3.35%	9/15/2021	1,000,000	1,032,680
Boeing Co.	2.35%	10/30/2021	1,000,000	1,005,860
United Technologies Corp.	3.10%	6/1/2022	2,000,000	2,055,684
Boeing Co.	2.20%	10/30/2022	500,000	490,964
General Dynamics Corp.	2.25%	11/15/2022	1,000,000	987,921
Raytheon Co.	2.50%	12/15/2022	2,000,000	1,990,004
Lockheed Martin Corp.	3.10%	1/15/2023	500,000	505,467
Boeing Co.	2.85%	10/30/2024	2,000,000	2,002,146
Raytheon Co.	3.15%	12/15/2024	3,000,000	3,053,916
Lockheed Martin Corp.	2.90%	3/1/2025	2,000,000	1,958,054
Precision Castparts Corp.	3.25%	6/15/2025	1,000,000	1,007,852
Rolls-Royce PLC	3.63%	10/14/2025	1,000,000	1,000,877
Lockheed Martin Corp.	3.55%	1/15/2026	1,500,000	1,532,568
Boeing Co.	2.25%	6/15/2026	500,000	469,085
General Dynamics Corp.	2.13%	8/15/2026	1,000,000	923,788
United Technologies Corp.	2.65%	11/1/2026	1,000,000	960,242
Total Aerospace/Defense			$ 23,500,000	$ 23,468,182
Agricultural, Foods & Beverage				
Kraft Foods Inc.	6.50%	8/11/2017	$ 1,000,000	$ 1,030,736
Sysco Corp.	5.25%	2/12/2018	1,000,000	1,038,669
PepsiCo Inc.	5.00%	6/1/2018	1,000,000	1,050,177
PepsiCo Inc.	2.25%	1/7/2019	1,000,000	1,011,879
Sysco Corp.	2.60%	10/1/2020	1,000,000	1,008,636
Coca-Cola Co., The	2.45%	11/1/2020	2,000,000	2,020,652
Kellogg Co.	4.00%	12/15/2020	2,000,000	2,106,086
Coca-Cola Co., The	3.30%	9/1/2021	1,000,000	1,043,496
PepsiCo Inc.	2.75%	3/5/2022	2,000,000	2,023,662
JM Smucker Co., The	3.00%	3/15/2022	1,000,000	1,009,660
Kellogg Co.	3.13%	5/17/2022	2,000,000	2,024,844
Kraft Heinz Foods Co	3.50%	6/6/2022	1,000,000	1,016,971
Sysco Corp.	2.60%	6/12/2022	1,000,000	984,512
Campbell Soup Co.	2.50%	8/2/2022	1,000,000	988,290
Kellogg Co.	2.75%	3/1/2023	1,000,000	978,642
PepsiCo Inc.	2.75%	3/1/2023	2,000,000	1,997,826
Coca-Cola Co., The	2.50%	4/1/2023	2,000,000	1,978,964
Hershey Co.	2.63%	5/1/2023	1,900,000	1,871,726
Mondelez International Inc.	4.00%	2/1/2024	1,000,000	1,046,344

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

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Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
General Mills Inc.	3.65%	2/15/2024	2,000,000	2,079,112
PepsiCo Inc.	3.60%	3/1/2024	1,000,000	1,042,978
JM Smucker Co., The	3.50%	3/15/2025	2,000,000	2,016,680
Campbell Soup Co.	3.30%	3/19/2025	1,500,000	1,506,597
PepsiCo Inc.	2.75%	4/30/2025	2,000,000	1,959,586
Hershey Co.	3.20%	8/21/2025	1,000,000	1,008,876
Sysco Corp.	3.75%	10/1/2025	500,000	506,031
Coca-Cola Co., The	2.88%	10/27/2025	1,000,000	986,822
PepsiCo Inc.	2.85%	2/24/2026	1,000,000	985,697
Kellogg Co.	3.25%	4/1/2026	1,000,000	976,172
Coca-Cola Co., The	2.55%	6/1/2026	1,500,000	1,421,759
Sysco Corp.	3.30%	7/15/2026	1,000,000	981,331
Hershey Co.	2.30%	8/15/2026	2,000,000	1,860,080
Coca-Cola Co., The	2.25%	9/1/2026	1,000,000	941,765
PepsiCo Inc.	2.38%	10/6/2026	1,000,000	946,672
Danone SA	2.95%	11/2/2026	2,000,000	1,908,566
Total Agricultural, Foods & Beverage			$ 47,400,000	$ 47,360,496
Automotive				
American Honda Finance Corp.	2.13%	10/10/2018	$ 1,500,000	$ 1,511,731
Toyota Motor Credit Corp	2.00%	10/24/2018	1,500,000	1,508,886
Toyota Motor Credit Corp	2.10%	1/17/2019	1,000,000	1,005,490
Daimler Finance NA LLC	2.25%	3/2/2020	500,000	497,702
American Honda Finance	2.45%	9/24/2020	1,000,000	1,005,170
BMW US Capital	2.00%	4/11/2021	1,000,000	981,397
Toyota Motor Credit Corp	2.75%	5/17/2021	1,500,000	1,520,224
Daimler Finance NA LLC	2.00%	7/6/2021	1,000,000	971,012
American Honda Finance	1.65%	7/12/2021	500,000	481,530
Toyota Motor Credit Corp	2.80%	7/13/2022	500,000	504,437
Toyota Motor Credit Corp	2.63%	1/10/2023	1,000,000	990,362
Toyota Motor Credit Corp	2.25%	10/18/2023	1,000,000	964,015
Daimler Finance NA LLC	3.30%	5/19/2025	1,000,000	990,309
BMW US Capital	2.80%	4/11/2026	1,000,000	963,005
American Honda Finance	2.30%	9/9/2026	2,000,000	1,866,800
Total Automotive			$ 16,000,000	$ 15,762,070
Banks				
Bank of America NA	5.30%	3/15/2017	$ 500,000	$ 503,872
Wachovia Corp.	5.75%	6/15/2017	750,000	764,284
Wachovia Bank NA	6.00%	11/15/2017	500,000	518,896
Wells Fargo & Co.	5.63%	12/11/2017	500,000	518,379
Bank of New York Mellon Corp	2.10%	8/1/2018	3,000,000	3,023,895
US Bancorp	1.95%	11/15/2018	2,500,000	2,512,720
Wells Fargo & Co.	2.15%	1/15/2019	1,000,000	1,005,504
Bank of New York Mellon Corp	2.20%	3/4/2019	1,000,000	1,007,134
Bank of New York Mellon Corp	2.30%	9/11/2019	1,000,000	1,008,240
Wells Fargo & Co.	2.15%	1/30/2020	1,000,000	995,275
State Street Corp.	2.55%	8/18/2020	1,000,000	1,010,088
PNC Bank NA	2.45%	11/5/2020	500,000	500,917
Wells Fargo & Co.	3.00%	1/22/2021	1,500,000	1,526,370
Toronto-Dominion Bank	2.13%	4/7/2021	2,000,000	1,969,424

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PNC Bank NA	2.15%	4/29/2021	2,000,000	1,973,570
US Bancorp	3.00%	3/15/2022	1,000,000	1,019,560
US Bancorp	3.70%	1/30/2024	500,000	519,839
Bank of New York Mellon Corp	3.65%	2/4/2024	1,000,000	1,029,044
Wells Fargo & Co.	3.30%	9/9/2024	2,000,000	1,979,494
Bank of New York Mellon Corp	3.25%	9/11/2024	1,000,000	1,004,422
State Street Corp.	3.30%	12/16/2024	2,000,000	2,019,696
Wells Fargo & Co.	3.00%	2/19/2025	2,000,000	1,921,278
Bank of New York Mellon Corp	3.00%	2/24/2025	500,000	491,684
PNC Bank NA	3.25%	6/1/2025	1,500,000	1,497,365
State Street Corp.	3.55%	8/18/2025	500,000	511,879
Bank of New York Mellon Corp	2.80%	5/4/2026	500,000	481,506
State Street Corp.	2.65%	5/19/2026	2,000,000	1,896,854
US Bancorp	2.38%	7/22/2026	2,000,000	1,851,534
Bank of New York Mellon Corp	2.45%	8/17/2026	500,000	464,600
Wells Fargo & Co.	3.00%	10/23/2026	1,000,000	952,397
Total Banks			$ 36,750,000	$ 36,479,720
Chemicals				
Monsanto Co.	1.85%	11/15/2018	$ 1,000,000	$ 996,896
Ecolab Inc.	2.25%	1/12/2020	500,000	499,855
E.I. du Pont de Nemours	3.63%	1/15/2021	1,000,000	1,038,886
Monsanto Co.	2.75%	7/15/2021	500,000	499,895
Air Liquide Finance	1.75%	9/27/2021	1,000,000	960,188
Praxair Inc.	2.45%	2/15/2022	2,000,000	1,985,076
Syngenta Finance NV	3.13%	3/28/2022	1,000,000	993,748
Monsanto Co.	2.20%	7/15/2022	1,300,000	1,233,980
Praxair Inc.	2.20%	8/15/2022	1,000,000	976,990
E.I. du Pont de Nemours	2.80%	2/15/2023	1,000,000	982,927
Praxair Inc.	2.70%	2/21/2023	1,000,000	989,726
Monsanto Co.	3.38%	7/15/2024	1,000,000	995,659
Praxair Inc.	2.65%	2/5/2025	1,300,000	1,259,905
Monsanto Co.	2.85%	4/15/2025	1,000,000	952,793
Praxair Inc.	3.20%	1/30/2026	1,000,000	1,003,542
Air Liquide Finance	2.50%	9/27/2026	1,500,000	1,408,403
Ecolab Inc.	2.70%	11/1/2026	1,000,000	952,119
Total Chemicals			$ 18,100,000	$ 17,730,588
Commercial Service/Supplies				
Pitney Bowes Inc.	5.75%	9/15/2017	$ 500,000	$ 512,834
Cintas Corp. No. 2	3.25%	6/1/2022	2,000,000	2,024,700
Total Commercial Service/Supplies			$ 2,500,000	$ 2,537,534
Computer Software & Service				
Oracle Corp.	2.38%	1/15/2019	$ 2,000,000	$ 2,026,770
Automatic Data Processing Inc.	2.25%	9/15/2020	500,000	502,584
Microsoft Corp.	4.00%	2/8/2021	2,000,000	2,147,670
Oracle Corp.	2.80%	7/8/2021	1,000,000	1,019,202
QUALCOMM Inc.	3.00%	5/20/2022	1,000,000	1,013,286
Microsoft Corp.	2.13%	11/15/2022	2,000,000	1,948,906
Intel Corp.	2.70%	12/15/2022	3,000,000	3,013,530

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Microsoft Corp.	2.38%	5/1/2023	3,000,000	2,944,965
Texas Instruments Inc.	2.25%	5/1/2023	5,000,000	4,819,325
Oracle Corp.	3.63%	7/15/2023	2,000,000	2,096,162
Alphabet Inc	3.38%	2/25/2024	2,000,000	2,073,526
Oracle Corp.	3.40%	7/8/2024	1,000,000	1,018,906
Microsoft Corp.	2.70%	2/12/2025	2,000,000	1,959,742
Oracle Corp.	2.95%	5/15/2025	1,000,000	980,281
Intel Corp.	3.70%	7/29/2025	1,000,000	1,054,755
Automatic Data Processing Inc.	3.38%	9/15/2025	1,000,000	1,025,416
Intel Corp.	2.60%	5/19/2026	1,000,000	967,185
Oracle Corp.	2.65%	7/15/2026	1,000,000	949,211
Microsoft Corp.	2.40%	8/8/2026	1,000,000	944,697
Alphabet Inc	2.00%	8/15/2026	1,000,000	917,855
Total Computer Software & Service			$ 33,500,000	$ 33,423,974
Computers				
Int'l Business Machines Corp.	5.70%	9/14/2017	$ 1,000,000	$ 1,029,972
Int'l Business Machines Corp.	1.88%	5/15/2019	3,000,000	3,006,909
Int'l Business Machines Corp.	1.63%	5/15/2020	3,000,000	2,963,502
Int'l Business Machines Corp.	1.88%	8/1/2022	1,000,000	959,407
Int'l Business Machines Corp.	3.63%	2/12/2024	1,000,000	1,041,349
Int'l Business Machines Corp.	3.45%	2/19/2026	1,000,000	1,023,084
Total Computers			$ 10,000,000	$ 10,024,223
Consumer & Marketing				
Kimberly-Clark Corp.	6.13%	8/1/2017	$ 1,500,000	$ 1,543,272
Unilever Capital Corp.	2.20%	3/6/2019	1,000,000	1,010,119
Kimberly-Clark Corp.	1.90%	5/22/2019	500,000	503,185
Unilever Capital Corp.	4.25%	2/10/2021	3,000,000	3,221,778
Estee Lauder Co. Inc.	1.70%	5/10/2021	1,000,000	974,623
Procter & Gamble Co., The	2.30%	2/6/2022	2,000,000	2,003,988
Colgate-Palmolive Co	2.30%	5/3/2022	2,000,000	1,981,552
Colgate-Palmolive Co	1.95%	2/1/2023	1,000,000	961,323
Colgate-Palmolive Co	2.10%	5/1/2023	4,000,000	3,869,516
Nike Inc.	2.25%	5/1/2023	2,500,000	2,438,135
Kimberly-Clark Corp.	2.40%	6/1/2023	4,000,000	3,910,448
Procter & Gamble Co., The	3.10%	8/15/2023	4,000,000	4,118,372
Colgate-Palmolive Co	3.25%	3/15/2024	1,000,000	1,033,778
Kimberly-Clark Corp.	2.65%	3/1/2025	1,000,000	972,713
Unilever Capital Corp.	3.10%	7/30/2025	1,500,000	1,507,822
Kimberly-Clark Corp.	3.05%	8/15/2025	1,000,000	999,695
Procter & Gamble Co., The	2.70%	2/2/2026	500,000	491,686
Kimberly-Clark Corp.	2.75%	2/15/2026	1,000,000	974,328
Unilever Capital Corp.	2.00%	7/28/2026	1,000,000	913,098
Nike Inc.	2.38%	11/1/2026	2,000,000	1,886,986
Procter & Gamble Co., The	2.45%	11/3/2026	1,000,000	958,269
Total Consumer & Marketing			$ 36,500,000	$ 36,274,686
Electronic Manufacturing				
Emerson Electric Co.	5.38%	10/15/2017	$ 1,000,000	$ 1,032,896
Emerson Electric Co.	5.25%	10/15/2018	1,000,000	1,064,123

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Emerson Electric Co.	2.63%	12/1/2021	2,000,000	2,020,952
Siemens Financieringsmat144A	2.90%	5/27/2022	1,500,000	1,511,259
General Electric Co.	2.70%	10/9/2022	1,000,000	999,815
Emerson Electric Co.	2.63%	2/15/2023	2,000,000	1,984,526
Honeywell International Inc.	3.35%	12/1/2023	2,000,000	2,056,704
General Electric Co.	3.38%	3/11/2024	2,000,000	2,055,658
Siemens Financieringsmat144A	3.25%	5/27/2025	2,000,000	2,005,334
Emerson Electric Co.	3.15%	6/1/2025	2,000,000	2,028,192
Honeywell International Inc.	2.50%	11/1/2026	4,000,000	3,786,160
Total Electronic Manufacturing			$ 20,500,000	$ 20,545,619
Financial Services				
General Electric Capital Corp.	5.63%	9/15/2017	$ 500,000	$ 515,373
JPMorgan Chase Bank NA*	6.00%	10/1/2017	1,500,000	1,547,976
General Electric Capital Corp.	5.63%	5/1/2018	500,000	527,697
General Electric Capital Corp.	2.30%	1/14/2019	1,000,000	1,011,826
JPMorgan Chase & Co.*	2.35%	1/28/2019	1,000,000	1,008,278
Mastercard Inc	2.00%	11/21/2021	500,000	495,759
JPMorgan Chase & Co.*	4.50%	1/24/2022	1,000,000	1,078,431
General Electric Capital Corp.	3.15%	9/7/2022	287,000	293,113
Visa Inc	2.80%	12/14/2022	1,000,000	1,005,603
General Electric Capital Corp.	3.10%	1/9/2023	287,000	290,868
JPMorgan Chase & Co.*	3.20%	1/25/2023	1,000,000	1,011,130
JPMorgan Chase & Co.*	3.63%	5/13/2024	1,000,000	1,017,187
JPMorgan Chase & Co.*	3.13%	1/23/2025	1,000,000	977,555
GE Capital International Fundi	3.37%	11/15/2025	1,491,000	1,515,715
Visa Inc	3.15%	12/14/2025	2,000,000	2,008,772
JPMorgan Chase & Co.*	3.30%	4/1/2026	1,000,000	982,554
JPMorgan Chase & Co.*	3.20%	6/15/2026	1,000,000	978,753
Mastercard Inc	2.95%	11/21/2026	2,000,000	1,977,632
Total Financial Services			$ 18,065,000	$ 18,244,222
Health Care				
Amgen Inc.	5.85%	6/1/2017	$ 1,000,000	$ 1,018,336
Johnson & Johnson	5.55%	8/15/2017	1,000,000	1,027,559
AstraZeneca PLC	5.90%	9/15/2017	750,000	773,476
GlaxoSmithKline Capital Inc.	5.65%	5/15/2018	1,000,000	1,054,010
Eli Lilly and Co.	1.95%	3/15/2019	2,000,000	2,012,426
Pfizer Inc.	2.10%	5/15/2019	1,000,000	1,009,274
Amgen Inc.	2.20%	5/22/2019	1,000,000	1,007,719
AstraZeneca PLC	1.95%	9/18/2019	500,000	500,702
Becton Dickinson & Co.	3.25%	11/12/2020	1,000,000	1,028,184
Becton Dickinson & Co.	3.13%	11/8/2021	2,000,000	2,050,458
Johnson & Johnson	2.45%	12/5/2021	2,000,000	2,031,100
Abbott Laboratories	2.55%	3/15/2022	2,000,000	1,954,696
Medtronic Inc.	3.13%	3/15/2022	2,000,000	2,043,408
EMD Finance LLC	2.95%	3/19/2022	1,000,000	995,759
GlaxoSmithKline Capital Inc.	2.85%	5/8/2022	1,000,000	1,008,033
Bristol-Myers Squibb Co.	2.00%	8/1/2022	1,500,000	1,461,653
Merck & Co. Inc.	2.40%	9/15/2022	1,000,000	980,294
Novartis Capital Corp.	2.40%	9/21/2022	2,000,000	1,975,510

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
GlaxoSmithKline Capital Inc.	2.80%	3/18/2023	1,000,000	1,002,492
Medtronic Inc.	2.75%	4/1/2023	500,000	496,457
Merck & Co. Inc.	2.80%	5/18/2023	4,000,000	4,015,480
Pfizer Inc.	3.00%	6/15/2023	3,000,000	3,052,926
Bristol-Myers Squibb Co.	3.25%	11/1/2023	1,000,000	1,034,745
Johnson & Johnson	3.38%	12/5/2023	2,500,000	2,619,002
Medtronic Inc.	3.63%	3/15/2024	2,000,000	2,081,304
Novartis Capital Corp.	3.40%	5/6/2024	3,000,000	3,091,506
Pfizer Inc.	3.40%	5/15/2024	1,000,000	1,033,631
Stryker Corp.	3.38%	5/15/2024	1,000,000	1,005,924
Amgen Inc.	3.63%	5/22/2024	1,000,000	1,017,237
Bayer US Finance LLC	3.38%	10/8/2024	2,000,000	1,989,982
Becton Dickinson & Co.	3.73%	12/15/2024	1,000,000	1,022,622
Merck & Co. Inc.	2.75%	2/10/2025	2,000,000	1,963,724
Abbott Laboratories	2.95%	3/15/2025	2,000,000	1,926,836
EMD Finance LLC	3.25%	3/19/2025	2,000,000	1,955,120
Amgen Inc.	3.13%	5/1/2025	2,000,000	1,946,356
Eli Lilly and Co.	2.75%	6/1/2025	2,000,000	1,949,596
Stryker Corp.	3.38%	11/1/2025	1,000,000	993,649
Roche Holding Inc	3.00%	11/10/2025	3,000,000	2,974,167
AstraZeneca PLC	3.38%	11/16/2025	2,000,000	1,986,184
Novartis Capital Corp.	3.00%	11/20/2025	2,000,000	1,985,968
Johnson & Johnson	2.45%	3/1/2026	1,000,000	956,432
Stryker Corp.	3.50%	3/15/2026	1,000,000	1,009,440
Roche Holding Inc	2.63%	5/15/2026	1,000,000	961,919
Pfizer Inc.	2.75%	6/3/2026	2,000,000	1,941,680
Amgen Inc.	2.60%	8/19/2026	1,000,000	919,737
Pfizer Inc.	3.00%	12/15/2026	1,000,000	987,201
Roche Holding Inc	2.38%	1/28/2027	2,000,000	1,871,776
Total Health Care			$ 73,750,000	$ 73,725,690
Industrials				
Johnson Controls International	4.25%	3/1/2021	$ 2,000,000	$ 2,112,160
Total Industrials			$ 2,000,000	$ 2,112,160
Machinery & Manufacturing				
Eaton Corp.	5.30%	3/15/2017	$ 1,500,000	$ 1,511,304
John Deere Capital Corp.	5.50%	4/13/2017	1,000,000	1,011,888
Cooper U.S. Inc.	6.10%	7/1/2017	1,000,000	1,022,383
Dover Corp.	5.45%	3/15/2018	1,000,000	1,048,139
Caterpillar Financial Services	5.45%	4/15/2018	1,000,000	1,048,005
John Deere Capital Corp.	1.95%	12/13/2018	1,000,000	1,005,282
3M Co.	1.63%	6/15/2019	3,000,000	2,997,684
John Deere Capital Corp.	1.70%	1/15/2020	1,000,000	988,526
Danaher Corp.	2.40%	9/15/2020	1,000,000	1,002,107
John Deere Capital Corp.	2.80%	3/4/2021	1,000,000	1,014,290
Caterpillar Inc.	3.90%	5/27/2021	2,000,000	2,109,082
John Deere Capital Corp.	2.75%	3/15/2022	1,000,000	1,003,220
Caterpillar Financial Services	2.85%	6/1/2022	1,000,000	1,001,984
Deere & Co.	2.60%	6/8/2022	2,000,000	1,990,288
Covidien International	3.20%	6/15/2022	2,000,000	2,047,890

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Caterpillar Inc.	2.60%	6/26/2022	1,000,000	996,298
3M Co.	2.00%	6/26/2022	1,500,000	1,470,360
Thermo Fisher Scientific Inc.	3.15%	1/15/2023	2,000,000	2,001,958
Caterpillar Financial Services	2.63%	3/1/2023	1,000,000	983,512
Covidien International	2.95%	6/15/2023	2,000,000	1,978,216
Caterpillar Financial Services	3.75%	11/24/2023	1,000,000	1,050,420
Caterpillar Inc.	3.40%	5/15/2024	1,000,000	1,029,785
John Deere Capital Corp.	3.35%	6/12/2024	1,000,000	1,021,564
Parker Hannifin Corp.	3.30%	11/21/2024	500,000	506,338
3M Co.	3.00%	8/7/2025	3,000,000	3,019,776
John Deere Capital Corp.	3.40%	9/11/2025	1,000,000	1,029,508
Danaher Corp.	3.35%	9/15/2025	500,000	512,495
Dover Corp.	3.15%	11/15/2025	1,000,000	1,006,342
John Deere Capital Corp.	2.65%	6/10/2026	500,000	480,644
Caterpillar Financial Services	2.40%	8/9/2026	500,000	469,824
3M Co.	2.25%	9/19/2026	1,000,000	938,669
SIEMENS FINANCIERINGSMAT	2.35%	10/15/2026	2,000,000	1,851,216
Total Machinery & Manufacturing			$ 41,000,000	$ 41,148,997
Media & Broadcasting				
Walt Disney Co., The	6.00%	7/17/2017	$ 1,000,000	$ 1,026,275
Walt Disney Co., The	1.85%	5/30/2019	2,000,000	2,009,910
Walt Disney Co., The	3.75%	6/1/2021	2,000,000	2,123,648
Comcast Corp.	3.13%	7/15/2022	2,000,000	2,041,828
Reed Elsevier Capital	3.13%	10/15/2022	1,000,000	990,994
Walt Disney Co., The	2.35%	12/1/2022	2,000,000	1,968,734
Comcast Corp.	3.60%	3/1/2024	2,000,000	2,064,420
Comcast Corp.	3.38%	2/15/2025	1,000,000	1,010,546
Comcast Corp.	3.15%	3/1/2026	1,000,000	986,673
Total Media & Broadcasting			$ 14,000,000	$ 14,223,028
Mining & Metals				
BHP Billiton Finance USA Ltd.	5.40%	3/29/2017	$ 500,000	$ 504,470
Alcoa Inc.	5.72%	2/23/2019	2,244,000	2,378,640
Rio Tinto Finance USA Ltd.	3.50%	11/2/2020	1,000,000	1,034,650
Alcoa Inc.	5.87%	2/23/2022	756,000	808,920
BHP Billiton Finance USA Ltd.	2.88%	2/24/2022	1,000,000	1,008,091
Rio Tinto Finance USA PLC	2.88%	8/21/2022	1,000,000	1,004,145
BHP Billiton Finance USA Ltd.	3.85%	9/30/2023	1,500,000	1,587,509
Rio Tinto Finance USA Ltd.	3.75%	6/15/2025	1,000,000	1,029,807
Total Mining & Metals			$ 9,000,000	$ 9,356,232
Oil, Gas & Other Energy				
Shell International Finance	5.20%	3/22/2017	$ 1,000,000	$ 1,008,183
Total Capital International SA	1.55%	6/28/2017	1,500,000	1,502,467
Marathon Oil Corp.	5.90%	3/15/2018	1,000,000	1,044,163
ConocoPhillips Canada	5.20%	5/15/2018	1,000,000	1,045,205
Shell International Finance	1.90%	8/10/2018	2,000,000	2,012,218
Total Capital SA	2.13%	8/10/2018	2,000,000	2,015,318
Chevron Corp.	4.95%	3/3/2019	3,000,000	3,205,710
BP Capital Markets PLC	4.75%	3/10/2019	3,000,000	3,180,198

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Exxon Mobil Corp.	1.82%	3/15/2019	1,000,000	1,001,641
Shell International Finance	4.30%	9/22/2019	1,000,000	1,060,837
Total Capital International SA	2.75%	6/19/2021	1,000,000	1,011,809
Exxon Mobil Corp.	2.40%	3/6/2022	1,000,000	994,885
Trans-Canada Pipelines	2.50%	8/1/2022	2,000,000	1,953,048
Shell International Finance	2.38%	8/21/2022	1,000,000	982,104
Chevron Corp.	2.36%	12/5/2022	3,000,000	2,944,077
Shell International Finance	2.25%	1/6/2023	1,500,000	1,449,552
Apache Corp.	2.63%	1/15/2023	2,000,000	1,923,154
Total Capital International SA	2.70%	1/25/2023	1,000,000	989,626
Occidental Petroleum Corp.	2.70%	2/15/2023	2,000,000	1,980,612
Chevron Corp.	3.19%	6/24/2023	3,000,000	3,072,825
Total Capital Canada Ltd.	2.75%	7/15/2023	500,000	494,785
Shell International Finance	3.40%	8/12/2023	500,000	513,092
Trans-Canada Pipelines	3.75%	10/16/2023	1,000,000	1,034,934
Schlumberger Investment	3.65%	12/1/2023	2,000,000	2,094,956
Total Capital International SA	3.70%	1/15/2024	1,500,000	1,566,199
Exxon Mobil Corp.	3.18%	3/15/2024	3,000,000	3,036,753
Exxon Mobil Corp.	2.71%	3/6/2025	2,000,000	1,946,934
Shell International Finance	3.25%	5/11/2025	1,500,000	1,498,770
ConocoPhillips Co.	3.35%	5/15/2025	1,000,000	986,766
Occidental Petroleum Corp.	3.50%	6/15/2025	500,000	507,062
Chevron Corp.	3.33%	11/17/2025	2,000,000	2,038,320
Trans-Canada Pipelines	4.88%	1/15/2026	1,000,000	1,111,144
Exxon Mobil Corp.	3.04%	3/1/2026	2,000,000	1,997,290
Brooklyn Union Gas	3.41%	3/10/2026	1,000,000	1,005,693
Occidental Petroleum Corp.	3.40%	4/15/2026	1,000,000	1,007,544
Shell International Finance	2.88%	5/10/2026	1,000,000	966,792
Chevron Corp.	2.95%	5/16/2026	1,000,000	983,672
Keyspan Gas East Corp	2.74%	8/15/2026	2,000,000	1,898,674
Shell International Finance	2.50%	9/12/2026	1,000,000	938,264
Occidental Petroleum Corp.	3.00%	2/15/2027	500,000	483,788
Total Oil, Gas & Other Energy			$ 60,000,000	$ 60,489,064
Retailers				
Target Corp.	6.00%	1/15/2018	$ 500,000	$ 522,763
Wal-Mart Stores Inc.	5.80%	2/15/2018	1,000,000	1,048,767
McDonald's Corp.	5.35%	3/1/2018	1,000,000	1,042,129
Home Depot Inc.	2.25%	9/10/2018	1,000,000	1,013,520
CVS Health Corp.	2.25%	12/5/2018	1,000,000	1,008,765
Wal-Mart Stores Inc.	1.95%	12/15/2018	1,000,000	1,009,514
McDonald's Corp.	1.88%	5/29/2019	500,000	498,987
Target Corp.	2.30%	6/26/2019	2,000,000	2,032,232
Costco Wholesale Corp.	1.70%	12/15/2019	3,000,000	2,996,817
Wal-Mart Stores Inc.	4.25%	4/15/2021	2,000,000	2,162,934
McDonald's Corp.	3.63%	5/20/2021	2,000,000	2,083,742
TJX Companies Inc., The	2.75%	6/15/2021	2,000,000	2,034,680
McDonald's Corp.	2.63%	1/15/2022	1,000,000	997,053
Costco Wholesale Corp.	2.25%	2/15/2022	1,000,000	991,152
Lowe's Companies Inc.	3.12%	4/15/2022	1,000,000	1,024,521
Home Depot Inc.	2.63%	6/1/2022	1,000,000	1,004,819

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
CVS Health Corp.	3.50%	7/20/2022	1,000,000	1,027,494
Home Depot Inc.	2.70%	4/1/2023	2,000,000	2,000,416
Wal-Mart Stores Inc.	2.55%	4/11/2023	1,000,000	992,447
Lowe's Companies Inc.	3.88%	9/15/2023	2,000,000	2,123,484
CVS Health Corp.	4.00%	12/5/2023	2,000,000	2,107,290
Home Depot Inc.	3.75%	2/15/2024	1,000,000	1,052,778
Wal-Mart Stores Inc.	3.30%	4/22/2024	2,000,000	2,056,500
McDonald's Corp.	3.25%	6/10/2024	2,000,000	2,029,878
Target Corp.	3.50%	7/1/2024	2,000,000	2,077,480
CVS Health Corp.	3.38%	8/12/2024	2,000,000	2,006,172
Lowe's Companies Inc.	3.13%	9/15/2024	2,000,000	2,010,192
McDonald's Corp.	3.38%	5/26/2025	2,000,000	2,005,872
Home Depot Inc.	3.35%	9/15/2025	1,000,000	1,025,556
Lowe's Companies Inc.	3.38%	9/15/2025	1,000,000	1,017,139
Home Depot Inc.	3.00%	4/1/2026	1,000,000	998,081
Lowe's Companies Inc.	2.50%	4/15/2026	1,000,000	949,664
Target Corp.	2.50%	4/15/2026	1,000,000	954,043
TJX Companies Inc.	2.25%	9/15/2026	2,000,000	1,841,970
Total Retailers			$ 49,000,000	$ 49,748,851
Telecom & Telecom Equipment				
AT&T Inc.	2.38%	11/27/2018	$ 1,000,000	$ 1,008,737
AT&T Inc.	2.30%	3/11/2019	1,000,000	1,003,834
Verizon Communications Inc.	2.63%	2/21/2020	1,073,000	1,083,294
Verizon Communications Inc.	4.50%	9/15/2020	1,000,000	1,070,113
Verizon Communications Inc.	3.45%	3/15/2021	1,000,000	1,032,403
Deutsche Telekom International	1.95%	9/19/2021	1,000,000	963,581
AT&T Inc.	3.00%	2/15/2022	3,000,000	2,970,717
Verizon Communications Inc.	2.45%	11/1/2022	2,000,000	1,931,816
AT&T Inc.	2.63%	12/1/2022	1,000,000	958,819
Verizon Communications Inc.	5.15%	9/15/2023	1,000,000	1,105,743
AT&T Inc.	3.90%	3/11/2024	1,000,000	1,011,145
Verizon Communications Inc.	4.15%	3/15/2024	1,000,000	1,044,982
Verizon Communications Inc.	3.50%	11/1/2024	1,000,000	996,792
AT&T Inc.	3.40%	5/15/2025	1,500,000	1,445,735
Verizon Communications Inc.	2.63%	8/15/2026	2,000,000	1,841,104
Vodafone Group PLC	2.50%	9/26/2022	2,000,000	1,918,050
Vodafone Group PLC	2.95%	2/19/2023	1,000,000	969,615
Cisco Systems Inc.	2.90%	3/4/2021	1,500,000	1,534,920
Cisco Systems Inc.	3.63%	3/4/2024	1,000,000	1,043,815
Cisco Systems Inc.	3.50%	6/15/2025	1,000,000	1,035,853
Cisco Systems Inc.	2.95%	2/28/2026	500,000	495,137
Cisco Systems Inc.	2.50%	9/20/2026	500,000	475,555
Total Telecom & Telecom Equipment			$ 27,073,000	$ 26,941,760
Transportation				
United Parcel Service Inc.	5.50%	1/15/2018	$ 1,000,000	$ 1,042,198
Union Pacific Corp.	2.25%	2/15/2019	1,000,000	1,007,882
Burlington Northern Santa Fe	3.05%	9/1/2022	500,000	510,608
United Parcel Service Inc.	2.45%	10/1/2022	3,000,000	2,987,616
Burlington Northern Santa Fe	3.00%	3/15/2023	1,500,000	1,518,212

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Union Pacific Corp.	2.75%	4/15/2023	1,000,000	992,911
Burlington Northern Santa Fe	3.85%	9/1/2023	1,000,000	1,058,958
Norfolk Southern Corp.	3.85%	1/15/2024	2,000,000	2,082,554
Union Pacific Corp.	3.75%	3/15/2024	500,000	525,148
Burlington Northern Santa Fe	3.75%	4/1/2024	1,000,000	1,051,266
Canadian National Railway Co.	2.95%	11/21/2024	3,000,000	3,013,746
Burlington Northern Santa Fe	3.00%	4/1/2025	1,000,000	997,501
Union Pacific Corp.	3.25%	8/15/2025	1,000,000	1,015,117
Canadian National Railway Co.	2.75%	3/1/2026	2,000,000	1,952,184
Union Pacific Corp.	2.75%	3/1/2026	2,000,000	1,950,248
Norfolk Southern Corp.	2.90%	6/15/2026	1,000,000	962,298
United Parcel Service Inc.	2.40%	11/15/2026	1,000,000	945,441
Total Transportation			$ 23,500,000	$ 23,613,888
Utilities & Energy				
Georgia Power Co.	5.70%	6/1/2017	$ 1,000,000	$ 1,018,138
MidAmerican Energy Co.	5.95%	7/15/2017	500,000	512,582
NSTAR Electric Co.	5.63%	11/15/2017	1,500,000	1,551,592
Northern States Power Co.	5.25%	3/1/2018	1,000,000	1,044,820
PECO Energy Co.	5.35%	3/1/2018	1,000,000	1,042,943
Commonwealth Edison Co.	5.80%	3/15/2018	500,000	525,053
Consolidated Edison Co. of NY	5.85%	4/1/2018	500,000	526,204
Union Electric Co.	6.00%	4/1/2018	1,000,000	1,051,330
Duke Energy Carolinas	5.10%	4/15/2018	1,000,000	1,045,016
Public Service Electric & Gas	5.30%	5/1/2018	500,000	524,362
Florida Power Corp.	5.65%	6/15/2018	1,000,000	1,057,191
Public Service Electric & Gas	2.30%	9/15/2018	1,000,000	1,010,878
MidAmerican Energy Co.	2.40%	3/15/2019	2,000,000	2,024,364
Public Service Electric & Gas	1.80%	6/1/2019	1,000,000	998,885
Commonwealth Edison Co.	4.00%	8/1/2020	1,000,000	1,053,967
Alabama Power Co.	3.38%	10/1/2020	450,000	464,981
Kentucky Utilities	3.25%	11/1/2020	1,000,000	1,032,849
Public Service Co. of Colorado	3.20%	11/15/2020	2,000,000	2,064,866
Southern California Edison Co.	3.88%	6/1/2021	2,000,000	2,116,718
San Diego Gas & Electric Co.	3.00%	8/15/2021	2,000,000	2,057,664
PPL Electric Utilities	3.00%	9/15/2021	1,945,000	1,974,126
Southern California Edison Co.	2.40%	2/1/2022	1,000,000	997,132
Carolina Power & Light	2.80%	5/15/2022	1,000,000	1,011,106
Consumers Energy Co.	2.85%	5/15/2022	2,000,000	2,031,588
Georgia Power Co.	2.85%	5/15/2022	1,000,000	998,504
Detroit Edison Co.	2.65%	6/15/2022	500,000	503,222
CenterPoint Energy Houston LLC	2.25%	8/1/2022	3,000,000	2,933,628
Baltimore Gas & Electric Co.	2.80%	8/15/2022	1,000,000	1,004,386
Northern States Power Co.	2.15%	8/15/2022	500,000	488,783
Pacific Gas & Electric	2.45%	8/15/2022	1,000,000	987,796
Ameren Illinois Co.	2.70%	9/1/2022	1,000,000	1,003,010
PPL Electric Utilities	2.50%	9/1/2022	500,000	491,962
PECO Energy Co.	2.38%	9/15/2022	500,000	491,029
Public Service Co. of Colorado	2.25%	9/15/2022	1,000,000	984,134
Tampa Electric Co.	2.60%	9/15/2022	500,000	491,912

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
NSTAR Electric Co.	2.38%	10/15/2022	500,000	491,037
Wisconsin Power & Light	2.25%	11/15/2022	1,600,000	1,559,184
Duke Energy Carolinas	2.50%	3/15/2023	1,000,000	991,110
Public Service Co. of Colorado	2.50%	3/15/2023	500,000	492,519
Virginia Electric & Power Co.	2.75%	3/15/2023	1,000,000	992,021
Northern States Power Co.	2.60%	5/15/2023	3,000,000	2,968,005
Public Service Electric & Gas	2.38%	5/15/2023	4,000,000	3,909,728
Florida Power & Light Co.	2.75%	6/1/2023	3,000,000	3,002,154
Pacificorp	2.95%	6/1/2023	3,000,000	3,016,206
Pacific Gas & Electric	3.25%	6/15/2023	3,000,000	3,060,663
Consumers Energy Co.	3.38%	8/15/2023	2,000,000	2,062,610
Laclede Gas Co.	3.40%	8/15/2023	2,000,000	2,038,492
Duke Energy Ohio Inc.	3.80%	9/1/2023	1,200,000	1,259,557
San Diego Gas & Electric Co.	3.60%	9/1/2023	3,500,000	3,663,902
Southern California Edison Co.	3.50%	10/1/2023	1,000,000	1,039,230
Public Service Co. of NH	3.50%	11/1/2023	2,000,000	2,038,718
Delmarva Power & Light Co.	3.50%	11/15/2023	1,000,000	1,028,863
Alabama Power Co.	3.55%	12/1/2023	2,000,000	2,089,230
Virginia Electric & Power Co.	3.45%	2/15/2024	1,500,000	1,541,481
DTE Electric Co.	3.65%	3/15/2024	4,000,000	4,168,564
Potomac Electric Power Co.	3.60%	3/15/2024	1,500,000	1,550,913
Pacificorp	3.60%	4/1/2024	500,000	520,009
Union Electric Co.	3.50%	4/15/2024	1,000,000	1,029,302
Florida Power & Light Co.	3.25%	6/1/2024	1,500,000	1,530,705
Pacific Gas & Electric	3.40%	8/15/2024	1,500,000	1,532,745
Public Service Electric & Gas	3.15%	8/15/2024	2,000,000	2,020,498
Consumers Energy Co.	3.13%	8/31/2024	1,000,000	1,007,324
Southern California Gas	3.15%	9/15/2024	2,000,000	2,031,568
Commonwealth Edison Co.	3.10%	11/1/2024	1,000,000	1,001,612
Consolidated Edison Co. of NY	3.30%	12/1/2024	500,000	508,214
Interstate Power & Light Co.	3.25%	12/1/2024	1,000,000	1,002,626
Ameren Illinois Co.	3.25%	3/1/2025	500,000	505,113
DTE Electric Co.	3.38%	3/1/2025	1,000,000	1,023,264
Alabama Power Co.	2.80%	4/1/2025	1,000,000	973,822
Arizona Public Service Co.	3.15%	5/15/2025	1,000,000	1,002,577
Public Service Co. of Colorado	2.90%	5/15/2025	1,000,000	990,163
Public Service Electric & Gas	3.00%	5/15/2025	1,000,000	1,000,619
Virginia Electric & Power Co.	3.10%	5/15/2025	1,000,000	993,444
Appalachian Power Co.	3.40%	6/1/2025	500,000	506,361
Wisconsin Electric Power Co.	3.10%	6/1/2025	1,000,000	998,116
Pacific Gas & Electric	3.50%	6/15/2025	1,000,000	1,027,546
Southern California Gas	3.20%	6/15/2025	500,000	508,776
Duke Energy Progress Inc.	3.25%	8/15/2025	2,500,000	2,538,607

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Interstate Power & Light Co.	3.40%	8/15/2025	1,000,000	1,009,848
Kentucky Utilities	3.30%	10/1/2025	500,000	508,487
Louisville Gas & Electric	3.30%	10/1/2025	1,000,000	1,009,350
PECO Energy Co.	3.15%	10/15/2025	1,000,000	999,114
NSTAR Electric Co.	3.25%	11/15/2025	1,000,000	1,003,452
Florida Power & Light Co.	3.13%	12/1/2025	2,000,000	2,022,086
Virginia Electric & Power Co.	3.15%	1/15/2026	1,000,000	992,814
Georgia Power Co.	3.25%	4/1/2026	1,300,000	1,306,438
San Diego Gas & Electric Co.	2.50%	5/15/2026	1,000,000	958,432
NSTAR Electric Co.	2.70%	6/1/2026	1,000,000	961,199
Commonwealth Edison Co.	2.55%	6/15/2026	1,000,000	952,712
Southern California Gas	2.60%	6/15/2026	1,000,000	960,038
Westar Energy Inc.	2.55%	7/1/2026	2,000,000	1,881,174
CenterPoint Energy Houston LLC	2.40%	9/1/2026	500,000	469,268
Arizona Public Service Co.	2.55%	9/15/2026	1,000,000	943,461
Public Service Electric & Gas	2.25%	9/15/2026	1,500,000	1,391,937
Virginia Electric & Power Co.	2.95%	11/15/2026	500,000	486,043
AEP Transmission Co. LLC	3.10%	12/1/2026	500,000	492,442
Consolidated Edison Co. of NY	2.90%	12/1/2026	1,500,000	1,474,054
Duke Energy Carolinas	2.95%	12/1/2026	2,000,000	1,967,476
Total Utilities & Energy			$ 126,995,000	$ 128,123,744
Total Corporate Bonds			$ 689,133,000	$ 691,334,728
Foreign Government Bonds				
Province of New Brunswick	5.20%	2/21/2017	$ 2,500,000	$ 2,513,085
Province of Quebec	2.50%	4/20/2026	1,000,000	962,522
Ontario Province	2.50%	4/27/2026	2,000,000	1,927,662
Total Foreign Government			$ 5,500,000	$ 5,403,269
Total Fixed Income			$ 1,144,909,324	$ 1,160,376,924
Short Term Investments				
JP Morgan MMF US Govt Mny Mkt Fund*			$ 56,911,343	$ 56,911,343
Total Short Term Investments			$ 56,911,343	$ 56,911,343
Total Balanced Account Investments			$ 1,225,327,082	$ 2,788,925,478

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Common Stocks		
Agricultural, Foods & Beverage		
Archer-Daniels-Midland Company	4,081,897	$ 186,338,598
Coca-Cola Co., The	2,204,800	91,411,008
Kellogg Co.	800,000	58,968,000
McCormick & Co Inc	448,400	41,849,172
Nestle S.A. ADR	1,370,350	98,308,909
PepsiCo Inc.	671,100	70,217,193
Total Agricultural, Foods & Beverage	9,576,547	$ 547,092,880
Banks		
M&T Bank Corp	212,400	$ 33,225,732
Northern Trust Corp.	625,900	55,736,395
US Bancorp	1,012,091	51,991,115
Wells Fargo & Co.	2,781,800	153,304,998
Total Banks	4,632,191	$ 294,258,240
Building Materials & Construction		
Vulcan Materials Company	1,208,400	$ 151,231,260
Total Building Materials & Construction	1,208,400	$ 151,231,260
Chemicals		
Air Products & Chemicals Inc.	1,120,800	$ 161,193,456
Dow Chemical Co., The	252,200	14,430,884
E.I. du Pont de Nemours	290,896	21,351,766
Int'l Flavors & Fragrances	390,700	46,036,181
Versum Materials Inc.	560,400	15,730,428
Novozymes A/S - B Shares	1,241,250	42,779,669
Total Chemicals	3,856,246	$ 301,522,384
Computer Software & Service		
Alphabet Inc	17,748	$ 13,698,262
Alphabet Inc	123,424	97,807,349
Facebook Inc A	248,025	28,535,276
SAP AG	65,400	5,697,394
Total Computer Software & Service	454,597	$ 145,738,281
Computers		
Apple Inc.	1,459,728	$ 169,065,697
Int'l Business Machines Corp.	632,800	105,038,472
Total Computers	2,092,528	$ 274,104,169
Consumer & Marketing		
Aptargroup Inc.	610,800	$ 44,863,260
Colgate-Palmolive Co	787,200	51,514,368
Procter & Gamble Co., The	2,070,460	174,084,277
Unilever NV New York Shares	563,846	23,151,517
Total Consumer & Marketing	4,032,306	$ 293,613,422

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Electronic Manufacturing		
Emerson Electric Co.	789,700	$ 44,025,775
General Electric Co.	4,803,500	151,790,600
Linear Technology Corp.	1,149,600	71,677,560
Total Electronic Manufacturing	6,742,800	$ 267,493,935
Financial Services		
Berkshire Hathaway Inc Class A	208	$ 50,777,168
Berkshire Hathaway Inc Class B	1,180	192,316
Total Financial Services	1,388	$ 50,969,484
Health Care		
Abbott Laboratories	1,056,400	$ 40,576,324
AbbVie Inc	1,056,400	66,151,768
Agilent Technologies Inc.	671,264	30,582,788
Amgen Inc.	265,350	38,796,823
Celgene Corp.	124,200	14,376,150
Johnson & Johnson	2,780,600	320,352,926
Eli Lilly and Co.	1,060,800	78,021,840
Merck & Co. Inc.	402,050	23,668,684
Novo-Nordisk A/S-Spons ADR	409,316	14,678,072
Pfizer Inc.	2,093,403	67,993,729
Roche Holdings Ltd-Spons ADR	715,236	20,405,683
Zoetis Inc	659,797	35,318,933
Total Health Care	11,294,816	$ 750,923,720
Machinery & Manufacturing		
Caterpillar Inc.	1,435,651	$ 133,142,274
Deere & Co.	267,604	27,573,916
Donaldson Inc.	757,873	31,891,296
HNI Corp	1,600,800	89,516,736
Illinois Tool Works Inc.	944,600	115,675,716
3M Co.	696,400	124,356,148
ASML Holding NV-NY REG SHS	401,926	45,096,097
Total Machinery & Manufacturing	6,104,854	$ 567,252,183
Media & Broadcasting		
The Walt Disney Company	3,097,857	$ 322,858,656
Lee Enterprises	348,800	1,011,520
Total Media & Broadcasting	3,446,657	$ 323,870,176
Mining & Metals		
Nucor Corporation	1,744,400	$ 103,826,688
Rio Tinto PLC ADR	1,054,000	40,536,840
BHP Billiton PLC	1,018,591	16,389,999
Rio Tinto PLC	553,350	21,525,363
South32 Ltd	1,018,591	2,026,012

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Total Mining & Metals	5,388,932	$ 184,304,902
Oil, Gas & Other Energy		
Chevron Corp.	1,371,800	$ 161,460,860
Devon Energy Corp.	239,770	10,950,296
Exxon Mobil Corp.	2,821,200	254,641,512
Imperial Oil Ltd	229,450	7,975,682
Noble Energy Inc	163,600	6,226,616
Royal Dutch Shell PLC - ADR	492,400	26,776,712
Schlumberger Ltd.	555,159	46,605,598
Spectra Energy Corp	147,500	6,060,775
Royal Dutch Shell PLC SHS B	1,733,324	50,252,294
Total Oil, Gas & Other Energy	7,754,203	$ 570,950,345
Retailers		
Wal-Mart Stores Inc.	1,695,700	$ 117,206,784
Total Retailers	1,695,700	$ 117,206,784
Telecom & Telecom Equipment		
AT&T Inc.	2,429,972	$ 103,346,709
Verizon Communications Inc.	817,080	43,615,730
Corning Incorporated	1,485,300	$ 36,048,231
Total Telecom & Telecom Equipment	4,732,352	$ 183,010,670
Transportation		
GATX Corporation	166,800	$ 10,271,544
Union Pacific Corp.	411,963	42,712,324
Total Transportation	578,763	$ 52,983,868
Utilities & Energy		
Duke Energy Corp	181,300	$ 14,072,506
Total Utilities & Energy	181,300	$ 14,072,506
Total Common Stocks	73,774,580	$ 5,090,599,209
Short Term Investments		
JP Morgan MMF US Govt Mny Mkt Fund*	82,613,844	$ 82,613,844
Total Short Term Investments	82,613,844	$ 82,613,844
Total Equities Account Investments	156,388,424	$ 5,173,213,053

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016 **Schedule I**

Total State Farm Accounts	**$ 9,087,102,108**
Common Collective Trust Plus - Vanguard Fiduciary Trust Co. *	
Target Retirement Trust I - 2010	34,861,275
Target Retirement Trust I - 2015	122,371,479
Target Retirement Trust I - 2020	257,636,306
Target Retirement Trust I - 2025	313,024,502
Target Retirement Trust I - 2030	284,085,677
Target Retirement Trust I - 2035	213,516,942
Target Retirement Trust I - 2040	161,469,742
Target Retirement Trust I - 2045	110,646,592
Target Retirement Trust I - 2050	145,639,459
Target Retirement Trust I - 2055	41,050,985
Target Retirement Trust I - 2060	14,545,108
Target Retirement Trust I - Income	133,674,073
Total Common Collective Trust Plus - Vanguard Fiduciary Trust Co.	**1,832,522,140**
Total of All Accounts	**10,919,624,248**
Notes receivable from participants*	140,530,724
Total Investments at fair value and notes receivable from participants	**11,060,154,972**

* Denotes "Party in Interest"
Cost information has not been disclosed because they are all participant directed

Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A This return/report is for:
- [ ] a multiemployer plan
- [ ] a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- [X] a single-employer plan
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report
- [ ] the final return/report
- [ ] an amended return/report
- [ ] a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558
- [ ] automatic extension
- [ ] the DFVC program
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
STATE FARM 401(K) SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 002

1c Effective date of plan 01/01/1968

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
STATE FARM MUTUAL AUTOMOBILE INSURANCE COMPANY

ONE STATE FARM PLAZA

BLOOMINGTON IL 61710-0001

2b Employer Identification Number (EIN)
37-0533100

2c Plan Sponsor's telephone number
309-766-2311

2d Business code (see instructions)
524150

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Signature of plan administrator	Date: 10/9/2017	Enter name of individual signing as plan administrator: ANNETTE MARTINEZ
SIGN HERE	Signature of employer/plan sponsor	Date: 10/9/2017	Enter name of individual signing as employer or plan sponsor: ROD HOFF
SIGN HERE	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a Plan administrator's name and address ☐ Same as Plan Sponsor

PENSION ADMINISTRATIVE COMMITTEE

ONE STATE FARM PLAZA

BLOOMINGTON IL 61710-0001

3b Administrator's EIN: 37-0533100

3c Administrator's telephone number: 309-766-2311

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	94,717
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	70,291
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	70,077
b	Retired or separated participants receiving benefits	**6b**	2,859
c	Other retired or separated participants entitled to future benefits	**6c**	23,390
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**	**6d**	96,326
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	1,163
f	Total. Add lines **6d** and **6e**	**6f**	97,489
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	95,935
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2F 2G 2J 2S 2T 3F 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

- **(1)** ☐ Insurance
- **(2)** ☐ Code section 412(e)(3) insurance contracts
- **(3)** ☒ Trust
- **(4)** ☐ General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

- **(1)** ☐ Insurance
- **(2)** ☐ Code section 412(e)(3) insurance contracts
- **(3)** ☒ Trust
- **(4)** ☐ General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** ☒ **R** (Retirement Plan Information)
- **(2)** ☐ **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** ☐ **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** ☒ **H** (Financial Information)
- **(2)** ☐ **I** (Financial Information – Small Plan)
- **(3)** ☐ **A** (Insurance Information)
- **(4)** ☒ **C** (Service Provider Information)
- **(5)** ☒ **D** (DFE/Participating Plan Information)
- **(6)** ☐ **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) .....…….. ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ……..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
Fixed Income				
U.S. Government Securities				
U.S. Treasury Notes	3.00%	2/28/2017	$ 25,000,000	$ 25,098,750
U.S. Treasury Notes	2.75%	5/31/2017	25,000,000	25,216,800
U.S. Treasury Notes	2.38%	7/31/2017	25,000,000	25,240,225
U.S. Treasury Notes	1.88%	9/30/2017	25,000,000	25,192,375
U.S. Treasury Notes	1.88%	10/31/2017	20,000,000	20,167,180
U.S. Treasury Notes	2.25%	11/30/2017	25,000,000	25,306,650
U.S. Treasury Notes	2.75%	12/31/2017	27,500,000	27,995,220
U.S. Treasury Notes	2.63%	1/31/2018	20,000,000	20,355,460
U.S. Treasury Notes	2.75%	2/28/2018	25,000,000	25,500,975
U.S. Treasury Notes	2.88%	3/31/2018	25,000,000	25,586,925
U.S. Treasury Notes	2.63%	4/30/2018	25,000,000	25,530,275
U.S. Treasury Notes	2.38%	5/31/2018	25,000,000	25,465,825
U.S. Treasury Notes	2.38%	6/30/2018	25,000,000	25,483,400
U.S. Treasury Notes	2.25%	7/31/2018	25,000,000	25,450,200
U.S. Treasury Notes	1.50%	8/31/2018	15,000,000	15,093,750
U.S. Treasury Notes	1.38%	9/30/2018	25,000,000	25,093,750
U.S. Treasury Notes	1.75%	10/31/2018	15,000,000	15,159,960
U.S. Treasury Notes	1.38%	11/30/2018	25,000,000	25,090,825
U.S. Treasury Notes	1.38%	12/31/2018	25,000,000	25,081,050
U.S. Treasury Notes	1.25%	1/31/2019	25,000,000	25,014,650
U.S. Treasury Notes	1.38%	2/28/2019	30,000,000	30,084,360
U.S. Treasury Notes	1.25%	4/30/2019	15,000,000	14,991,210
U.S. Treasury Notes	1.13%	5/31/2019	25,000,000	24,898,450
U.S. Treasury Notes	1.25%	10/31/2019	25,000,000	24,893,550
U.S. Treasury Notes	1.00%	11/30/2019	20,000,000	19,759,380
U.S. Treasury Notes	1.38%	1/31/2020	35,000,000	34,867,385
U.S. Treasury Notes	1.38%	2/29/2020	10,000,000	9,952,340
U.S. Treasury Notes	1.38%	3/31/2020	15,000,000	14,921,490
U.S. Treasury Notes	1.38%	4/30/2020	10,000,000	9,935,550
U.S. Treasury Notes	1.13%	4/30/2020	20,000,000	19,724,220
U.S. Treasury Notes	1.50%	5/31/2020	10,000,000	9,969,530
U.S. Treasury Notes	1.88%	6/30/2020	20,000,000	20,192,960
U.S. Treasury Notes	2.00%	7/31/2020	30,000,000	30,387,900
U.S. Treasury Notes	1.63%	7/31/2020	10,000,000	9,993,360
U.S. Treasury Notes	1.38%	8/31/2020	10,000,000	9,896,090
U.S. Treasury Notes	2.13%	1/31/2021	25,000,000	25,333,000
U.S. Treasury Notes	2.00%	2/28/2021	5,000,000	5,039,845
U.S. Treasury Notes	1.25%	3/31/2021	5,000,000	4,884,570
U.S. Treasury Notes	1.38%	4/30/2021	20,000,000	19,619,540
U.S. Treasury Notes	2.00%	5/31/2021	25,000,000	25,153,325
U.S. Treasury Notes	1.13%	6/30/2021	10,000,000	9,678,520
U.S. Treasury Notes	1.13%	7/31/2021	15,000,000	14,499,615
U.S. Treasury Notes	1.13%	8/31/2021	5,000,000	4,831,055
U.S. Treasury Notes	2.00%	8/31/2021	15,000,000	15,059,760
U.S. Treasury Notes	2.00%	10/31/2021	20,000,000	20,057,820
U.S. Treasury Notes	1.88%	11/30/2021	25,000,000	24,932,625
U.S. Treasury Notes	1.50%	1/31/2022	20,000,000	19,548,440

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
U.S. Treasury Notes	1.75%	2/28/2022	25,000,000	24,701,175
U.S. Treasury Notes	1.75%	3/31/2022	25,000,000	24,667,000
U.S. Treasury Notes	1.75%	4/30/2022	20,000,000	19,722,660
U.S. Treasury Notes	1.75%	5/15/2022	5,000,000	4,926,560
U.S. Treasury Notes	1.88%	5/31/2022	15,000,000	14,879,295
U.S. Treasury Notes	2.00%	7/31/2022	25,000,000	24,908,200
U.S. Treasury Notes	1.63%	8/15/2022	15,000,000	14,628,510
U.S. Treasury Notes	1.75%	9/30/2022	17,500,000	17,168,463
U.S. Treasury Notes	1.88%	10/31/2022	10,000,000	9,867,190
U.S. Treasury Notes	1.63%	11/15/2022	10,000,000	9,732,030
U.S. Treasury Notes	2.13%	12/31/2022	5,000,000	4,997,265
Total U.S. Government Securities			$ 1,120,000,000	$ 1,121,428,483

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN FIXED INCOME ACCOUNT

As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
Short Term Investments				
JP Morgan MMF US Govt Mny Mkt Fund*			$ 3,535,094	$ 3,535,094
Total Short Term Investments			$ 3,535,094	$ 3,535,094
Total Fixed Income Account Investments			$ 1,123,535,094	$ 1,124,963,577

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Common Stocks		
Agricultural, Foods & Beverage		
Archer-Daniels-Midland Company	998,232	$ 45,569,291
Campbell Soup Co.	28,000	1,693,160
Coca-Cola Co., The	554,600	22,993,716
Kellogg Co.	240,000	17,690,400
McCormick & Co Inc	200,600	18,721,998
Nestle S.A. ADR	359,000	25,754,660
PepsiCo Inc.	185,900	19,450,717
Total Agricultural, Foods & Beverage	2,566,332	$ 151,873,942
Banks		
M&T Bank Corp	135,800	$ 21,243,194
Northern Trust Corp.	167,900	14,951,495
US Bancorp	266,522	13,691,235
Wells Fargo & Co.	715,900	39,453,249
Total Banks	1,286,122	$ 89,339,173
Building Materials & Construction		
Vulcan Materials Company	319,100	$ 39,935,365
Total Building Materials & Construction	319,100	$ 39,935,365
Chemicals		
Air Products & Chemicals Inc.	256,000	$ 36,817,920
Dow Chemical Co., The	75,000	4,291,500
E.I. du Pont de Nemours	227,784	16,719,345
Int'l Flavors & Fragrances	159,000	18,734,970
Versum Materials Inc.	128,000	3,592,960
Novozymes A/S - B Shares	385,500	13,286,253
Total Chemicals	1,231,284	$ 93,442,948
Computer Software & Service		
Alphabet Inc	5,314	$ 4,101,452
Alphabet Inc	43,473	34,450,179
Automatic Data Processing Inc.	141,000	14,491,980
CDK GLOBAL INC	47,000	2,805,430
Facebook Inc A	74,425	8,562,596
Intuit Inc.	79,600	9,122,956
SAP AG	126,000	10,976,631
Total Computer Software & Service	516,812	$ 84,511,224
Computers		
Apple Inc.	456,717	$ 52,896,963
Int'l Business Machines Corp.	188,900	31,355,511
Total Computers	645,617	$ 84,252,474
Consumer & Marketing		
Aptargroup Inc.	277,300	$ 20,367,685

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Colgate-Palmolive Co	251,000	16,425,440
Procter & Gamble Co., The	644,700	54,206,376
Unilever NV New York Shares	425,610	17,475,547
Total Consumer & Marketing	1,598,610	$ 108,475,048
Electronic Manufacturing		
Emerson Electric Co.	298,100	$ 16,619,075
General Electric Co.	1,426,300	45,071,080
Linear Technology Corp.	297,500	18,549,125
Total Electronic Manufacturing	2,021,900	$ 80,239,280
Financial Services		
Berkshire Hathaway Inc Class A	58	$ 14,159,018
Berkshire Hathaway Inc Class B	545	88,824
Total Financial Services	603	$ 14,247,842
Health Care		
Abbott Laboratories	286,725	$ 11,013,107
AbbVie Inc	221,100	13,845,282
Agilent Technologies Inc.	175,444	7,993,229
Amgen Inc.	70,750	10,344,358
Johnson & Johnson	523,200	60,277,872
Eli Lilly and Co.	264,000	19,417,200
Merck & Co. Inc.	112,600	6,628,762
Novo-Nordisk A/S-Spons ADR	199,108	7,140,013
Pfizer Inc.	1,051,253	34,144,697
Roche Holdings Ltd-Spons ADR	276,845	7,898,388
Zoetis Inc	331,332	17,736,202
Medtronic Plc	80,100	5,705,523
Total Health Care	3,592,457	$ 202,144,633
Machinery & Manufacturing		
Caterpillar Inc.	395,785	$ 36,705,101
Deere & Co.	111,203	11,458,357
Donaldson Inc.	481,000	20,240,480
HNI Corp	136,800	7,649,856
Illinois Tool Works Inc.	397,100	48,628,866
3M Co.	189,600	33,856,872
ASML Holding NV-NY REG SHS	125,036	14,029,039
Total Machinery & Manufacturing	1,836,524	$ 172,568,571
Media & Broadcasting		
The Walt Disney Company	909,312	$ 94,768,497
Lee Enterprises	100,000	290,000
Total Media & Broadcasting	1,009,312	$ 95,058,497
Mining & Metals		
Newmont Mining Corporation	31,300	$ 1,066,391

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Market Value
Nucor Corporation	495,200	29,474,304
Rio Tinto PLC ADR	358,800	13,799,448
BHP Billiton PLC	438,493	7,055,727
Rio Tinto PLC	232,170	9,031,433
South32 Ltd	438,493	872,177
Total Mining & Metals	1,994,456	$ 61,299,480
Oil, Gas & Other Energy		
Chevron Corp.	338,600	$ 39,853,220
Cimarex Energy Co.	120,700	16,403,130
Devon Energy Corp.	86,482	3,949,633
Exxon Mobil Corp.	657,700	59,364,002
Noble Energy Inc	135,600	5,160,936
Royal Dutch Shell PLC - ADR	222,600	12,104,988
Schlumberger Ltd.	265,757	22,310,300
Spectra Energy Corp	382,300	15,708,707
Woodside Petroleum Limited	95,036	2,137,186
Royal Dutch Shell PLC SHS B	637,185	18,473,181
Total Oil, Gas & Other Energy	2,941,960	$ 195,465,283
Retailers		
Wal-Mart Stores Inc.	406,300	$ 28,083,456
Total Retailers	406,300	$ 28,083,456
Telecom & Telecom Equipment		
AT&T Inc.	624,915	$ 26,577,635
Verizon Communications Inc.	255,428	13,634,747
Corning Incorporated	355,200	$ 8,620,704
Total Telecom & Telecom Equipment	1,235,543	$ 48,833,086
Transportation		
GATX Corporation	147,000	$ 9,052,260
Union Pacific Corp.	25,650	2,659,392
Total Transportation	172,650	$ 11,711,652
Utilities & Energy		
Duke Energy Corp	130,833	$ 10,155,257
Total Utilities & Energy	130,833	$ 10,155,257
Total Common Stocks	23,506,415	$ 1,571,637,211

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Fixed Income				
U.S. Government Securities				
U.S. Treasury Notes	4.63%	2/15/2017	$ 25,000,000	$ 25,122,550
U.S. Treasury Notes	3.25%	3/31/2017	10,000,000	10,066,030
U.S. Treasury Notes	4.25%	11/15/2017	15,000,000	15,433,590
U.S. Treasury Notes	3.50%	2/15/2018	15,000,000	15,420,705
U.S. Treasury Notes	4.00%	8/15/2018	15,000,000	15,707,220
U.S. Treasury Notes	3.75%	11/15/2018	10,000,000	10,476,950
U.S. Treasury Notes	3.13%	5/15/2019	5,000,000	5,213,085
U.S. Treasury Notes	3.63%	8/15/2019	25,000,000	26,464,850
U.S. Treasury Notes	3.38%	11/15/2019	25,000,000	26,375,975
U.S. Treasury Notes	3.63%	2/15/2020	35,000,000	37,243,570
U.S. Treasury Notes	3.50%	5/15/2020	35,000,000	37,202,550
U.S. Treasury Notes	3.63%	2/15/2021	35,000,000	37,570,330
U.S. Treasury Notes	3.13%	5/15/2021	25,000,000	26,344,725
U.S. Treasury Notes	1.13%	8/31/2021	5,000,000	4,831,055
U.S. Treasury Notes	1.75%	5/15/2022	25,000,000	24,632,800
U.S. Treasury Notes	2.50%	8/15/2023	25,000,000	25,443,350
U.S. Treasury Notes	2.75%	2/15/2024	10,000,000	10,328,120
U.S. Treasury Notes	2.50%	5/15/2024	15,000,000	15,224,415
U.S. Treasury Notes	2.00%	8/15/2025	10,000,000	9,686,720
U.S. Treasury Notes	1.63%	2/15/2026	5,000,000	4,671,875
Total U.S. Government Securities			$ 370,000,000	$ 383,460,465
Government Agency Securities				
Agency Notes & Bonds				
Tennessee Valley Authority	5.50%	7/18/2017	$ 1,000,000	$ 1,025,854
Tennessee Valley Authority	1.75%	10/15/2018	2,000,000	2,017,164
Tennessee Valley Authority	3.88%	2/15/2021	2,000,000	2,152,032
Total Agency Notes & Bonds			$ 5,000,000	$ 5,195,050
Agency Commercial Mortgage-Backed Securities				
Federal Home Loan Mortgage	2.79%	1/25/2022	$ 10,000,000	$ 10,228,140
Federal National Mortgage	2.72%	2/25/2022	10,000,000	10,107,810
Federal Home Loan Mortgage	2.31%	8/25/2022	10,000,000	9,958,330
Federal Home Loan Mortgage	2.84%	10/25/2022	7,776,324	7,977,878
FHMS KSMC A2	2.62%	1/25/2023	3,000,000	3,006,600
FHMS K722 A2	2.41%	3/25/2023	2,000,000	1,987,798
FHMS K058 A2	2.45%	8/25/2023	3,000,000	2,979,183
Fannie Mae - ACES	2.31%	10/25/2023	1,000,000	978,618
FHMS KO49 A2	3.01%	7/25/2025	500,000	505,968
FHMS K054 A2	2.75%	1/25/2026	500,000	493,694
FHMS KO55 A2	2.67%	3/25/2026	3,000,000	2,942,001
Fannie Mae - ACES	2.49%	5/25/2026	2,000,000	1,923,942
FHMS K722 A2	2.53%	5/25/2026	3,000,000	2,904,135
Fannie Mae	2.29%	6/25/2026	1,000,000	944,463
Fannie Mae	2.37%	7/25/2026	3,000,000	2,846,229
FHMS KO57 A2	2.57%	7/25/2026	3,000,000	2,912,835
FHMS K058 A2	2.65%	8/25/2026	2,000,000	1,952,648
Fannie Mae - ACES	2.50%	9/25/2026	1,000,000	949,637

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Fannie Mae - ACES	2.45%	9/25/2026	3,000,000	2,868,003
Fannie Mae - ACES	2.48%	9/25/2026	2,000,000	1,919,960
FHMS K058 A2	3.12%	9/25/2026	2,500,000	2,537,600
Fannie Mae - ACES	3.30%	10/25/2026	2,000,000	2,057,940
Total Agency CMBS			$ 75,276,324	$ 74,983,412
Total Government Agency Securities			$ 80,276,324	$ 80,178,462
Corporate Bonds				
Aerospace/Defense				
Precision Castparts Corp.	2.25%	6/15/2020	$ 1,000,000	$ 1,003,692
Rolls-Royce PLC	2.38%	10/14/2020	1,500,000	1,487,382
Lockheed Martin Corp.	3.35%	9/15/2021	1,000,000	1,032,680
Boeing Co.	2.35%	10/30/2021	1,000,000	1,005,860
United Technologies Corp.	3.10%	6/1/2022	2,000,000	2,055,684
Boeing Co.	2.20%	10/30/2022	500,000	490,964
General Dynamics Corp.	2.25%	11/15/2022	1,000,000	987,921
Raytheon Co.	2.50%	12/15/2022	2,000,000	1,990,004
Lockheed Martin Corp.	3.10%	1/15/2023	500,000	505,467
Boeing Co.	2.85%	10/30/2024	2,000,000	2,002,146
Raytheon Co.	3.15%	12/15/2024	3,000,000	3,053,916
Lockheed Martin Corp.	2.90%	3/1/2025	2,000,000	1,958,054
Precision Castparts Corp.	3.25%	6/15/2025	1,000,000	1,007,852
Rolls-Royce PLC	3.63%	10/14/2025	1,000,000	1,000,877
Lockheed Martin Corp.	3.55%	1/15/2026	1,500,000	1,532,568
Boeing Co.	2.25%	6/15/2026	500,000	469,085
General Dynamics Corp.	2.13%	8/15/2026	1,000,000	923,788
United Technologies Corp.	2.65%	11/1/2026	1,000,000	960,242
Total Aerospace/Defense			$ 23,500,000	$ 23,468,182
Agricultural, Foods & Beverage				
Kraft Foods Inc.	6.50%	8/11/2017	$ 1,000,000	$ 1,030,736
Sysco Corp.	5.25%	2/12/2018	1,000,000	1,038,669
PepsiCo Inc.	5.00%	6/1/2018	1,000,000	1,050,177
PepsiCo Inc.	2.25%	1/7/2019	1,000,000	1,011,879
Sysco Corp.	2.60%	10/1/2020	1,000,000	1,008,636
Coca-Cola Co., The	2.45%	11/1/2020	2,000,000	2,020,652
Kellogg Co.	4.00%	12/15/2020	2,000,000	2,106,086
Coca-Cola Co., The	3.30%	9/1/2021	1,000,000	1,043,496
PepsiCo Inc.	2.75%	3/5/2022	2,000,000	2,023,662
JM Smucker Co., The	3.00%	3/15/2022	1,000,000	1,009,660
Kellogg Co.	3.13%	5/17/2022	2,000,000	2,024,844
Kraft Heinz Foods Co	3.50%	6/6/2022	1,000,000	1,016,971
Sysco Corp.	2.60%	6/12/2022	1,000,000	984,512
Campbell Soup Co.	2.50%	8/2/2022	1,000,000	988,290
Kellogg Co.	2.75%	3/1/2023	1,000,000	978,642
PepsiCo Inc.	2.75%	3/1/2023	2,000,000	1,997,826
Coca-Cola Co., The	2.50%	4/1/2023	2,000,000	1,978,964
Hershey Co.	2.63%	5/1/2023	1,900,000	1,871,726
Mondelez International Inc.	4.00%	2/1/2024	1,000,000	1,046,344

Schedule I

STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
General Mills Inc.	3.65%	2/15/2024	2,000,000	2,079,112
PepsiCo Inc.	3.60%	3/1/2024	1,000,000	1,042,978
JM Smucker Co., The	3.50%	3/15/2025	2,000,000	2,016,680
Campbell Soup Co.	3.30%	3/19/2025	1,500,000	1,506,597
PepsiCo Inc.	2.75%	4/30/2025	2,000,000	1,959,586
Hershey Co.	3.20%	8/21/2025	1,000,000	1,008,876
Sysco Corp.	3.75%	10/1/2025	500,000	506,031
Coca-Cola Co., The	2.88%	10/27/2025	1,000,000	986,822
PepsiCo Inc.	2.85%	2/24/2026	1,000,000	985,697
Kellogg Co.	3.25%	4/1/2026	1,000,000	976,172
Coca-Cola Co., The	2.55%	6/1/2026	1,500,000	1,421,759
Sysco Corp.	3.30%	7/15/2026	1,000,000	981,331
Hershey Co.	2.30%	8/15/2026	2,000,000	1,860,080
Coca-Cola Co., The	2.25%	9/1/2026	1,000,000	941,765
PepsiCo Inc.	2.38%	10/6/2026	1,000,000	946,672
Danone SA	2.95%	11/2/2026	2,000,000	1,908,566
Total Agricultural, Foods & Beverage			$ 47,400,000	$ 47,360,496
Automotive				
American Honda Finance Corp.	2.13%	10/10/2018	$ 1,500,000	$ 1,511,731
Toyota Motor Credit Corp	2.00%	10/24/2018	1,500,000	1,508,886
Toyota Motor Credit Corp	2.10%	1/17/2019	1,000,000	1,005,490
Daimler Finance NA LLC	2.25%	3/2/2020	500,000	497,702
American Honda Finance	2.45%	9/24/2020	1,000,000	1,005,170
BMW US Capital	2.00%	4/11/2021	1,000,000	981,397
Toyota Motor Credit Corp	2.75%	5/17/2021	1,500,000	1,520,224
Daimler Finance NA LLC	2.00%	7/6/2021	1,000,000	971,012
American Honda Finance	1.65%	7/12/2021	500,000	481,530
Toyota Motor Credit Corp	2.80%	7/13/2022	500,000	504,437
Toyota Motor Credit Corp	2.63%	1/10/2023	1,000,000	990,362
Toyota Motor Credit Corp	2.25%	10/18/2023	1,000,000	964,015
Daimler Finance NA LLC	3.30%	5/19/2025	1,000,000	990,309
BMW US Capital	2.80%	4/11/2026	1,000,000	963,005
American Honda Finance	2.30%	9/9/2026	2,000,000	1,866,800
Total Automotive			$ 16,000,000	$ 15,762,070
Banks				
Bank of America NA	5.30%	3/15/2017	$ 500,000	$ 503,872
Wachovia Corp.	5.75%	6/15/2017	750,000	764,284
Wachovia Bank NA	6.00%	11/15/2017	500,000	518,896
Wells Fargo & Co.	5.63%	12/11/2017	500,000	518,379
Bank of New York Mellon Corp	2.10%	8/1/2018	3,000,000	3,023,895
US Bancorp	1.95%	11/15/2018	2,500,000	2,512,720
Wells Fargo & Co.	2.15%	1/15/2019	1,000,000	1,005,504
Bank of New York Mellon Corp	2.20%	3/4/2019	1,000,000	1,007,134
Bank of New York Mellon Corp	2.30%	9/11/2019	1,000,000	1,008,240
Wells Fargo & Co.	2.15%	1/30/2020	1,000,000	995,275
State Street Corp.	2.55%	8/18/2020	1,000,000	1,010,088
PNC Bank NA	2.45%	11/5/2020	500,000	500,917
Wells Fargo & Co.	3.00%	1/22/2021	1,500,000	1,526,370
Toronto-Dominion Bank	2.13%	4/7/2021	2,000,000	1,969,424

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
PNC Bank NA	2.15%	4/29/2021	2,000,000	1,973,570
US Bancorp	3.00%	3/15/2022	1,000,000	1,019,560
US Bancorp	3.70%	1/30/2024	500,000	519,839
Bank of New York Mellon Corp	3.65%	2/4/2024	1,000,000	1,029,044
Wells Fargo & Co.	3.30%	9/9/2024	2,000,000	1,979,494
Bank of New York Mellon Corp	3.25%	9/11/2024	1,000,000	1,004,422
State Street Corp.	3.30%	12/16/2024	2,000,000	2,019,696
Wells Fargo & Co.	3.00%	2/19/2025	2,000,000	1,921,278
Bank of New York Mellon Corp	3.00%	2/24/2025	500,000	491,684
PNC Bank NA	3.25%	6/1/2025	1,500,000	1,497,365
State Street Corp.	3.55%	8/18/2025	500,000	511,879
Bank of New York Mellon Corp	2.80%	5/4/2026	500,000	481,506
State Street Corp.	2.65%	5/19/2026	2,000,000	1,896,854
US Bancorp	2.38%	7/22/2026	2,000,000	1,851,534
Bank of New York Mellon Corp	2.45%	8/17/2026	500,000	464,600
Wells Fargo & Co.	3.00%	10/23/2026	1,000,000	952,397
Total Banks			$ 36,750,000	$ 36,479,720
Chemicals				
Monsanto Co.	1.85%	11/15/2018	$ 1,000,000	$ 996,896
Ecolab Inc.	2.25%	1/12/2020	500,000	499,855
E.I. du Pont de Nemours	3.63%	1/15/2021	1,000,000	1,038,886
Monsanto Co.	2.75%	7/15/2021	500,000	499,895
Air Liquide Finance	1.75%	9/27/2021	1,000,000	960,188
Praxair Inc.	2.45%	2/15/2022	2,000,000	1,985,076
Syngenta Finance NV	3.13%	3/28/2022	1,000,000	993,748
Monsanto Co.	2.20%	7/15/2022	1,300,000	1,233,980
Praxair Inc.	2.20%	8/15/2022	1,000,000	976,990
E.I. du Pont de Nemours	2.80%	2/15/2023	1,000,000	982,927
Praxair Inc.	2.70%	2/21/2023	1,000,000	989,726
Monsanto Co.	3.38%	7/15/2024	1,000,000	995,659
Praxair Inc.	2.65%	2/5/2025	1,300,000	1,259,905
Monsanto Co.	2.85%	4/15/2025	1,000,000	952,793
Praxair Inc.	3.20%	1/30/2026	1,000,000	1,003,542
Air Liquide Finance	2.50%	9/27/2026	1,500,000	1,408,403
Ecolab Inc.	2.70%	11/1/2026	1,000,000	952,119
Total Chemicals			$ 18,100,000	$ 17,730,588
Commercial Service/Supplies				
Pitney Bowes Inc.	5.75%	9/15/2017	$ 500,000	$ 512,834
Cintas Corp. No. 2	3.25%	6/1/2022	2,000,000	2,024,700
Total Commercial Service/Supplies			$ 2,500,000	$ 2,537,534
Computer Software & Service				
Oracle Corp.	2.38%	1/15/2019	$ 2,000,000	$ 2,026,770
Automatic Data Processing Inc.	2.25%	9/15/2020	500,000	502,584
Microsoft Corp.	4.00%	2/8/2021	2,000,000	2,147,670
Oracle Corp.	2.80%	7/8/2021	1,000,000	1,019,202
QUALCOMM Inc.	3.00%	5/20/2022	1,000,000	1,013,286
Microsoft Corp.	2.13%	11/15/2022	2,000,000	1,948,906
Intel Corp.	2.70%	12/15/2022	3,000,000	3,013,530

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Microsoft Corp.	2.38%	5/1/2023	3,000,000	2,944,965
Texas Instruments Inc.	2.25%	5/1/2023	5,000,000	4,819,325
Oracle Corp.	3.63%	7/15/2023	2,000,000	2,096,162
Alphabet Inc	3.38%	2/25/2024	2,000,000	2,073,526
Oracle Corp.	3.40%	7/8/2024	1,000,000	1,018,906
Microsoft Corp.	2.70%	2/12/2025	2,000,000	1,959,742
Oracle Corp.	2.95%	5/15/2025	1,000,000	980,281
Intel Corp.	3.70%	7/29/2025	1,000,000	1,054,755
Automatic Data Processing Inc.	3.38%	9/15/2025	1,000,000	1,025,416
Intel Corp.	2.60%	5/19/2026	1,000,000	967,185
Oracle Corp.	2.65%	7/15/2026	1,000,000	949,211
Microsoft Corp.	2.40%	8/8/2026	1,000,000	944,697
Alphabet Inc	2.00%	8/15/2026	1,000,000	917,855
Total Computer Software & Service			$ 33,500,000	$ 33,423,974
Computers				
Int'l Business Machines Corp.	5.70%	9/14/2017	$ 1,000,000	$ 1,029,972
Int'l Business Machines Corp.	1.88%	5/15/2019	3,000,000	3,006,909
Int'l Business Machines Corp.	1.63%	5/15/2020	3,000,000	2,963,502
Int'l Business Machines Corp.	1.88%	8/1/2022	1,000,000	959,407
Int'l Business Machines Corp.	3.63%	2/12/2024	1,000,000	1,041,349
Int'l Business Machines Corp.	3.45%	2/19/2026	1,000,000	1,023,084
Total Computers			$ 10,000,000	$ 10,024,223
Consumer & Marketing				
Kimberly-Clark Corp.	6.13%	8/1/2017	$ 1,500,000	$ 1,543,272
Unilever Capital Corp.	2.20%	3/6/2019	1,000,000	1,010,119
Kimberly-Clark Corp.	1.90%	5/22/2019	500,000	503,185
Unilever Capital Corp.	4.25%	2/10/2021	3,000,000	3,221,778
Estee Lauder Co. Inc.	1.70%	5/10/2021	1,000,000	974,623
Procter & Gamble Co., The	2.30%	2/6/2022	2,000,000	2,003,988
Colgate-Palmolive Co	2.30%	5/3/2022	2,000,000	1,981,552
Colgate-Palmolive Co	1.95%	2/1/2023	1,000,000	961,323
Colgate-Palmolive Co	2.10%	5/1/2023	4,000,000	3,869,516
Nike Inc.	2.25%	5/1/2023	2,500,000	2,438,135
Kimberly-Clark Corp.	2.40%	6/1/2023	4,000,000	3,910,448
Procter & Gamble Co., The	3.10%	8/15/2023	4,000,000	4,118,372
Colgate-Palmolive Co	3.25%	3/15/2024	1,000,000	1,033,778
Kimberly-Clark Corp.	2.65%	3/1/2025	1,000,000	972,713
Unilever Capital Corp.	3.10%	7/30/2025	1,500,000	1,507,822
Kimberly-Clark Corp.	3.05%	8/15/2025	1,000,000	999,695
Procter & Gamble Co., The	2.70%	2/2/2026	500,000	491,686
Kimberly-Clark Corp.	2.75%	2/15/2026	1,000,000	974,328
Unilever Capital Corp.	2.00%	7/28/2026	1,000,000	913,098
Nike Inc.	2.38%	11/1/2026	2,000,000	1,886,986
Procter & Gamble Co., The	2.45%	11/3/2026	1,000,000	958,269
Total Consumer & Marketing			$ 36,500,000	$ 36,274,686
Electronic Manufacturing				
Emerson Electric Co.	5.38%	10/15/2017	$ 1,000,000	$ 1,032,896
Emerson Electric Co.	5.25%	10/15/2018	1,000,000	1,064,123

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Emerson Electric Co.	2.63%	12/1/2021	2,000,000	2,020,952
Siemens Financieringsmat144A	2.90%	5/27/2022	1,500,000	1,511,259
General Electric Co.	2.70%	10/9/2022	1,000,000	999,815
Emerson Electric Co.	2.63%	2/15/2023	2,000,000	1,984,526
Honeywell International Inc.	3.35%	12/1/2023	2,000,000	2,056,704
General Electric Co.	3.38%	3/11/2024	2,000,000	2,055,658
Siemens Financieringsmat144A	3.25%	5/27/2025	2,000,000	2,005,334
Emerson Electric Co.	3.15%	6/1/2025	2,000,000	2,028,192
Honeywell International Inc.	2.50%	11/1/2026	4,000,000	3,786,160
Total Electronic Manufacturing			$ 20,500,000	$ 20,545,619
Financial Services				
General Electric Capital Corp.	5.63%	9/15/2017	$ 500,000	$ 515,373
JPMorgan Chase Bank NA*	6.00%	10/1/2017	1,500,000	1,547,976
General Electric Capital Corp.	5.63%	5/1/2018	500,000	527,697
General Electric Capital Corp.	2.30%	1/14/2019	1,000,000	1,011,826
JPMorgan Chase & Co.*	2.35%	1/28/2019	1,000,000	1,008,278
Mastercard Inc	2.00%	11/21/2021	500,000	495,759
JPMorgan Chase & Co.*	4.50%	1/24/2022	1,000,000	1,078,431
General Electric Capital Corp.	3.15%	9/7/2022	287,000	293,113
Visa Inc	2.80%	12/14/2022	1,000,000	1,005,603
General Electric Capital Corp.	3.10%	1/9/2023	287,000	290,868
JPMorgan Chase & Co.*	3.20%	1/25/2023	1,000,000	1,011,130
JPMorgan Chase & Co.*	3.63%	5/13/2024	1,000,000	1,017,187
JPMorgan Chase & Co.*	3.13%	1/23/2025	1,000,000	977,555
GE Capital International Fundi	3.37%	11/15/2025	1,491,000	1,515,715
Visa Inc	3.15%	12/14/2025	2,000,000	2,008,772
JPMorgan Chase & Co.*	3.30%	4/1/2026	1,000,000	982,554
JPMorgan Chase & Co.*	3.20%	6/15/2026	1,000,000	978,753
Mastercard Inc	2.95%	11/21/2026	2,000,000	1,977,632
Total Financial Services			$ 18,065,000	$ 18,244,222
Health Care				
Amgen Inc.	5.85%	6/1/2017	$ 1,000,000	$ 1,018,336
Johnson & Johnson	5.55%	8/15/2017	1,000,000	1,027,559
AstraZeneca PLC	5.90%	9/15/2017	750,000	773,476
GlaxoSmithKline Capital Inc.	5.65%	5/15/2018	1,000,000	1,054,010
Eli Lilly and Co.	1.95%	3/15/2019	2,000,000	2,012,426
Pfizer Inc.	2.10%	5/15/2019	1,000,000	1,009,274
Amgen Inc.	2.20%	5/22/2019	1,000,000	1,007,719
AstraZeneca PLC	1.95%	9/18/2019	500,000	500,702
Becton Dickinson & Co.	3.25%	11/12/2020	1,000,000	1,028,184
Becton Dickinson & Co.	3.13%	11/8/2021	2,000,000	2,050,458
Johnson & Johnson	2.45%	12/5/2021	2,000,000	2,031,100
Abbott Laboratories	2.55%	3/15/2022	2,000,000	1,954,696
Medtronic Inc.	3.13%	3/15/2022	2,000,000	2,043,408
EMD Finance LLC	2.95%	3/19/2022	1,000,000	995,759
GlaxoSmithKline Capital Inc.	2.85%	5/8/2022	1,000,000	1,008,033
Bristol-Myers Squibb Co.	2.00%	8/1/2022	1,500,000	1,461,653
Merck & Co. Inc.	2.40%	9/15/2022	1,000,000	980,294
Novartis Capital Corp.	2.40%	9/21/2022	2,000,000	1,975,510

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
GlaxoSmithKline Capital Inc.	2.80%	3/18/2023	1,000,000	1,002,492
Medtronic Inc.	2.75%	4/1/2023	500,000	496,457
Merck & Co. Inc.	2.80%	5/18/2023	4,000,000	4,015,480
Pfizer Inc.	3.00%	6/15/2023	3,000,000	3,052,926
Bristol-Myers Squibb Co.	3.25%	11/1/2023	1,000,000	1,034,745
Johnson & Johnson	3.38%	12/5/2023	2,500,000	2,619,002
Medtronic Inc.	3.63%	3/15/2024	2,000,000	2,081,304
Novartis Capital Corp.	3.40%	5/6/2024	3,000,000	3,091,506
Pfizer Inc.	3.40%	5/15/2024	1,000,000	1,033,631
Stryker Corp.	3.38%	5/15/2024	1,000,000	1,005,924
Amgen Inc.	3.63%	5/22/2024	1,000,000	1,017,237
Bayer US Finance LLC	3.38%	10/8/2024	2,000,000	1,989,982
Becton Dickinson & Co.	3.73%	12/15/2024	1,000,000	1,022,622
Merck & Co. Inc.	2.75%	2/10/2025	2,000,000	1,963,724
Abbott Laboratories	2.95%	3/15/2025	2,000,000	1,926,836
EMD Finance LLC	3.25%	3/19/2025	2,000,000	1,955,120
Amgen Inc.	3.13%	5/1/2025	2,000,000	1,946,356
Eli Lilly and Co.	2.75%	6/1/2025	2,000,000	1,949,596
Stryker Corp.	3.38%	11/1/2025	1,000,000	993,649
Roche Holding Inc	3.00%	11/10/2025	3,000,000	2,974,167
AstraZeneca PLC	3.38%	11/16/2025	2,000,000	1,986,184
Novartis Capital Corp.	3.00%	11/20/2025	2,000,000	1,985,968
Johnson & Johnson	2.45%	3/1/2026	1,000,000	956,432
Stryker Corp.	3.50%	3/15/2026	1,000,000	1,009,440
Roche Holding Inc	2.63%	5/15/2026	1,000,000	961,919
Pfizer Inc.	2.75%	6/3/2026	2,000,000	1,941,680
Amgen Inc.	2.60%	8/19/2026	1,000,000	919,737
Pfizer Inc.	3.00%	12/15/2026	1,000,000	987,201
Roche Holding Inc	2.38%	1/28/2027	2,000,000	1,871,776
Total Health Care			$ 73,750,000	$ 73,725,690
Industrials				
Johnson Controls International	4.25%	3/1/2021	$ 2,000,000	$ 2,112,160
Total Industrials			$ 2,000,000	$ 2,112,160
Machinery & Manufacturing				
Eaton Corp.	5.30%	3/15/2017	$ 1,500,000	$ 1,511,304
John Deere Capital Corp.	5.50%	4/13/2017	1,000,000	1,011,888
Cooper U.S. Inc.	6.10%	7/1/2017	1,000,000	1,022,383
Dover Corp.	5.45%	3/15/2018	1,000,000	1,048,139
Caterpillar Financial Services	5.45%	4/15/2018	1,000,000	1,048,005
John Deere Capital Corp.	1.95%	12/13/2018	1,000,000	1,005,282
3M Co.	1.63%	6/15/2019	3,000,000	2,997,684
John Deere Capital Corp.	1.70%	1/15/2020	1,000,000	988,526
Danaher Corp.	2.40%	9/15/2020	1,000,000	1,002,107
John Deere Capital Corp.	2.80%	3/4/2021	1,000,000	1,014,290
Caterpillar Inc.	3.90%	5/27/2021	2,000,000	2,109,082
John Deere Capital Corp.	2.75%	3/15/2022	1,000,000	1,003,220
Caterpillar Financial Services	2.85%	6/1/2022	1,000,000	1,001,984
Deere & Co.	2.60%	6/8/2022	2,000,000	1,990,288
Covidien International	3.20%	6/15/2022	2,000,000	2,047,890

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Caterpillar Inc.	2.60%	6/26/2022	1,000,000	996,298
3M Co.	2.00%	6/26/2022	1,500,000	1,470,360
Thermo Fisher Scientific Inc.	3.15%	1/15/2023	2,000,000	2,001,958
Caterpillar Financial Services	2.63%	3/1/2023	1,000,000	983,512
Covidien International	2.95%	6/15/2023	2,000,000	1,978,216
Caterpillar Financial Services	3.75%	11/24/2023	1,000,000	1,050,420
Caterpillar Inc.	3.40%	5/15/2024	1,000,000	1,029,785
John Deere Capital Corp.	3.35%	6/12/2024	1,000,000	1,021,564
Parker Hannifin Corp.	3.30%	11/21/2024	500,000	506,338
3M Co.	3.00%	8/7/2025	3,000,000	3,019,776
John Deere Capital Corp.	3.40%	9/11/2025	1,000,000	1,029,508
Danaher Corp.	3.35%	9/15/2025	500,000	512,495
Dover Corp.	3.15%	11/15/2025	1,000,000	1,006,342
John Deere Capital Corp.	2.65%	6/10/2026	500,000	480,644
Caterpillar Financial Services	2.40%	8/9/2026	500,000	469,824
3M Co.	2.25%	9/19/2026	1,000,000	938,669
SIEMENS FINANCIERINGSMAT	2.35%	10/15/2026	2,000,000	1,851,216
Total Machinery & Manufacturing			$ 41,000,000	$ 41,148,997
Media & Broadcasting				
Walt Disney Co., The	6.00%	7/17/2017	$ 1,000,000	$ 1,026,275
Walt Disney Co., The	1.85%	5/30/2019	2,000,000	2,009,910
Walt Disney Co., The	3.75%	6/1/2021	2,000,000	2,123,648
Comcast Corp.	3.13%	7/15/2022	2,000,000	2,041,828
Reed Elsevier Capital	3.13%	10/15/2022	1,000,000	990,994
Walt Disney Co., The	2.35%	12/1/2022	2,000,000	1,968,734
Comcast Corp.	3.60%	3/1/2024	2,000,000	2,064,420
Comcast Corp.	3.38%	2/15/2025	1,000,000	1,010,546
Comcast Corp.	3.15%	3/1/2026	1,000,000	986,673
Total Media & Broadcasting			$ 14,000,000	$ 14,223,028
Mining & Metals				
BHP Billiton Finance USA Ltd.	5.40%	3/29/2017	$ 500,000	$ 504,470
Alcoa Inc.	5.72%	2/23/2019	2,244,000	2,378,640
Rio Tinto Finance USA Ltd.	3.50%	11/2/2020	1,000,000	1,034,650
Alcoa Inc.	5.87%	2/23/2022	756,000	808,920
BHP Billiton Finance USA Ltd.	2.88%	2/24/2022	1,000,000	1,008,091
Rio Tinto Finance USA PLC	2.88%	8/21/2022	1,000,000	1,004,145
BHP Billiton Finance USA Ltd.	3.85%	9/30/2023	1,500,000	1,587,509
Rio Tinto Finance USA Ltd.	3.75%	6/15/2025	1,000,000	1,029,807
Total Mining & Metals			$ 9,000,000	$ 9,356,232
Oil, Gas & Other Energy				
Shell International Finance	5.20%	3/22/2017	$ 1,000,000	$ 1,008,183
Total Capital International SA	1.55%	6/28/2017	1,500,000	1,502,467
Marathon Oil Corp.	5.90%	3/15/2018	1,000,000	1,044,163
ConocoPhillips Canada	5.20%	5/15/2018	1,000,000	1,045,205
Shell International Finance	1.90%	8/10/2018	2,000,000	2,012,218
Total Capital SA	2.13%	8/10/2018	2,000,000	2,015,318
Chevron Corp.	4.95%	3/3/2019	3,000,000	3,205,710
BP Capital Markets PLC	4.75%	3/10/2019	3,000,000	3,180,198

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

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Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Exxon Mobil Corp.	1.82%	3/15/2019	1,000,000	1,001,641
Shell International Finance	4.30%	9/22/2019	1,000,000	1,060,837
Total Capital International SA	2.75%	6/19/2021	1,000,000	1,011,809
Exxon Mobil Corp.	2.40%	3/6/2022	1,000,000	994,885
Trans-Canada Pipelines	2.50%	8/1/2022	2,000,000	1,953,048
Shell International Finance	2.38%	8/21/2022	1,000,000	982,104
Chevron Corp.	2.36%	12/5/2022	3,000,000	2,944,077
Shell International Finance	2.25%	1/6/2023	1,500,000	1,449,552
Apache Corp.	2.63%	1/15/2023	2,000,000	1,923,154
Total Capital International SA	2.70%	1/25/2023	1,000,000	989,626
Occidental Petroleum Corp.	2.70%	2/15/2023	2,000,000	1,980,612
Chevron Corp.	3.19%	6/24/2023	3,000,000	3,072,825
Total Capital Canada Ltd.	2.75%	7/15/2023	500,000	494,785
Shell International Finance	3.40%	8/12/2023	500,000	513,092
Trans-Canada Pipelines	3.75%	10/16/2023	1,000,000	1,034,934
Schlumberger Investment	3.65%	12/1/2023	2,000,000	2,094,956
Total Capital International SA	3.70%	1/15/2024	1,500,000	1,566,199
Exxon Mobil Corp.	3.18%	3/15/2024	3,000,000	3,036,753
Exxon Mobil Corp.	2.71%	3/6/2025	2,000,000	1,946,934
Shell International Finance	3.25%	5/11/2025	1,500,000	1,498,770
ConocoPhillips Co.	3.35%	5/15/2025	1,000,000	986,766
Occidental Petroleum Corp.	3.50%	6/15/2025	500,000	507,062
Chevron Corp.	3.33%	11/17/2025	2,000,000	2,038,320
Trans-Canada Pipelines	4.88%	1/15/2026	1,000,000	1,111,144
Exxon Mobil Corp.	3.04%	3/1/2026	2,000,000	1,997,290
Brooklyn Union Gas	3.41%	3/10/2026	1,000,000	1,005,693
Occidental Petroleum Corp.	3.40%	4/15/2026	1,000,000	1,007,544
Shell International Finance	2.88%	5/10/2026	1,000,000	966,792
Chevron Corp.	2.95%	5/16/2026	1,000,000	983,672
Keyspan Gas East Corp	2.74%	8/15/2026	2,000,000	1,898,674
Shell International Finance	2.50%	9/12/2026	1,000,000	938,264
Occidental Petroleum Corp.	3.00%	2/15/2027	500,000	483,788
Total Oil, Gas & Other Energy			$ 60,000,000	$ 60,489,064
Retailers				
Target Corp.	6.00%	1/15/2018	$ 500,000	$ 522,763
Wal-Mart Stores Inc.	5.80%	2/15/2018	1,000,000	1,048,767
McDonald's Corp.	5.35%	3/1/2018	1,000,000	1,042,129
Home Depot Inc.	2.25%	9/10/2018	1,000,000	1,013,520
CVS Health Corp.	2.25%	12/5/2018	1,000,000	1,008,765
Wal-Mart Stores Inc.	1.95%	12/15/2018	1,000,000	1,009,514
McDonald's Corp.	1.88%	5/29/2019	500,000	498,987
Target Corp.	2.30%	6/26/2019	2,000,000	2,032,232
Costco Wholesale Corp.	1.70%	12/15/2019	3,000,000	2,996,817
Wal-Mart Stores Inc.	4.25%	4/15/2021	2,000,000	2,162,934
McDonald's Corp.	3.63%	5/20/2021	2,000,000	2,083,742
TJX Companies Inc., The	2.75%	6/15/2021	2,000,000	2,034,680
McDonald's Corp.	2.63%	1/15/2022	1,000,000	997,053
Costco Wholesale Corp.	2.25%	2/15/2022	1,000,000	991,152
Lowe's Companies Inc.	3.12%	4/15/2022	1,000,000	1,024,521
Home Depot Inc.	2.63%	6/1/2022	1,000,000	1,004,819

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
CVS Health Corp.	3.50%	7/20/2022	1,000,000	1,027,494
Home Depot Inc.	2.70%	4/1/2023	2,000,000	2,000,416
Wal-Mart Stores Inc.	2.55%	4/11/2023	1,000,000	992,447
Lowe's Companies Inc.	3.88%	9/15/2023	2,000,000	2,123,484
CVS Health Corp.	4.00%	12/5/2023	2,000,000	2,107,290
Home Depot Inc.	3.75%	2/15/2024	1,000,000	1,052,778
Wal-Mart Stores Inc.	3.30%	4/22/2024	2,000,000	2,056,500
McDonald's Corp.	3.25%	6/10/2024	2,000,000	2,029,878
Target Corp.	3.50%	7/1/2024	2,000,000	2,077,480
CVS Health Corp.	3.38%	8/12/2024	2,000,000	2,006,172
Lowe's Companies Inc.	3.13%	9/15/2024	2,000,000	2,010,192
McDonald's Corp.	3.38%	5/26/2025	2,000,000	2,005,872
Home Depot Inc.	3.35%	9/15/2025	1,000,000	1,025,556
Lowe's Companies Inc.	3.38%	9/15/2025	1,000,000	1,017,139
Home Depot Inc.	3.00%	4/1/2026	1,000,000	998,081
Lowe's Companies Inc.	2.50%	4/15/2026	1,000,000	949,664
Target Corp.	2.50%	4/15/2026	1,000,000	954,043
TJX Companies Inc.	2.25%	9/15/2026	2,000,000	1,841,970
Total Retailers			$ 49,000,000	$ 49,748,851
Telecom & Telecom Equipment				
AT&T Inc.	2.38%	11/27/2018	$ 1,000,000	$ 1,008,737
AT&T Inc.	2.30%	3/11/2019	1,000,000	1,003,834
Verizon Communications Inc.	2.63%	2/21/2020	1,073,000	1,083,294
Verizon Communications Inc.	4.50%	9/15/2020	1,000,000	1,070,113
Verizon Communications Inc.	3.45%	3/15/2021	1,000,000	1,032,403
Deutsche Telekom International	1.95%	9/19/2021	1,000,000	963,581
AT&T Inc.	3.00%	2/15/2022	3,000,000	2,970,717
Verizon Communications Inc.	2.45%	11/1/2022	2,000,000	1,931,816
AT&T Inc.	2.63%	12/1/2022	1,000,000	958,819
Verizon Communications Inc.	5.15%	9/15/2023	1,000,000	1,105,743
AT&T Inc.	3.90%	3/11/2024	1,000,000	1,011,145
Verizon Communications Inc.	4.15%	3/15/2024	1,000,000	1,044,982
Verizon Communications Inc.	3.50%	11/1/2024	1,000,000	996,792
AT&T Inc.	3.40%	5/15/2025	1,500,000	1,445,735
Verizon Communications Inc.	2.63%	8/15/2026	2,000,000	1,841,104
Vodafone Group PLC	2.50%	9/26/2022	2,000,000	1,918,050
Vodafone Group PLC	2.95%	2/19/2023	1,000,000	969,615
Cisco Systems Inc.	2.90%	3/4/2021	1,500,000	1,534,920
Cisco Systems Inc.	3.63%	3/4/2024	1,000,000	1,043,815
Cisco Systems Inc.	3.50%	6/15/2025	1,000,000	1,035,853
Cisco Systems Inc.	2.95%	2/28/2026	500,000	495,137
Cisco Systems Inc.	2.50%	9/20/2026	500,000	475,555
Total Telecom & Telecom Equipment			$ 27,073,000	$ 26,941,760
Transportation				
United Parcel Service Inc.	5.50%	1/15/2018	$ 1,000,000	$ 1,042,198
Union Pacific Corp.	2.25%	2/15/2019	1,000,000	1,007,882
Burlington Northern Santa Fe	3.05%	9/1/2022	500,000	510,608
United Parcel Service Inc.	2.45%	10/1/2022	3,000,000	2,987,616
Burlington Northern Santa Fe	3.00%	3/15/2023	1,500,000	1,518,212

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

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Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Union Pacific Corp.	2.75%	4/15/2023	1,000,000	992,911
Burlington Northern Santa Fe	3.85%	9/1/2023	1,000,000	1,058,958
Norfolk Southern Corp.	3.85%	1/15/2024	2,000,000	2,082,554
Union Pacific Corp.	3.75%	3/15/2024	500,000	525,148
Burlington Northern Santa Fe	3.75%	4/1/2024	1,000,000	1,051,266
Canadian National Railway Co.	2.95%	11/21/2024	3,000,000	3,013,746
Burlington Northern Santa Fe	3.00%	4/1/2025	1,000,000	997,501
Union Pacific Corp.	3.25%	8/15/2025	1,000,000	1,015,117
Canadian National Railway Co.	2.75%	3/1/2026	2,000,000	1,952,184
Union Pacific Corp.	2.75%	3/1/2026	2,000,000	1,950,248
Norfolk Southern Corp.	2.90%	6/15/2026	1,000,000	962,298
United Parcel Service Inc.	2.40%	11/15/2026	1,000,000	945,441
Total Transportation			$ 23,500,000	$ 23,613,888
Utilities & Energy				
Georgia Power Co.	5.70%	6/1/2017	$ 1,000,000	$ 1,018,138
MidAmerican Energy Co.	5.95%	7/15/2017	500,000	512,582
NSTAR Electric Co.	5.63%	11/15/2017	1,500,000	1,551,592
Northern States Power Co.	5.25%	3/1/2018	1,000,000	1,044,820
PECO Energy Co.	5.35%	3/1/2018	1,000,000	1,042,943
Commonwealth Edison Co.	5.80%	3/15/2018	500,000	525,053
Consolidated Edison Co. of NY	5.85%	4/1/2018	500,000	526,204
Union Electric Co.	6.00%	4/1/2018	1,000,000	1,051,330
Duke Energy Carolinas	5.10%	4/15/2018	1,000,000	1,045,016
Public Service Electric & Gas	5.30%	5/1/2018	500,000	524,362
Florida Power Corp.	5.65%	6/15/2018	1,000,000	1,057,191
Public Service Electric & Gas	2.30%	9/15/2018	1,000,000	1,010,878
MidAmerican Energy Co.	2.40%	3/15/2019	2,000,000	2,024,364
Public Service Electric & Gas	1.80%	6/1/2019	1,000,000	998,885
Commonwealth Edison Co.	4.00%	8/1/2020	1,000,000	1,053,967
Alabama Power Co.	3.38%	10/1/2020	450,000	464,981
Kentucky Utilities	3.25%	11/1/2020	1,000,000	1,032,849
Public Service Co. of Colorado	3.20%	11/15/2020	2,000,000	2,064,866
Southern California Edison Co.	3.88%	6/1/2021	2,000,000	2,116,718
San Diego Gas & Electric Co.	3.00%	8/15/2021	2,000,000	2,057,664
PPL Electric Utilities	3.00%	9/15/2021	1,945,000	1,974,126
Southern California Edison Co.	2.40%	2/1/2022	1,000,000	997,132
Carolina Power & Light	2.80%	5/15/2022	1,000,000	1,011,106
Consumers Energy Co.	2.85%	5/15/2022	2,000,000	2,031,588
Georgia Power Co.	2.85%	5/15/2022	1,000,000	998,504
Detroit Edison Co.	2.65%	6/15/2022	500,000	503,222
CenterPoint Energy Houston LLC	2.25%	8/1/2022	3,000,000	2,933,628
Baltimore Gas & Electric Co.	2.80%	8/15/2022	1,000,000	1,004,386
Northern States Power Co.	2.15%	8/15/2022	500,000	488,783
Pacific Gas & Electric	2.45%	8/15/2022	1,000,000	987,796
Ameren Illinois Co.	2.70%	9/1/2022	1,000,000	1,003,010
PPL Electric Utilities	2.50%	9/1/2022	500,000	491,962
PECO Energy Co.	2.38%	9/15/2022	500,000	491,029
Public Service Co. of Colorado	2.25%	9/15/2022	1,000,000	984,134
Tampa Electric Co.	2.60%	9/15/2022	500,000	491,912

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As of 12/31/2016

	Description of Investment			
Identity of Issuer, Investor or Borrower	**Rate of Interest**	**Date of Maturity**	**Par Value**	**Market Value**
NSTAR Electric Co.	2.38%	10/15/2022	500,000	491,037
Wisconsin Power & Light	2.25%	11/15/2022	1,600,000	1,559,184
Duke Energy Carolinas	2.50%	3/15/2023	1,000,000	991,110
Public Service Co. of Colorado	2.50%	3/15/2023	500,000	492,519
Virginia Electric & Power Co.	2.75%	3/15/2023	1,000,000	992,021
Northern States Power Co.	2.60%	5/15/2023	3,000,000	2,968,005
Public Service Electric & Gas	2.38%	5/15/2023	4,000,000	3,909,728
Florida Power & Light Co.	2.75%	6/1/2023	3,000,000	3,002,154
Pacificorp	2.95%	6/1/2023	3,000,000	3,016,206
Pacific Gas & Electric	3.25%	6/15/2023	3,000,000	3,060,663
Consumers Energy Co.	3.38%	8/15/2023	2,000,000	2,062,610
Laclede Gas Co.	3.40%	8/15/2023	2,000,000	2,038,492
Duke Energy Ohio Inc.	3.80%	9/1/2023	1,200,000	1,259,557
San Diego Gas & Electric Co.	3.60%	9/1/2023	3,500,000	3,663,902
Southern California Edison Co.	3.50%	10/1/2023	1,000,000	1,039,230
Public Service Co. of NH	3.50%	11/1/2023	2,000,000	2,038,718
Delmarva Power & Light Co.	3.50%	11/15/2023	1,000,000	1,028,863
Alabama Power Co.	3.55%	12/1/2023	2,000,000	2,089,230
Virginia Electric & Power Co.	3.45%	2/15/2024	1,500,000	1,541,481
DTE Electric Co.	3.65%	3/15/2024	4,000,000	4,168,564
Potomac Electric Power Co.	3.60%	3/15/2024	1,500,000	1,550,913
Pacificorp	3.60%	4/1/2024	500,000	520,009
Union Electric Co.	3.50%	4/15/2024	1,000,000	1,029,302
Florida Power & Light Co.	3.25%	6/1/2024	1,500,000	1,530,705
Pacific Gas & Electric	3.40%	8/15/2024	1,500,000	1,532,745
Public Service Electric & Gas	3.15%	8/15/2024	2,000,000	2,020,498
Consumers Energy Co.	3.13%	8/31/2024	1,000,000	1,007,324
Southern California Gas	3.15%	9/15/2024	2,000,000	2,031,568
Commonwealth Edison Co.	3.10%	11/1/2024	1,000,000	1,001,612
Consolidated Edison Co. of NY	3.30%	12/1/2024	500,000	508,214
Interstate Power & Light Co.	3.25%	12/1/2024	1,000,000	1,002,626
Ameren Illinois Co.	3.25%	3/1/2025	500,000	505,113
DTE Electric Co.	3.38%	3/1/2025	1,000,000	1,023,264
Alabama Power Co.	2.80%	4/1/2025	1,000,000	973,822
Arizona Public Service Co.	3.15%	5/15/2025	1,000,000	1,002,577
Public Service Co. of Colorado	2.90%	5/15/2025	1,000,000	990,163
Public Service Electric & Gas	3.00%	5/15/2025	1,000,000	1,000,619
Virginia Electric & Power Co.	3.10%	5/15/2025	1,000,000	993,444
Appalachian Power Co.	3.40%	6/1/2025	500,000	506,361
Wisconsin Electric Power Co.	3.10%	6/1/2025	1,000,000	998,116
Pacific Gas & Electric	3.50%	6/15/2025	1,000,000	1,027,546
Southern California Gas	3.20%	6/15/2025	500,000	508,776
Duke Energy Progress Inc.	3.25%	8/15/2025	2,500,000	2,538,607

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STATE FARM 401K SAVINGS PLAN BALANCED ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Rate of Interest	Date of Maturity	Par Value	Market Value
Interstate Power & Light Co.	3.40%	8/15/2025	1,000,000	1,009,848
Kentucky Utilities	3.30%	10/1/2025	500,000	508,487
Louisville Gas & Electric	3.30%	10/1/2025	1,000,000	1,009,350
PECO Energy Co.	3.15%	10/15/2025	1,000,000	999,114
NSTAR Electric Co.	3.25%	11/15/2025	1,000,000	1,003,452
Florida Power & Light Co.	3.13%	12/1/2025	2,000,000	2,022,086
Virginia Electric & Power Co.	3.15%	1/15/2026	1,000,000	992,814
Georgia Power Co.	3.25%	4/1/2026	1,300,000	1,306,438
San Diego Gas & Electric Co.	2.50%	5/15/2026	1,000,000	958,432
NSTAR Electric Co.	2.70%	6/1/2026	1,000,000	961,199
Commonwealth Edison Co.	2.55%	6/15/2026	1,000,000	952,712
Southern California Gas	2.60%	6/15/2026	1,000,000	960,038
Westar Energy Inc.	2.55%	7/1/2026	2,000,000	1,881,174
CenterPoint Energy Houston LLC	2.40%	9/1/2026	500,000	469,268
Arizona Public Service Co.	2.55%	9/15/2026	1,000,000	943,461
Public Service Electric & Gas	2.25%	9/15/2026	1,500,000	1,391,937
Virginia Electric & Power Co.	2.95%	11/15/2026	500,000	486,043
AEP Transmission Co. LLC	3.10%	12/1/2026	500,000	492,442
Consolidated Edison Co. of NY	2.90%	12/1/2026	1,500,000	1,474,054
Duke Energy Carolinas	2.95%	12/1/2026	2,000,000	1,967,476
Total Utilities & Energy			$ 126,995,000	$ 128,123,744
Total Corporate Bonds			$ 689,133,000	$ 691,334,728
Foreign Government Bonds				
Province of New Brunswick	5.20%	2/21/2017	$ 2,500,000	$ 2,513,085
Province of Quebec	2.50%	4/20/2026	1,000,000	962,522
Ontario Province	2.50%	4/27/2026	2,000,000	1,927,662
Total Foreign Government			$ 5,500,000	$ 5,403,269
Total Fixed Income			$ 1,144,909,324	$ 1,160,376,924
Short Term Investments				
JP Morgan MMF US Govt Mny Mkt Fund*			$ 56,911,343	$ 56,911,343
Total Short Term Investments			$ 56,911,343	$ 56,911,343
Total Balanced Account Investments			$ 1,225,327,082	$ 2,788,925,478

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

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STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Common Stocks		
Agricultural, Foods & Beverage		
Archer-Daniels-Midland Company	4,081,897	$ 186,338,598
Coca-Cola Co., The	2,204,800	91,411,008
Kellogg Co.	800,000	58,968,000
McCormick & Co Inc	448,400	41,849,172
Nestle S.A. ADR	1,370,350	98,308,909
PepsiCo Inc.	671,100	70,217,193
Total Agricultural, Foods & Beverage	9,576,547	$ 547,092,880
Banks		
M&T Bank Corp	212,400	$ 33,225,732
Northern Trust Corp.	625,900	55,736,395
US Bancorp	1,012,091	51,991,115
Wells Fargo & Co.	2,781,800	153,304,998
Total Banks	4,632,191	$ 294,258,240
Building Materials & Construction		
Vulcan Materials Company	1,208,400	$ 151,231,260
Total Building Materials & Construction	1,208,400	$ 151,231,260
Chemicals		
Air Products & Chemicals Inc.	1,120,800	$ 161,193,456
Dow Chemical Co., The	252,200	14,430,884
E.I. du Pont de Nemours	290,896	21,351,766
Int'l Flavors & Fragrances	390,700	46,036,181
Versum Materials Inc.	560,400	15,730,428
Novozymes A/S - B Shares	1,241,250	42,779,669
Total Chemicals	3,856,246	$ 301,522,384
Computer Software & Service		
Alphabet Inc	17,748	$ 13,698,262
Alphabet Inc	123,424	97,807,349
Facebook Inc A	248,025	28,535,276
SAP AG	65,400	5,697,394
Total Computer Software & Service	454,597	$ 145,738,281
Computers		
Apple Inc.	1,459,728	$ 169,065,697
Int'l Business Machines Corp.	632,800	105,038,472
Total Computers	2,092,528	$ 274,104,169
Consumer & Marketing		
Aptargroup Inc.	610,800	$ 44,863,260
Colgate-Palmolive Co	787,200	51,514,368
Procter & Gamble Co., The	2,070,460	174,084,277
Unilever NV New York Shares	563,846	23,151,517
Total Consumer & Marketing	4,032,306	$ 293,613,422

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

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STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Electronic Manufacturing		
Emerson Electric Co.	789,700	$ 44,025,775
General Electric Co.	4,803,500	151,790,600
Linear Technology Corp.	1,149,600	71,677,560
Total Electronic Manufacturing	6,742,800	$ 267,493,935
Financial Services		
Berkshire Hathaway Inc Class A	208	$ 50,777,168
Berkshire Hathaway Inc Class B	1,180	192,316
Total Financial Services	1,388	$ 50,969,484
Health Care		
Abbott Laboratories	1,056,400	$ 40,576,324
AbbVie Inc	1,056,400	66,151,768
Agilent Technologies Inc.	671,264	30,582,788
Amgen Inc.	265,350	38,796,823
Celgene Corp.	124,200	14,376,150
Johnson & Johnson	2,780,600	320,352,926
Eli Lilly and Co.	1,060,800	78,021,840
Merck & Co. Inc.	402,050	23,668,684
Novo-Nordisk A/S-Spons ADR	409,316	14,678,072
Pfizer Inc.	2,093,403	67,993,729
Roche Holdings Ltd-Spons ADR	715,236	20,405,683
Zoetis Inc	659,797	35,318,933
Total Health Care	11,294,816	$ 750,923,720
Machinery & Manufacturing		
Caterpillar Inc.	1,435,651	$ 133,142,274
Deere & Co.	267,604	27,573,916
Donaldson Inc.	757,873	31,891,296
HNI Corp	1,600,800	89,516,736
Illinois Tool Works Inc.	944,600	115,675,716
3M Co.	696,400	124,356,148
ASML Holding NV-NY REG SHS	401,926	45,096,097
Total Machinery & Manufacturing	6,104,854	$ 567,252,183
Media & Broadcasting		
The Walt Disney Company	3,097,857	$ 322,858,656
Lee Enterprises	348,800	1,011,520
Total Media & Broadcasting	3,446,657	$ 323,870,176
Mining & Metals		
Nucor Corporation	1,744,400	$ 103,826,688
Rio Tinto PLC ADR	1,054,000	40,536,840
BHP Billiton PLC	1,018,591	16,389,999
Rio Tinto PLC	553,350	21,525,363
South32 Ltd	1,018,591	2,026,012

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016

Schedule I

STATE FARM 401K SAVINGS PLAN EQUITIES ACCOUNT

As of 12/31/2016

Identity of Issuer, Investor or Borrower	Description of Investment: Number of Shares or Units	Description of Investment: Market Value
Total Mining & Metals	5,388,932	$ 184,304,902
Oil, Gas & Other Energy		
Chevron Corp.	1,371,800	$ 161,460,860
Devon Energy Corp.	239,770	10,950,296
Exxon Mobil Corp.	2,821,200	254,641,512
Imperial Oil Ltd	229,450	7,975,682
Noble Energy Inc	163,600	6,226,616
Royal Dutch Shell PLC - ADR	492,400	26,776,712
Schlumberger Ltd.	555,159	46,605,598
Spectra Energy Corp	147,500	6,060,775
Royal Dutch Shell PLC SHS B	1,733,324	50,252,294
Total Oil, Gas & Other Energy	7,754,203	$ 570,950,345
Retailers		
Wal-Mart Stores Inc.	1,695,700	$ 117,206,784
Total Retailers	1,695,700	$ 117,206,784
Telecom & Telecom Equipment		
AT&T Inc.	2,429,972	$ 103,346,709
Verizon Communications Inc.	817,080	43,615,730
Corning Incorporated	1,485,300	$ 36,048,231
Total Telecom & Telecom Equipment	4,732,352	$ 183,010,670
Transportation		
GATX Corporation	166,800	$ 10,271,544
Union Pacific Corp.	411,963	42,712,324
Total Transportation	578,763	$ 52,983,868
Utilities & Energy		
Duke Energy Corp	181,300	$ 14,072,506
Total Utilities & Energy	181,300	$ 14,072,506
Total Common Stocks	73,774,580	$ 5,090,599,209
Short Term Investments		
JP Morgan MMF US Govt Mny Mkt Fund*	82,613,844	$ 82,613,844
Total Short Term Investments	82,613,844	$ 82,613,844
Total Equities Account Investments	156,388,424	$ 5,173,213,053

State Farm 401(k) Savings Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
As of December 31, 2016 **Schedule I**

Total State Farm Accounts	**$ 9,087,102,108**
Common Collective Trust Plus - Vanguard Fiduciary Trust Co. *	
Target Retirement Trust I - 2010	34,861,275
Target Retirement Trust I - 2015	122,371,479
Target Retirement Trust I - 2020	257,636,306
Target Retirement Trust I - 2025	313,024,502
Target Retirement Trust I - 2030	284,085,677
Target Retirement Trust I - 2035	213,516,942
Target Retirement Trust I - 2040	161,469,742
Target Retirement Trust I - 2045	110,646,592
Target Retirement Trust I - 2050	145,639,459
Target Retirement Trust I - 2055	41,050,985
Target Retirement Trust I - 2060	14,545,108
Target Retirement Trust I - Income	133,674,073
Total Common Collective Trust Plus - Vanguard Fiduciary Trust Co.	**1,832,522,140**
Total of All Accounts	**10,919,624,248**
Notes receivable from participants*	140,530,724
Total Investments at fair value and notes receivable from participants	**11,060,154,972**

* Denotes "Party in Interest"
Cost information has not been disclosed because they are all participant directed