



QUARTERLY STATEMENT

As of June 30, 2011  
of the Condition and Affairs of the

Loyal American Life Insurance Company

NAIC Group Code.....0084, 0084  
(Current Period) (Prior Period)

NAIC Company Code..... 65722

Employer's ID Number..... 63-0343428

Organized under the Laws of Ohio

State of Domicile or Port of Entry Ohio

Country of Domicile US

Incorporated/Organized..... May 18, 1955

Commenced Business..... July 4, 1955

Statutory Home Office

301 East Fourth Street..... Cincinnati ..... OH ..... 45202  
(Street and Number) (City or Town, State and Zip Code)

Main Administrative Office

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number) (City or Town, State and Zip Code)

(512)451-2224  
(Area Code) (Telephone Number)

Mail Address

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number or P. O. Box) (City or Town, State and Zip Code)

Primary Location of Books and Records

11200 Lakeline Blvd., Suite 100..... Austin ..... TX ..... 78717  
(Street and Number) (City or Town, State and Zip Code)

(512)451-2224  
(Area Code) (Telephone Number)

Internet Web Site Address

www.gafri.com

Statutory Statement Contact

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512-531-1435  
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(Fax Number)

OFFICERS

| Name                       | Title     | Name                        | Title             |
|----------------------------|-----------|-----------------------------|-------------------|
| 1. Bradley Allen Wolfram # | President | 2. Brenda Weigilia Hardison | Secretary         |
| 3. Byron Keith Buescher    | Treasurer | 4. James Monroe Garvin, III | Appointed Actuary |

OTHER

|                             |                            |                           |                         |
|-----------------------------|----------------------------|---------------------------|-------------------------|
| John Paul Gruber            | Vice President & Secretary | Mylott White Nyhart       | Sr. Vice President      |
| Christopher Patrick Miliano | Vice President             | Thomas Edward Mischell    | Assisstant Treasurer    |
| Mark Francis Muething       | Executive Vice President   | Paul Adolph Severt        | Chief Financial Officer |
| Tracy Eugene Maples         | Chief Actuary              | David Lawrence Chambers # | Vice President          |

DIRECTORS OR TRUSTEES

|                         |                       |                             |                       |
|-------------------------|-----------------------|-----------------------------|-----------------------|
| Bradley Allen Wolfram # | Stephen Craig Lindner | Christopher Patrick Miliano | Mark Francis Muething |
| Paul Adolph Severt #    |                       |                             |                       |

State of..... Texas  
County of..... Williamson

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

(Signature)  
Bradley Allen Wolfram  
1. (Printed Name)  
President  
(Title)

(Signature)  
Brenda Weigilia Hardison  
2. (Printed Name)  
Secretary  
(Title)

(Signature)  
Byron Keith Buescher  
3. (Printed Name)  
Treasurer  
(Title)

Subscribed and sworn to before me  
This day of August , 2011

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

ASSETS

|                                                                                                                                                      | Current Statement Date |                    |                                   | 4                                          |
|------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|-----------------------------------|--------------------------------------------|
|                                                                                                                                                      | 1                      | 2                  | 3                                 |                                            |
|                                                                                                                                                      | Assets                 | Nonadmitted Assets | Net Admitted Assets (Cols. 1 - 2) | December 31 Prior Year Net Admitted Assets |
| 1. Bonds.....                                                                                                                                        | 383,100,744            |                    | 383,100,744                       | 393,632,242                                |
| 2. Stocks:                                                                                                                                           |                        |                    |                                   |                                            |
| 2.1 Preferred stocks.....                                                                                                                            |                        |                    | .0                                |                                            |
| 2.2 Common stocks.....                                                                                                                               | 17,674,612             |                    | 17,674,612                        | 17,281,747                                 |
| 3. Mortgage loans on real estate:                                                                                                                    |                        |                    |                                   |                                            |
| 3.1 First liens.....                                                                                                                                 |                        |                    | .0                                |                                            |
| 3.2 Other than first liens.....                                                                                                                      |                        |                    | .0                                |                                            |
| 4. Real estate:                                                                                                                                      |                        |                    |                                   |                                            |
| 4.1 Properties occupied by the company (less \$.....0 encumbrances).....                                                                             |                        |                    | .0                                |                                            |
| 4.2 Properties held for the production of income (less \$.....0 encumbrances).....                                                                   |                        |                    | .0                                |                                            |
| 4.3 Properties held for sale (less \$.....0 encumbrances).....                                                                                       |                        |                    | .0                                |                                            |
| 5. Cash (\$.....(3,892,384)), cash equivalents (\$.....0) and short-term investments (\$.....14,114,488).....                                        | 10,222,104             |                    | 10,222,104                        | 5,619,136                                  |
| 6. Contract loans (including \$.....0 premium notes).....                                                                                            | 18,216,468             |                    | 18,216,468                        | 18,674,443                                 |
| 7. Derivatives.....                                                                                                                                  |                        |                    | .0                                |                                            |
| 8. Other invested assets.....                                                                                                                        |                        |                    | .0                                |                                            |
| 9. Receivables for securities.....                                                                                                                   |                        |                    | .0                                |                                            |
| 10. Securities lending reinvested collateral assets.....                                                                                             |                        |                    | .0                                |                                            |
| 11. Aggregate write-ins for invested assets.....                                                                                                     | .0                     | .0                 | .0                                | .0                                         |
| 12. Subtotals, cash and invested assets (Lines 1 to 11).....                                                                                         | 429,213,928            | .0                 | 429,213,928                       | 435,207,568                                |
| 13. Title plants less \$.....0 charged off (for Title insurers only).....                                                                            |                        |                    | .0                                |                                            |
| 14. Investment income due and accrued.....                                                                                                           | 4,410,923              |                    | 4,410,923                         | 4,450,100                                  |
| 15. Premiums and considerations:                                                                                                                     |                        |                    |                                   |                                            |
| 15.1 Uncollected premiums and agents' balances in the course of collection.....                                                                      | (436,921)              | 69,663             | (506,584)                         | (644,169)                                  |
| 15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums)..... | 1,395,554              |                    | 1,395,554                         | 1,214,030                                  |
| 15.3 Accrued retrospective premiums.....                                                                                                             |                        |                    | .0                                |                                            |
| 16. Reinsurance:                                                                                                                                     |                        |                    |                                   |                                            |
| 16.1 Amounts recoverable from reinsurers.....                                                                                                        | 1,794,137              | 103,936            | 1,690,201                         | 1,428,316                                  |
| 16.2 Funds held by or deposited with reinsured companies.....                                                                                        |                        |                    | .0                                |                                            |
| 16.3 Other amounts receivable under reinsurance contracts.....                                                                                       | 1,090,228              |                    | 1,090,228                         | 1,167,957                                  |
| 17. Amounts receivable relating to uninsured plans.....                                                                                              |                        |                    | .0                                |                                            |
| 18.1 Current federal and foreign income tax recoverable and interest thereon.....                                                                    |                        |                    | .0                                | 276,860                                    |
| 18.2 Net deferred tax asset.....                                                                                                                     | 10,378,000             | 3,681,000          | 6,697,000                         | 8,131,000                                  |
| 19. Guaranty funds receivable or on deposit.....                                                                                                     | 331,260                |                    | 331,260                           | 338,327                                    |
| 20. Electronic data processing equipment and software.....                                                                                           |                        |                    | .0                                |                                            |
| 21. Furniture and equipment, including health care delivery assets (\$.....0).....                                                                   |                        |                    | .0                                |                                            |
| 22. Net adjustment in assets and liabilities due to foreign exchange rates.....                                                                      |                        |                    | .0                                |                                            |
| 23. Receivables from parent, subsidiaries and affiliates.....                                                                                        | 162,128                |                    | 162,128                           | 1,358,463                                  |
| 24. Health care (\$.....0) and other amounts receivable.....                                                                                         | 2,239,191              | 2,239,191          | .0                                |                                            |
| 25. Aggregate write-ins for other than invested assets.....                                                                                          | 629,134                | 629,134            | .0                                | .0                                         |
| 26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....                             | 451,207,562            | 6,722,924          | 444,484,638                       | 452,928,452                                |
| 27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....                                                                     |                        |                    | .0                                |                                            |
| 28. Total (Lines 26 and 27).....                                                                                                                     | 451,207,562            | 6,722,924          | 444,484,638                       | 452,928,452                                |

DETAILS OF WRITE-INS

|                                                                          |         |         |    |    |
|--------------------------------------------------------------------------|---------|---------|----|----|
| 1101. ....                                                               |         |         | .0 |    |
| 1102. ....                                                               |         |         | .0 |    |
| 1103. ....                                                               |         |         | .0 |    |
| 1198. Summary of remaining write-ins for Line 11 from overflow page..... | .0      | .0      | .0 | .0 |
| 1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....       | .0      | .0      | .0 | .0 |
| 2501. Other Receivables and Prepaid Expenses.....                        | 148,277 | 148,277 | .0 |    |
| 2502. Disallowed IMR.....                                                | 480,857 | 480,857 | .0 |    |
| 2503. ....                                                               |         |         | .0 |    |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | .0      | .0      | .0 | .0 |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | 629,134 | 629,134 | .0 | .0 |

LIABILITIES, SURPLUS AND OTHER FUNDS

|                                                                                                                                                                                          | 1<br>Current<br>Statement Date | 2<br>December 31<br>Prior Year |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|--------------------------------|
| 1. Aggregate reserve for life contracts \$.....229,770,821 less \$.....0 included in Line 6.3 (including \$.....0 Modco Reserve).....                                                    | 229,770,821                    | 240,142,087                    |
| 2. Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve).....                                                                                           | 19,383,188                     | 19,806,384                     |
| 3. Liability for deposit-type contracts (including \$.....0 Modco Reserve).....                                                                                                          | 13,219,559                     | 13,470,506                     |
| 4. Contract claims:                                                                                                                                                                      |                                |                                |
| 4.1 Life.....                                                                                                                                                                            | 4,485,427                      | 3,633,852                      |
| 4.2 Accident and health.....                                                                                                                                                             | 8,848,635                      | 7,458,288                      |
| 5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid.....                                                                                                            |                                |                                |
| 6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:                                                                            |                                |                                |
| 6.1 Dividends apportioned for payment (including \$.....0 Modco).....                                                                                                                    | 40,000                         | 40,000                         |
| 6.2 Dividends not yet apportioned (including \$.....0 Modco).....                                                                                                                        |                                |                                |
| 6.3 Coupons and similar benefits (including \$.....0 Modco).....                                                                                                                         |                                |                                |
| 7. Amount provisionally held for deferred dividend policies not included in Line 6.....                                                                                                  |                                |                                |
| 8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$.....0 discount; including \$.....916,977 accident and health premiums..... | 955,940                        | 1,156,572                      |
| 9. Contract liabilities not included elsewhere:                                                                                                                                          |                                |                                |
| 9.1 Surrender values on canceled contracts.....                                                                                                                                          |                                |                                |
| 9.2 Provision for experience rating refunds, including \$.....0 accident and health experience rating refunds.....                                                                       |                                |                                |
| 9.3 Other amounts payable on reinsurance, including \$.....0 assumed and \$.....630,670 ceded.....                                                                                       | 630,670                        | 452,876                        |
| 9.4 Interest Maintenance Reserve.....                                                                                                                                                    |                                |                                |
| 10. Commissions to agents due or accrued - life and annuity contracts \$.....0, accident and health \$.....0 and deposit-type contract funds \$.....0.....                               | 1,168,146                      | 1,025,241                      |
| 11. Commissions and expense allowances payable on reinsurance assumed.....                                                                                                               |                                |                                |
| 12. General expenses due or accrued.....                                                                                                                                                 | 477,039                        | 661,151                        |
| 13. Transfers to Separate Accounts due or accrued (net) (including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances).....                     |                                |                                |
| 14. Taxes, licenses and fees due or accrued, excluding federal income taxes.....                                                                                                         | 785,658                        | 1,226,273                      |
| 15.1 Current federal and foreign income taxes, including \$.....0 on realized capital gains (losses).....                                                                                | 864,663                        |                                |
| 15.2 Net deferred tax liability.....                                                                                                                                                     |                                |                                |
| 16. Unearned investment income.....                                                                                                                                                      | 500,198                        | 538,844                        |
| 17. Amounts withheld or retained by company as agent or trustee.....                                                                                                                     | 56,484                         | 59,578                         |
| 18. Amounts held for agents' account, including \$.....0 agents' credit balances.....                                                                                                    |                                | 22,441                         |
| 19. Remittances and items not allocated.....                                                                                                                                             | 506,529                        | 810,678                        |
| 20. Net adjustment in assets and liabilities due to foreign exchange rates.....                                                                                                          |                                |                                |
| 21. Liability for benefits for employees and agents if not included above.....                                                                                                           |                                |                                |
| 22. Borrowed money \$.....0 and interest thereon \$.....0.....                                                                                                                           |                                |                                |
| 23. Dividends to stockholders declared and unpaid.....                                                                                                                                   |                                |                                |
| 24. Miscellaneous liabilities:                                                                                                                                                           |                                |                                |
| 24.01 Asset valuation reserve.....                                                                                                                                                       | 1,359,043                      | 1,270,361                      |
| 24.02 Reinsurance in unauthorized companies.....                                                                                                                                         |                                |                                |
| 24.03 Funds held under reinsurance treaties with unauthorized reinsurers.....                                                                                                            | 121,636,124                    | 122,009,920                    |
| 24.04 Payable to parent, subsidiaries and affiliates.....                                                                                                                                | 257,611                        | 367,800                        |
| 24.05 Drafts outstanding.....                                                                                                                                                            |                                |                                |
| 24.06 Liability for amounts held under uninsured plans.....                                                                                                                              |                                |                                |
| 24.07 Funds held under coinsurance.....                                                                                                                                                  |                                |                                |
| 24.08 Derivatives.....                                                                                                                                                                   |                                |                                |
| 24.09 Payable for securities.....                                                                                                                                                        |                                |                                |
| 24.10 Payable for securities lending.....                                                                                                                                                |                                |                                |
| 24.11 Capital notes \$.....0 and interest thereon \$.....0.....                                                                                                                          |                                |                                |
| 25. Aggregate write-ins for liabilities.....                                                                                                                                             | 1,149,131                      | 891,654                        |
| 26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....                                                                                                          | 406,094,866                    | 415,044,506                    |
| 27. From Separate Accounts statement.....                                                                                                                                                |                                |                                |
| 28. Total liabilities (Lines 26 and 27).....                                                                                                                                             | 406,094,866                    | 415,044,506                    |
| 29. Common capital stock.....                                                                                                                                                            | 5,640,000                      | 5,640,000                      |
| 30. Preferred capital stock.....                                                                                                                                                         |                                |                                |
| 31. Aggregate write-ins for other than special surplus funds.....                                                                                                                        | 0                              | 0                              |
| 32. Surplus notes.....                                                                                                                                                                   |                                |                                |
| 33. Gross paid in and contributed surplus.....                                                                                                                                           | 28,027,230                     | 27,937,739                     |
| 34. Aggregate write-ins for special surplus funds.....                                                                                                                                   | 1,507,483                      | 2,456,616                      |
| 35. Unassigned funds (surplus).....                                                                                                                                                      | 3,215,059                      | 1,849,591                      |
| 36. Less treasury stock, at cost:                                                                                                                                                        |                                |                                |
| 36.1 ....0.000 shares common (value included in Line 29 \$.....0).....                                                                                                                   |                                |                                |
| 36.2 ....0.000 shares preferred (value included in Line 30 \$.....0).....                                                                                                                |                                |                                |
| 37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$.....0 in Separate Accounts Statement).....                                                                           | 32,749,772                     | 32,243,946                     |
| 38. Totals of Lines 29, 30 and 37.....                                                                                                                                                   | 38,389,772                     | 37,883,946                     |
| 39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....                                                                                                                             | 444,484,638                    | 452,928,452                    |

| DETAILS OF WRITE-INS                                                     |           |           |
|--------------------------------------------------------------------------|-----------|-----------|
| 2501. Escheat.....                                                       | 921,631   | 696,654   |
| 2502. Deferred Lease Liability.....                                      | 227,500   | 195,000   |
| 2503. ....                                                               |           |           |
| 2598. Summary of remaining write-ins for Line 25 from overflow page..... | 0         | 0         |
| 2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....       | 1,149,131 | 891,654   |
| 3101. ....                                                               |           |           |
| 3102. ....                                                               |           |           |
| 3103. ....                                                               |           |           |
| 3198. Summary of remaining write-ins for Line 31 from overflow page..... | 0         | 0         |
| 3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....       | 0         | 0         |
| 3401. SSAP 10R Additional Surplus.....                                   | 1,456,000 | 2,405,000 |
| 3402. Subsidiary SSAP 10R Additional Surplus.....                        | 51,483    | 51,616    |
| 3403. ....                                                               |           |           |
| 3498. Summary of remaining write-ins for Line 34 from overflow page..... | 0         | 0         |
| 3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34 above).....       | 1,507,483 | 2,456,616 |

SUMMARY OF OPERATIONS

|                                                                                                                                                                                                      | 1<br>Current<br>Year to Date | 2<br>Prior<br>Year to Date | 3<br>Prior Year Ended<br>December 31 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| 1. Premiums and annuity considerations for life and accident and health contracts.....                                                                                                               | 51,468,138                   | 41,353,356                 | 87,444,914                           |
| 2. Considerations for supplementary contracts with life contingencies.....                                                                                                                           |                              |                            |                                      |
| 3. Net investment income.....                                                                                                                                                                        | 12,437,167                   | 12,279,772                 | 24,444,027                           |
| 4. Amortization of Interest Maintenance Reserve (IMR).....                                                                                                                                           | 122,957                      | 171,862                    | 350,437                              |
| 5. Separate Accounts net gain from operations excluding unrealized gains or losses.....                                                                                                              |                              |                            |                                      |
| 6. Commissions and expense allowances on reinsurance ceded.....                                                                                                                                      | 3,622,251                    | 5,022,670                  | 12,702,021                           |
| 7. Reserve adjustments on reinsurance ceded.....                                                                                                                                                     |                              |                            |                                      |
| 8. Miscellaneous Income:                                                                                                                                                                             |                              |                            |                                      |
| 8.1 Income from fees associated with investment management, administration and contract guarantees<br>from Separate Accounts.....                                                                    |                              |                            |                                      |
| 8.2 Charges and fees for deposit-type contracts.....                                                                                                                                                 |                              |                            |                                      |
| 8.3 Aggregate write-ins for miscellaneous income.....                                                                                                                                                | 184,582                      | 263,083                    | 508,359                              |
| 9. Totals (Lines 1 to 8.3).....                                                                                                                                                                      | 67,835,095                   | 59,090,743                 | 125,449,758                          |
| 10. Death benefits.....                                                                                                                                                                              | 934,303                      | 648,820                    | 1,546,637                            |
| 11. Matured endowments (excluding guaranteed annual pure endowments).....                                                                                                                            | 5,291                        | 9,522                      | 36,746                               |
| 12. Annuity benefits.....                                                                                                                                                                            | 4,624,941                    | 4,738,592                  | 9,577,039                            |
| 13. Disability benefits and benefits under accident and health contracts.....                                                                                                                        | 37,228,313                   | 27,640,045                 | 57,412,219                           |
| 14. Coupons, guaranteed annual pure endowments and similar benefits.....                                                                                                                             | 622                          | 148                        | 739                                  |
| 15. Surrender benefits and withdrawals for life contracts.....                                                                                                                                       | 11,484,213                   | 8,773,909                  | 19,817,829                           |
| 16. Group conversions.....                                                                                                                                                                           |                              |                            |                                      |
| 17. Interest and adjustments on contract or deposit-type contract funds.....                                                                                                                         | 97,680                       | 119,769                    | 435,654                              |
| 18. Payments on supplementary contracts with life contingencies.....                                                                                                                                 | 38,523                       | 38,709                     | 80,723                               |
| 19. Increase in aggregate reserves for life and accident and health contracts.....                                                                                                                   | (10,794,462)                 | (7,374,771)                | (17,196,423)                         |
| 20. Totals (Lines 10 to 19).....                                                                                                                                                                     | 43,619,424                   | 34,594,743                 | 71,711,163                           |
| 21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....                                                                                      | 11,090,572                   | 10,538,284                 | 20,950,124                           |
| 22. Commissions and expense allowances on reinsurance assumed.....                                                                                                                                   | 22,921                       | 1,920                      | 3,423                                |
| 23. General insurance expenses.....                                                                                                                                                                  | 6,120,239                    | 7,444,956                  | 14,810,460                           |
| 24. Insurance taxes, licenses and fees, excluding federal income taxes.....                                                                                                                          | 1,448,369                    | 1,216,460                  | 2,182,400                            |
| 25. Increase in loading on deferred and uncollected premiums.....                                                                                                                                    | 2,362                        | (94,613)                   | (214,757)                            |
| 26. Net transfers to or (from) Separate Accounts net of reinsurance.....                                                                                                                             |                              |                            |                                      |
| 27. Aggregate write-ins for deductions.....                                                                                                                                                          | 3,083,353                    | 3,071,548                  | 5,977,004                            |
| 28. Totals (Lines 20 to 27).....                                                                                                                                                                     | 65,387,240                   | 56,773,298                 | 115,419,817                          |
| 29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....                                                                                  | 2,447,855                    | 2,317,445                  | 10,029,941                           |
| 30. Dividends to policyholders.....                                                                                                                                                                  | 20,147                       | 22,220                     | (12,192)                             |
| 31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....                                                                           | 2,427,708                    | 2,295,225                  | 10,042,133                           |
| 32. Federal and foreign income taxes incurred (excluding tax on capital gains).....                                                                                                                  | 923,544                      | 520,297                    | (642,861)                            |
| 33. Net gain from operations after dividends to policyholders and federal income taxes and before realized<br>capital gains or (losses) (Line 31 minus Line 32).....                                 | 1,504,164                    | 1,774,928                  | 10,684,994                           |
| 34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains<br>tax of \$.....35,942 (excluding taxes of \$.....154,038 transferred to the IMR)..... | (585,649)                    | (267,215)                  | (62,935)                             |
| 35. Net income (Line 33 plus Line 34).....                                                                                                                                                           | 918,515                      | 1,507,713                  | 10,622,059                           |
| CAPITAL AND SURPLUS ACCOUNT                                                                                                                                                                          |                              |                            |                                      |
| 36. Capital and surplus, December 31, prior year.....                                                                                                                                                | 37,883,946                   | 33,330,107                 | 33,330,107                           |
| 37. Net income (Line 35).....                                                                                                                                                                        | 918,515                      | 1,507,713                  | 10,622,059                           |
| 38. Change in net unrealized capital gains (losses) less capital gains tax of \$.....(11,267).....                                                                                                   | 546,526                      | 113,845                    | 1,033,862                            |
| 39. Change in net unrealized foreign exchange capital gain (loss).....                                                                                                                               |                              |                            |                                      |
| 40. Change in net deferred income tax.....                                                                                                                                                           | 67,733                       | 103,962                    | (268,758)                            |
| 41. Change in nonadmitted assets.....                                                                                                                                                                | 1,082,758                    | 231,235                    | 1,462,508                            |
| 42. Change in liability for reinsurance in unauthorized companies.....                                                                                                                               |                              |                            |                                      |
| 43. Change in reserve on account of change in valuation basis, (increase) or decrease.....                                                                                                           |                              |                            |                                      |
| 44. Change in asset valuation reserve.....                                                                                                                                                           | (88,682)                     | (137,544)                  | (399,967)                            |
| 45. Change in treasury stock.....                                                                                                                                                                    |                              |                            |                                      |
| 46. Surplus (contributed to) withdrawn from Separate Accounts during period.....                                                                                                                     |                              |                            |                                      |
| 47. Other changes in surplus in Separate Accounts Statement.....                                                                                                                                     |                              |                            |                                      |
| 48. Change in surplus notes.....                                                                                                                                                                     |                              |                            |                                      |
| 49. Cumulative effect of changes in accounting principles.....                                                                                                                                       |                              |                            | (1,280,252)                          |
| 50. Capital changes:                                                                                                                                                                                 |                              |                            |                                      |
| 50.1 Paid in.....                                                                                                                                                                                    |                              |                            |                                      |
| 50.2 Transferred from surplus (Stock Dividend).....                                                                                                                                                  |                              |                            |                                      |
| 50.3 Transferred to surplus.....                                                                                                                                                                     |                              |                            |                                      |
| 51. Surplus adjustment:                                                                                                                                                                              |                              |                            |                                      |
| 51.1 Paid in.....                                                                                                                                                                                    | 89,491                       |                            | 5,935,620                            |
| 51.2 Transferred to capital (Stock Dividend).....                                                                                                                                                    |                              |                            |                                      |
| 51.3 Transferred from capital.....                                                                                                                                                                   |                              |                            |                                      |
| 51.4 Change in surplus as a result of reinsurance.....                                                                                                                                               | (1,161,382)                  | (1,912,350)                | (12,876,253)                         |
| 52. Dividends to stockholders.....                                                                                                                                                                   |                              |                            |                                      |
| 53. Aggregate write-ins for gains and losses in surplus.....                                                                                                                                         | (949,133)                    | 375,683                    | 325,020                              |
| 54. Net change in capital and surplus (Lines 37 through 53).....                                                                                                                                     | 505,826                      | 282,544                    | 4,553,839                            |
| 55. Capital and surplus as of statement date (Lines 36 + 54).....                                                                                                                                    | 38,389,772                   | 33,612,651                 | 37,883,946                           |
| DETAILS OF WRITE-INS                                                                                                                                                                                 |                              |                            |                                      |
| 08.301. Interest on Agent Balances.....                                                                                                                                                              | 169,217                      | 249,479                    | 482,907                              |
| 08.302. Express Script Rebates.....                                                                                                                                                                  | 14,735                       | 13,604                     | 25,302                               |
| 08.303. Other Miscellaneous Income.....                                                                                                                                                              | 630                          |                            | 150                                  |
| 08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....                                                                                                                          | 0                            | 0                          | 0                                    |
| 08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....                                                                                                                          | 184,582                      | 263,083                    | 508,359                              |
| 2701. Interest on Debt.....                                                                                                                                                                          | 3,080,374                    | 3,068,387                  | 5,975,212                            |
| 2702. Penalties.....                                                                                                                                                                                 | 2,979                        | 3,161                      | 1,792                                |
| 2703. Other Deductions.....                                                                                                                                                                          |                              |                            |                                      |
| 2798. Summary of remaining write-ins for Line 27 from overflow page.....                                                                                                                             | 0                            | 0                          | 0                                    |
| 2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....                                                                                                                                   | 3,083,353                    | 3,071,548                  | 5,977,004                            |
| 5301. SSAP 10R Additional Surplus.....                                                                                                                                                               | (949,000)                    | 376,000                    | 321,000                              |
| 5302. Subsidiary SSAP 10R Additional Surplus.....                                                                                                                                                    | (133)                        | (317)                      | 4,020                                |
| 5303. ....                                                                                                                                                                                           |                              |                            |                                      |
| 5398. Summary of remaining write-ins for Line 53 from overflow page.....                                                                                                                             | 0                            | 0                          | 0                                    |
| 5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....                                                                                                                                   | (949,133)                    | 375,683                    | 325,020                              |

CASH FLOW

|                                                                                                                     | 1<br>Current Year<br>to Date | 2<br>Prior Year<br>To Date | 3<br>Prior Year Ended<br>December 31 |
|---------------------------------------------------------------------------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| CASH FROM OPERATIONS                                                                                                |                              |                            |                                      |
| 1. Premiums collected net of reinsurance.....                                                                       | 51,179,610                   | 41,295,110                 | 89,633,515                           |
| 2. Net investment income.....                                                                                       | 11,592,307                   | 11,389,922                 | 22,784,890                           |
| 3. Miscellaneous income.....                                                                                        | 2,734,942                    | 3,373,399                  | 6,578,706                            |
| 4. Total (Lines 1 through 3).....                                                                                   | 65,506,859                   | 56,058,431                 | 118,997,111                          |
| 5. Benefit and loss related payments.....                                                                           | 52,184,580                   | 39,116,159                 | 90,829,127                           |
| 6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....                         |                              |                            |                                      |
| 7. Commissions, expenses paid and aggregate write-ins for deductions.....                                           | 22,011,240                   | 23,344,109                 | 44,832,837                           |
| 8. Dividends paid to policyholders.....                                                                             | 20,147                       | 22,220                     | 37,871                               |
| 9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....             | (28,000)                     | 197,000                    | (1,540,398)                          |
| 10. Total (Lines 5 through 9).....                                                                                  | 74,187,967                   | 62,679,488                 | 134,159,437                          |
| 11. Net cash from operations (Line 4 minus Line 10).....                                                            | (8,681,108)                  | (6,621,057)                | (15,162,326)                         |
| CASH FROM INVESTMENTS                                                                                               |                              |                            |                                      |
| 12. Proceeds from investments sold, matured or repaid:                                                              |                              |                            |                                      |
| 12.1 Bonds.....                                                                                                     | 17,556,341                   | 19,120,269                 | 32,777,989                           |
| 12.2 Stocks.....                                                                                                    |                              |                            | 698,284                              |
| 12.3 Mortgage loans.....                                                                                            |                              |                            |                                      |
| 12.4 Real estate.....                                                                                               |                              |                            |                                      |
| 12.5 Other invested assets.....                                                                                     |                              |                            |                                      |
| 12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....                                |                              |                            |                                      |
| 12.7 Miscellaneous proceeds.....                                                                                    |                              | 24,294                     | 24,294                               |
| 12.8 Total investment proceeds (Lines 12.1 to 12.7).....                                                            | 17,556,341                   | 19,144,563                 | 33,500,567                           |
| 13. Cost of investments acquired (long-term only):                                                                  |                              |                            |                                      |
| 13.1 Bonds.....                                                                                                     | 6,146,794                    | 18,597,803                 | 49,100,823                           |
| 13.2 Stocks.....                                                                                                    |                              |                            |                                      |
| 13.3 Mortgage loans.....                                                                                            |                              |                            |                                      |
| 13.4 Real estate.....                                                                                               |                              |                            |                                      |
| 13.5 Other invested assets.....                                                                                     | 0                            | 0                          |                                      |
| 13.6 Miscellaneous applications.....                                                                                |                              |                            |                                      |
| 13.7 Total investments acquired (Lines 13.1 to 13.6).....                                                           | 6,146,794                    | 18,597,803                 | 49,100,823                           |
| 14. Net increase (decrease) in contract loans and premium notes.....                                                | (457,975)                    | (1,982,356)                | (2,493,582)                          |
| 15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....                                          | 11,867,522                   | 2,529,116                  | (13,106,674)                         |
| CASH FROM FINANCING AND MISCELLANEOUS SOURCES                                                                       |                              |                            |                                      |
| 16. Cash provided (applied):                                                                                        |                              |                            |                                      |
| 16.1 Surplus notes, capital notes.....                                                                              |                              |                            |                                      |
| 16.2 Capital and paid in surplus, less treasury stock.....                                                          |                              |                            | 4,602,972                            |
| 16.3 Borrowed funds.....                                                                                            |                              |                            |                                      |
| 16.4 Net deposits on deposit-type contracts and other insurance liabilities.....                                    | (348,627)                    | (681,439)                  | (768,975)                            |
| 16.5 Dividends to stockholders.....                                                                                 |                              |                            |                                      |
| 16.6 Other cash provided (applied).....                                                                             | 1,765,181                    | (1,737,747)                | 1,034,433                            |
| 17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)..... | 1,416,554                    | (2,419,186)                | 4,868,430                            |
| RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS                                                 |                              |                            |                                      |
| 18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....        | 4,602,968                    | (6,511,127)                | (23,400,570)                         |
| 19. Cash, cash equivalents and short-term investments:                                                              |                              |                            |                                      |
| 19.1 Beginning of year.....                                                                                         | 5,619,136                    | 29,019,706                 | 29,019,706                           |
| 19.2 End of period (Line 18 plus Line 19.1).....                                                                    | 10,222,103                   | 22,508,579                 | 5,619,136                            |

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

|         |  |  |  |
|---------|--|--|--|
| 20.0001 |  |  |  |
|---------|--|--|--|

EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

|                                                   | 1<br>Current Year<br>To Date | 2<br>Prior Year<br>To Date | 3<br>Prior Year<br>Ended December 31 |
|---------------------------------------------------|------------------------------|----------------------------|--------------------------------------|
| 1. Industrial life.....                           |                              |                            |                                      |
| 2. Ordinary life insurance.....                   | 4,108,455                    | 4,463,232                  | 7,965,913                            |
| 3. Ordinary individual annuities.....             | 468,644                      | 6,275,187                  | 7,964,552                            |
| 4. Credit life (group and individual).....        |                              |                            |                                      |
| 5. Group life insurance.....                      | 58,894                       | 65,722                     | 121,536                              |
| 6. Group annuities.....                           |                              |                            |                                      |
| 7. A&H - group.....                               | 399,903                      | 278,276                    | 688,630                              |
| 8. A&H - credit (group and individual).....       |                              |                            |                                      |
| 9. A&H - other.....                               | 55,720,011                   | 46,335,054                 | 95,676,529                           |
| 10. Aggregate of all other lines of business..... | 0                            | 0                          | 0                                    |
| 11. Subtotal.....                                 | 60,755,907                   | 57,417,471                 | 112,417,160                          |
| 12. Deposit-type contracts.....                   | 103,872                      | 36,313                     | 83,625                               |
| 13. Total.....                                    | 60,859,779                   | 57,453,784                 | 112,500,785                          |

DETAILS OF WRITE-INS

|                                                                          |   |   |   |
|--------------------------------------------------------------------------|---|---|---|
| 1001. ....                                                               |   |   |   |
| 1002. ....                                                               |   |   |   |
| 1003. ....                                                               |   |   |   |
| 1098. Summary of remaining write-ins for Line 10 from overflow page..... | 0 | 0 | 0 |
| 1099. Total (Lines 1001 thru 1003 plus 1098) (Line 10 above).....        | 0 | 0 | 0 |

NOTES TO FINANCIAL STATEMENTS

**Note 1 - Summary of Significant Accounting Policies**

a. Accounting Practices and Procedures

The financial statements of Loyal American Life Insurance Company ("LALIC" or "the Company") are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures* manual, ("NAIC SAP") has been adopted as a component of prescribed or permitted practices by the State of Ohio.

**Note 2 - Accounting Changes and Corrections of Errors**

No significant change.

**Note 3 - Business Combinations and Goodwill**

Not applicable.

**Note 4 - Discontinued Operations**

No significant change.

**Note 5 - Investments**

- D. (1) The Company uses dealer-modeled prepayment assumptions for mortgage-backed and asset-backed securities at the date of purchase to determine effective yields; significant changes in estimated cash flows from original purchase assumptions are accounted for on a prospective basis.
- (2) The Company does not currently hold any securities with an other-than-temporary ("OTTI") impairment where there is an intent to sell or an inability or lack of intent to hold the securities for a sufficient period of time necessary to recover the amortized cost basis of the securities.
- (3) The following table shows each security with a credit-related other-than-temporary ("OTTI") impairment charge recognized:

| CUSIP     | Amortized<br>Cost<br>Before<br>OTTI | Present<br>Value of<br>Projected<br>Cash<br>Flows | OTTI Charge<br>Recognized<br>in Income<br>Statement | Amortized<br>Cost After<br>OTTI | Fair Value | Date<br>Reported |
|-----------|-------------------------------------|---------------------------------------------------|-----------------------------------------------------|---------------------------------|------------|------------------|
| 05949CGW0 | \$ 969,010                          | \$ 944,680                                        | \$ 24,330                                           | \$944,680                       | \$ 925,000 | 3/31/11          |
| 12641PBB9 | 36,938                              | 22,438                                            | 14,500                                              | 22,438                          | 44,100     | 3/31/11          |
| 12641PBQ6 | 34,823                              | 31,660                                            | 3,163                                               | 31,660                          | 17,200     | 3/31/11          |
| 12641PBR4 | 11,918                              | 5,000                                             | 6,918                                               | 5,000                           | 19,500     | 3/31/11          |
| 47232DAL6 | 34,732                              | 21,430                                            | 13,302                                              | 21,430                          | 40,697     | 3/31/11          |
| 47232VCP5 | 70,542                              | 57,630                                            | 12,912                                              | 57,630                          | 58,284     | 3/31/11          |
| 47232VCT7 | 34,095                              | 18,238                                            | 15,857                                              | 18,238                          | 43,643     | 3/31/11          |
| 47232VDE9 | 95,235                              | 85,580                                            | 9,655                                               | 85,580                          | 50,093     | 3/31/11          |
| 47232VEV0 | 175,007                             | 165,999                                           | 9,008                                               | 165,999                         | 114,144    | 3/31/11          |
| 57643MLZ5 | 957,240                             | 925,680                                           | 27,240                                              | 930,000                         | 930,000    | 3/31/11          |
| 761118KH0 | 510,779                             | 492,029                                           | 7,066                                               | 503,713                         | 503,713    | 3/31/11          |
| 05949CGW0 | 944,542                             | 913,150                                           | 13,793                                              | 930,749                         | 930,749    | 6/30/11          |
| 12641PBA1 | 80,000                              | 61,525                                            | 18,475                                              | 61,525                          | 43,600     | 6/30/11          |
| 12641PBB9 | 22,422                              | 5,400                                             | 17,022                                              | 5,400                           | 40,050     | 6/30/11          |
| 12641PBP8 | 60,000                              | 51,117                                            | 8,883                                               | 51,117                          | 30,000     | 6/30/11          |
| 12641PBQ6 | 31,650                              | 16,000                                            | 15,650                                              | 16,000                          | 17,200     | 6/30/11          |
| 12641QBX9 | 103,590                             | 89,560                                            | 14,030                                              | 89,560                          | 36,000     | 6/30/11          |
| 12641QDW9 | 85,834                              | 49,193                                            | 36,641                                              | 49,193                          | 25,201     | 6/30/11          |
| 41161PTN3 | 490,304                             | 467,615                                           | 22,689                                              | 467,615                         | 430,881    | 6/30/11          |
| 472321AK4 | 40,619                              | 14,833                                            | 5,576                                               | 35,043                          | 35,043     | 6/30/11          |
| 472321AL2 | 10,609                              | 6,708                                             | 3,901                                               | 6,708                           | 5,354      | 6/30/11          |
| 47232DAH5 | 48,603                              | 43,206                                            | 5,397                                               | 43,206                          | 30,496     | 6/30/11          |
| 47232DAJ1 | 48,603                              | 34,022                                            | 14,581                                              | 34,022                          | 22,232     | 6/30/11          |
| 47232DAK8 | 36,147                              | 24,301                                            | 11,846                                              | 24,301                          | 17,817     | 6/30/11          |
| 47232VAJ1 | 30,005                              | 19,522                                            | 10,483                                              | 19,522                          | 28,468     | 6/30/11          |
| 47232BAK8 | 26,937                              | 13,216                                            | 13,721                                              | 13,216                          | 41,429     | 6/30/11          |
| 47232VCN0 | 100,000                             | 83,050                                            | 16,950                                              | 83,050                          | 46,377     | 6/30/11          |
| 47232VCP5 | 56,113                              | 30,000                                            | 26,113                                              | 30,000                          | 57,736     | 6/30/11          |
| 47232VCS9 | 81,995                              | 57,584                                            | 24,411                                              | 57,584                          | 51,391     | 6/30/11          |
| 47232VDD1 | 200,000                             | 176,000                                           | 24,000                                              | 176,000                         | 95,888     | 6/30/11          |
| 47232VDE9 | 84,273                              | 22,000                                            | 62,273                                              | 22,000                          | 48,802     | 6/30/11          |
| 47232VEV0 | 154,369                             | 125,049                                           | 39,320                                              | 125,049                         | 106,635    | 6/30/11          |

NOTES TO FINANCIAL STATEMENTS

(4) The following table shows all loan-backed securities with an unrealized loss:

| <u>Less than 12 months</u> |                        | <u>12 months or more</u> |                        |
|----------------------------|------------------------|--------------------------|------------------------|
| <u>Fair Value</u>          | <u>Unrealized Loss</u> | <u>Fair Value</u>        | <u>Unrealized Loss</u> |
| \$ 9,222,220               | \$ (295,857)           | \$ 12,517,996            | \$ (2,033,956)         |

(5) Based on cash flow projections received from independent sources (which reflect loan to collateral values, subordination, vintage and geographic concentration), implied cash flows inherent in security ratings and analysis of historical payment data, management believes that the Company will recover its cost basis in all securities with unrealized losses at June 30, 2011. The Company has the intent to hold such securities until they recover in value or mature.

**Note 6 - Joint Ventures, Partnerships and Limited Liability Companies**

Not applicable.

**Note 7 - Investment Income**

No significant change.

**Note 8 - Derivative Instruments**

Not applicable.

**Note 9 - Income Taxes**

No significant change.

**Note 10 - Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties**

The Company received a \$89,491 capital contribution from its parent, Great American Financial Resources, Inc. on June 30, 2011.

**Note 11 - Debt**

No significant change.

**Note 12 - Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans**

No significant change.

**Note 13 - Capital and Surplus, Shareholders’ Dividend Restrictions and Quasi-Reorganizations**

No significant change.

**Note 14 - Contingencies**

No significant change.

**Note 15 - Leases**

No significant change.

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

Not applicable.

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

C. The Company was not involved in any wash sale transactions in 2011.

NOTES TO FINANCIAL STATEMENTS

**Note 18 - Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans**

Not applicable.

**Note 19 - Direct Premium Written/Produced by Managing General Agents/Third Party Administrators**

Not applicable.

**Note 20 - Fair Value**

1. Fair Value Measurements at Reporting Date

The Company has categorized its assets and liabilities measured at fair value into the three-level fair value hierarchy as reflected in the following table. See item 4 below for a discussion of each of these three levels.

| Description                              | Level 1            | Level 2          | Level 3     | Total              |
|------------------------------------------|--------------------|------------------|-------------|--------------------|
| Assets:                                  |                    |                  |             |                    |
| Bonds:                                   |                    |                  |             |                    |
| Residential MBS                          | -                  | \$124,355        | -           | \$124,355          |
| All other bonds                          | -                  | 100              | -           | 100                |
| Total Bonds                              | -                  | 124,455          | -           | 124,455            |
| Non affiliated common stock              | 4,175,135          | -                | -           | 4,175,235          |
| Total assets accounted for at fair value | <u>\$4,175,235</u> | <u>\$124,455</u> | <u>\$ -</u> | <u>\$4,299,690</u> |

2. The Company does not have any Level 3 securities carried at fair value.

3. Fair Value Recognition of Transfers Between Levels

The Company recognizes and records the transfer of securities into and out of level 3 due to changes in availability of market observable inputs. All transfers are reflected in the table above at fair value as of the end of the reporting period.

4. Inputs and Techniques Used in Estimating Fair Value

No significant change.

**Note 21 - Other Items**

No significant change.

**Note 22 - Events Subsequent**

Management has evaluated the financial statements for subsequent events through August 12, 2011, the date financial statements were available to be issued.

**Note 23 - Reinsurance**

No significant change.

**Note 24 - Retrospectively Rated Contracts & Contracts Subject to Redetermination**

Not applicable.

**Note 25 - Change in Incurred Losses and Loss Adjustment Expenses**

Reserves as of December 31, 2010 were \$9,553,824. As of June 30, 2011, \$6,592,551 has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$1,361,750 as a result of re-estimation of unpaid claims and claim adjustment expenses principally on medicare supplement and cancer expense lines of insurance. Therefore, there has been a \$1,599,523 favorable prior year development since December 31, 2010 to June 30, 2011. The decrease is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

**Note 26 - Intercompany Pooling Arrangements**

Not applicable.

NOTES TO FINANCIAL STATEMENTS

**Note 27 - Structured Settlements**

Not applicable.

**Note 28 - Health Care Receivables**

Not applicable.

**Note 29 - Participating Policies**

No significant change.

**Note 30 - Premium Deficiency Reserves**

Not applicable.

**Note 31 - Reserves for Life Contracts and Annuity Contracts**

No significant change.

**Note 32 - Analysis of Annuity Actuarial Reserves and Deposit Liabilities by Withdrawal Characteristics**

No significant change.

**Note 33 - Premiums and Annuity Considerations Deferred and Uncollected**

No significant change.

**Note 34 - Separate Accounts**

Not applicable.

**Note 35 - Loss/Claim Adjustment Expenses**

No significant change.

Loyal American Life Insurance Company

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes [ ☐ ]

No [ ☒ X ]

1.2

If yes, has the report been filed with the domiciliary state?

Yes [ ☐ ]

No [ ☒ X ]

2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes [ ☐ ]

No [ ☒ X ]

2.2

If yes, date of change:

.....

3.

Have there been any substantial changes in the organizational chart since the prior quarter end?  
If yes, complete the Schedule Y-Part 1 - Organizational chart.

Yes [ ☐ ]

No [ ☒ X ]

4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [ ☐ ]

No [ ☒ X ]

4.2

If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?  
If yes, attach an explanation.

Yes [ ☐ ]

No [ ☒ X ]

N/A [ ☐ ]

6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2006.....

6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2006.....

6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

1/25/2008.....

6.4

By what department or departments?  
Ohio Department of Insurance

6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [ ☐ ]

No [ ☐ ]

N/A [ ☒ X ]

6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [ ☐ ]

No [ ☐ ]

N/A [ ☒ X ]

7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [ ☐ ]

No [ ☒ X ]

7.2

If yes, give full information:

8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes [ ☐ ]

No [ ☒ X ]

8.2

If response to 8.1 is yes, please identify the name of the bank holding company.

8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes [ ☒ X ]

No [ ☐ ]

8.4

If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

|                         |                        |     |     |     |      |     |
|-------------------------|------------------------|-----|-----|-----|------|-----|
| 1                       | 2                      | 3   | 4   | 5   | 6    | 7   |
| Affiliate Name          | Location (City, State) | FRB | OCC | OTS | FDIC | SEC |
| Great American Advisors | Cincinnati, OH         | NO  | NO  | NO  | NO   | YES |

9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?  
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
(c) Compliance with applicable governmental laws, rules and regulations;  
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
(e) Accountability for adherence to the code.

Yes [ ☒ X ]

No [ ☐ ]

9.11

If the response to 9.1 is No, please explain:

9.2

Has the code of ethics for senior managers been amended?

Yes [ ☐ ]

No [ ☒ X ]

9.21

If the response to 9.2 is Yes, provide information related to amendment(s).

9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [ ☐ ]

No [ ☒ X ]

Loyal American Life Insurance Company  
GENERAL INTERROGATORIES  
PART 1 - COMMON INTERROGATORIES  
GENERAL

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [ X ] No [ ]

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....77,491

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [ X ]

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

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$.....0

13. Amount of real estate and mortgages held in short-term investments: \$.....0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [ X ] No [ ]

14.2 If yes, please complete the following:

|                                                                                                    | 1                            | 2                            |
|----------------------------------------------------------------------------------------------------|------------------------------|------------------------------|
|                                                                                                    | Prior Year-End               | Current Quarter              |
|                                                                                                    | Book/Adjusted Carrying Value | Book/Adjusted Carrying Value |
| 14.21 Bonds.....                                                                                   | \$ .....0                    | \$ .....0                    |
| 14.22 Preferred Stock.....                                                                         | \$ .....0                    | \$ .....0                    |
| 14.23 Common Stock.....                                                                            | \$ .....13,481,767           | \$ .....13,499,377           |
| 14.24 Short-Term Investments.....                                                                  | \$ .....0                    | \$ .....0                    |
| 14.25 Mortgage Loans on Real Estate.....                                                           | \$ .....0                    | \$ .....0                    |
| 14.26 All Other.....                                                                               | \$ .....0                    | \$ .....0                    |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)..... | \$ .....13,481,767           | \$ .....13,499,377           |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....                       | \$ .....0                    | \$ .....0                    |

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [ X ]

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

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

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

| 1                           | 2                                   |
|-----------------------------|-------------------------------------|
| Name of Custodian(s)        | Custodian Address                   |
| The Bank of New York Mellon | One Wall Street, New York, NY 10286 |

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

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

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes [ ] No [ X ]

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

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

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

| 1                               | 2                                     | 3                                            |
|---------------------------------|---------------------------------------|----------------------------------------------|
| Central Registration Depository | Name(s)                               | Address                                      |
| N/A                             | American Money Management Corporation | One East Fourth Street, Cincinnati, OH 45202 |

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

17.2 If no, list exceptions:

Loyal American Life Insurance Company

GENERAL INTERROGATORIES (continued)

PART 2 - LIFE & HEALTH

1.

Report the statement value of mortgage loans at the end of this reporting period for the following categories:

1

1.1

Long-term mortgages in good standing

Amount

1.11

Farm mortgages.....

\$.....

1.12

Residential mortgages.....

\$.....

1.13

Commercial mortgages.....

\$.....

1.14

Total mortgages in good standing.....

\$.....0

1.2

Long-term mortgages in good standing with restructured terms

1.21

Total mortgages in good standing with restructured terms.....

\$.....

1.3

Long-term mortgage loans upon which interest is overdue more than three months

1.31

Farm mortgages.....

\$.....

1.32

Residential mortgages.....

\$.....

1.33

Commercial mortgages.....

\$.....

1.34

Total mortgages with interest overdue more than three months.....

\$.....0

1.4

Long-term mortgage loans in process of foreclosure

1.41

Farm mortgages.....

\$.....

1.42

Residential mortgages.....

\$.....

1.43

Commercial mortgages.....

\$.....

1.44

Total mortgages in process of foreclosure.....

\$.....0

1.5

Total mortgage loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)

\$.....0

1.6

Long-term mortgages foreclosed, properties transferred to real estate in current quarter

1.61

Farm mortgages.....

\$.....

1.62

Residential mortgages.....

\$.....

1.63

Commercial mortgages.....

\$.....

1.64

Total mortgages foreclosed and transferred to real estate.....

\$.....0

2.

Operating Percentages:

2.1

A&H loss percent.....

.....73.9

2.2

A&H cost containment percent.....

.....

2.3

A&H expense percent excluding cost containment expenses.....

.....29.6

3.1

Do you act as a custodian for health savings accounts?.....

Yes [ ]

No [ X ]

3.2

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

\$.....

3.3

Do you act as an administrator for health savings accounts?.....

Yes [ ]

No [ X ]

3.4

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

\$.....

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

| 1                       | 2                       | 3                 | 4                 | 5                        | 6                               | 7                                        |
|-------------------------|-------------------------|-------------------|-------------------|--------------------------|---------------------------------|------------------------------------------|
| NAIC<br>Company<br>Code | Federal<br>ID<br>Number | Effective<br>Date | Name of Reinsurer | Domiciliary Jurisdiction | Type of<br>Reinsurance<br>Ceded | Is Insurer<br>Authorized?<br>(YES or NO) |

NONE

Loyal American Life Insurance Company  
SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS  
Current Year to Date - Allocated by States and Territories

| States, Etc.         |                                                                                             |          | 1             | Direct Business Only    |                        |                                                                                     |                      |                           |                        |
|----------------------|---------------------------------------------------------------------------------------------|----------|---------------|-------------------------|------------------------|-------------------------------------------------------------------------------------|----------------------|---------------------------|------------------------|
|                      |                                                                                             |          |               | Life Contracts          |                        | 4                                                                                   | 5                    | 6                         | 7                      |
|                      |                                                                                             |          |               | 2                       | 3                      |                                                                                     |                      |                           |                        |
|                      |                                                                                             |          | Active Status | Life Insurance Premiums | Annuity Considerations | Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees | Other Considerations | Total Columns 2 through 5 | Deposit-Type Contracts |
| 1.                   | Alabama.....                                                                                | AL.....  | L.....        | 371,745                 |                        | 1,824,270                                                                           |                      | 2,196,015                 |                        |
| 2.                   | Alaska.....                                                                                 | AK.....  | L.....        | 1,148                   |                        | 7,561                                                                               |                      | 8,709                     |                        |
| 3.                   | Arizona.....                                                                                | AZ.....  | L.....        | 21,169                  |                        | 223,068                                                                             |                      | 244,237                   |                        |
| 4.                   | Arkansas.....                                                                               | AR.....  | L.....        | 120,405                 | 16,172                 | 402,908                                                                             |                      | 539,485                   |                        |
| 5.                   | California.....                                                                             | CA.....  | L.....        | 80,054                  | 100,485                | 394,026                                                                             |                      | 574,564                   |                        |
| 6.                   | Colorado.....                                                                               | CO.....  | L.....        | 10,257                  |                        | 188,717                                                                             |                      | 198,974                   |                        |
| 7.                   | Connecticut.....                                                                            | CT.....  | L.....        | 2,218                   |                        | 46,103                                                                              |                      | 48,321                    |                        |
| 8.                   | Delaware.....                                                                               | DE.....  | L.....        | 17,943                  |                        | 2,857                                                                               |                      | 20,800                    |                        |
| 9.                   | District of Columbia.....                                                                   | DC.....  | L.....        | 4,967                   |                        | 5,181                                                                               |                      | 10,147                    |                        |
| 10.                  | Florida.....                                                                                | FL.....  | L.....        | 402,803                 | 20,771                 | 410,074                                                                             |                      | 833,648                   |                        |
| 11.                  | Georgia.....                                                                                | GA.....  | L.....        | 187,937                 | 535                    | 536,142                                                                             |                      | 724,614                   |                        |
| 12.                  | Hawaii.....                                                                                 | HI.....  | L.....        | 9,133                   |                        | 55,570                                                                              |                      | 64,703                    |                        |
| 13.                  | Idaho.....                                                                                  | ID.....  | L.....        | 1,368                   | 5,000                  | 512,871                                                                             |                      | 519,238                   |                        |
| 14.                  | Illinois.....                                                                               | IL.....  | L.....        | 85,719                  |                        | 3,769,747                                                                           |                      | 3,855,466                 |                        |
| 15.                  | Indiana.....                                                                                | IN.....  | L.....        | 156,426                 | 15,134                 | 2,414,190                                                                           |                      | 2,585,750                 |                        |
| 16.                  | Iowa.....                                                                                   | IA.....  | L.....        | 9,520                   |                        | 2,304,477                                                                           |                      | 2,313,997                 |                        |
| 17.                  | Kansas.....                                                                                 | KS.....  | L.....        | 32,456                  |                        | 2,203,254                                                                           |                      | 2,235,710                 |                        |
| 18.                  | Kentucky.....                                                                               | KY.....  | L.....        | 25,542                  |                        | 827,761                                                                             |                      | 853,303                   |                        |
| 19.                  | Louisiana.....                                                                              | LA.....  | L.....        | 175,501                 |                        | 925,714                                                                             |                      | 1,101,215                 |                        |
| 20.                  | Maine.....                                                                                  | ME.....  | L.....        | 42,148                  |                        | 113,095                                                                             |                      | 155,243                   |                        |
| 21.                  | Maryland.....                                                                               | MD.....  | L.....        | 40,464                  |                        | 93,445                                                                              |                      | 133,909                   |                        |
| 22.                  | Massachusetts.....                                                                          | MA.....  | L.....        | 44,676                  |                        | 16,832                                                                              |                      | 61,508                    |                        |
| 23.                  | Michigan.....                                                                               | MI.....  | L.....        | 38,209                  |                        | 1,836,171                                                                           |                      | 1,874,380                 |                        |
| 24.                  | Minnesota.....                                                                              | MN.....  | L.....        | 19,108                  |                        | 102,872                                                                             |                      | 121,980                   | 51,936                 |
| 25.                  | Mississippi.....                                                                            | MS.....  | L.....        | 169,080                 |                        | 2,229,296                                                                           |                      | 2,398,376                 |                        |
| 26.                  | Missouri.....                                                                               | MO.....  | L.....        | 72,824                  |                        | 1,540,499                                                                           |                      | 1,613,323                 |                        |
| 27.                  | Montana.....                                                                                | MT.....  | L.....        | 1,433                   |                        | 773,923                                                                             |                      | 775,357                   |                        |
| 28.                  | Nebraska.....                                                                               | NE.....  | L.....        | 15,561                  |                        | 1,335,999                                                                           |                      | 1,351,561                 |                        |
| 29.                  | Nevada.....                                                                                 | NV.....  | L.....        | 10,116                  |                        | 30,764                                                                              |                      | 40,880                    |                        |
| 30.                  | New Hampshire.....                                                                          | NH.....  | L.....        | 8,777                   |                        | 3,595                                                                               |                      | 12,372                    |                        |
| 31.                  | New Jersey.....                                                                             | NJ.....  | L.....        | 53,347                  | 42,718                 | 6,502                                                                               |                      | 102,567                   |                        |
| 32.                  | New Mexico.....                                                                             | NM.....  | L.....        | 8,033                   |                        | 306,245                                                                             |                      | 314,278                   |                        |
| 33.                  | New York.....                                                                               | NY.....  | N.....        | 14,920                  |                        | 8,479                                                                               |                      | 23,399                    |                        |
| 34.                  | North Carolina.....                                                                         | NC.....  | L.....        | 376,392                 | 815                    | 3,794,619                                                                           |                      | 4,171,825                 |                        |
| 35.                  | North Dakota.....                                                                           | ND.....  | L.....        | 890                     |                        | 26,822                                                                              |                      | 27,712                    |                        |
| 36.                  | Ohio.....                                                                                   | OH.....  | L.....        | 94,766                  |                        | 1,628,241                                                                           |                      | 1,723,007                 |                        |
| 37.                  | Oklahoma.....                                                                               | OK.....  | L.....        | 59,168                  |                        | 1,593,963                                                                           |                      | 1,653,131                 |                        |
| 38.                  | Oregon.....                                                                                 | OR.....  | L.....        | 14,110                  | 120,283                | 1,137,954                                                                           |                      | 1,272,347                 |                        |
| 39.                  | Pennsylvania.....                                                                           | PA.....  | L.....        | 41,294                  | 107,465                | 441,139                                                                             |                      | 589,898                   |                        |
| 40.                  | Rhode Island.....                                                                           | RI.....  | L.....        | 17,997                  |                        | 15,223                                                                              |                      | 33,219                    |                        |
| 41.                  | South Carolina.....                                                                         | SC.....  | L.....        | 158,493                 |                        | 3,478,560                                                                           |                      | 3,637,053                 |                        |
| 42.                  | South Dakota.....                                                                           | SD.....  | L.....        | 12,258                  |                        | 886,607                                                                             |                      | 898,865                   |                        |
| 43.                  | Tennessee.....                                                                              | TN.....  | L.....        | 247,422                 | 10                     | 1,199,398                                                                           |                      | 1,446,830                 |                        |
| 44.                  | Texas.....                                                                                  | TX.....  | L.....        | 225,756                 |                        | 14,836,788                                                                          |                      | 15,062,544                |                        |
| 45.                  | Utah.....                                                                                   | UT.....  | L.....        | 10,494                  |                        | 297,319                                                                             |                      | 307,813                   |                        |
| 46.                  | Vermont.....                                                                                | VT.....  | L.....        | 75,066                  |                        | 20,076                                                                              |                      | 95,142                    |                        |
| 47.                  | Virginia.....                                                                               | VA.....  | L.....        | 98,539                  | 18,669                 | 238,627                                                                             |                      | 355,835                   |                        |
| 48.                  | Washington.....                                                                             | WA.....  | L.....        | 7,502                   | 17,286                 | 16,967                                                                              |                      | 41,755                    |                        |
| 49.                  | West Virginia.....                                                                          | WV.....  | L.....        | 85,202                  | 100                    | 420,618                                                                             |                      | 505,920                   |                        |
| 50.                  | Wisconsin.....                                                                              | WI.....  | L.....        | 8,100                   |                        | 379,048                                                                             |                      | 387,147                   | 51,936                 |
| 51.                  | Wyoming.....                                                                                | WY.....  | L.....        | 1,239                   |                        | 148,604                                                                             |                      | 149,843                   |                        |
| 52.                  | American Samoa.....                                                                         | AS.....  | N.....        |                         |                        |                                                                                     |                      | 0                         |                        |
| 53.                  | Guam.....                                                                                   | GU.....  | N.....        | 1,110                   |                        |                                                                                     |                      | 1,110                     |                        |
| 54.                  | Puerto Rico.....                                                                            | PR.....  | N.....        | 6,780                   |                        | 50                                                                                  |                      | 6,829                     |                        |
| 55.                  | US Virgin Islands.....                                                                      | VI.....  | L.....        | 6,154                   | 3,201                  | 313                                                                                 |                      | 9,668                     |                        |
| 56.                  | Northern Mariana Islands.....                                                               | MP.....  | N.....        |                         |                        |                                                                                     |                      | 0                         |                        |
| 57.                  | Canada.....                                                                                 | CN.....  | N.....        | 77                      |                        |                                                                                     |                      | 77                        |                        |
| 58.                  | Aggregate Other Alien.....                                                                  | OT.....  | XXX.....      | 187,575                 | 0                      | 351                                                                                 | 0                    | 187,925                   | 0                      |
| 59.                  | Subtotal.....                                                                               | (a)..... | 51            | 3,991,391               | 468,644                | 56,013,491                                                                          | 0                    | 60,473,526                | 103,872                |
| 90.                  | Reporting entity contributions for employee benefit plans.....                              |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 91.                  | Dividends or refunds applied to purchase paid-up additions and annuities.....               |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 92.                  | Dividends or refunds applied to shorten endowment or premium paying period.....             |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 93.                  | Premium or annuity considerations waived under disability or other contract provisions..... |          | XXX.....      | 44,228                  |                        | 4,932                                                                               |                      | 49,160                    |                        |
| 94.                  | Aggregate other amounts not allocable by State.....                                         |          | XXX.....      | 0                       | 0                      | 0                                                                                   | 0                    | 0                         | 0                      |
| 95.                  | Totals (Direct Business).....                                                               |          | XXX.....      | 4,035,619               | 468,644                | 56,018,423                                                                          | 0                    | 60,522,686                | 103,872                |
| 96.                  | Plus Reinsurance Assumed.....                                                               |          | XXX.....      | 49,501                  |                        | 6,201                                                                               |                      | 55,702                    |                        |
| 97.                  | Totals (All Business).....                                                                  |          | XXX.....      | 4,085,120               | 468,644                | 56,024,624                                                                          | 0                    | 60,578,388                | 103,872                |
| 98.                  | Less Reinsurance Ceded.....                                                                 |          | XXX.....      | 3,043,558               | 194,211                | 6,327,187                                                                           |                      | 9,564,956                 |                        |
| 99.                  | Totals (All Business) less Reinsurance Ceded.....                                           |          | XXX.....      | 1,041,562               | 274,433                | 49,697,437                                                                          | 0                    | 51,013,432                | 103,872                |
| DETAILS OF WRITE-INS |                                                                                             |          |               |                         |                        |                                                                                     |                      |                           |                        |
| 5801.                | Chile.....                                                                                  |          | XXX.....      | 60,467                  |                        |                                                                                     |                      | 60,467                    |                        |
| 5802.                | Austria.....                                                                                |          | XXX.....      | 36,413                  |                        |                                                                                     |                      | 36,413                    |                        |
| 5803.                | Honduras.....                                                                               |          | XXX.....      | 27,845                  |                        |                                                                                     |                      | 27,845                    |                        |
| 5898.                | Summary of remaining write-ins for line 58 from overflow page.....                          |          | XXX.....      | 62,850                  | 0                      | 351                                                                                 | 0                    | 63,200                    | 0                      |
| 5899.                | Total (Lines 5801 thru 5803 plus 5898) (Line 58 above).....                                 |          | XXX.....      | 187,575                 | 0                      | 351                                                                                 | 0                    | 187,925                   | 0                      |
| 9401.                | .....                                                                                       |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 9402.                | .....                                                                                       |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 9403.                | .....                                                                                       |          | XXX.....      |                         |                        |                                                                                     |                      | 0                         |                        |
| 9498.                | Summary of remaining write-ins for line 94 from overflow page.....                          |          | XXX.....      | 0                       | 0                      | 0                                                                                   | 0                    | 0                         | 0                      |
| 9499.                | Total (Lines 9401 thru 9403 plus 9498) (Line 94 above).....                                 |          | XXX.....      | 0                       | 0                      | 0                                                                                   | 0                    | 0                         | 0                      |

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

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

PART 1 – ORGANIZATIONAL CHART

---

**NONE**

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanations:

- 1.
- 2.
- 3.
- 4.
- 5.
- 6.
- 7.

Bar Code:

  
\* 6 5 7 2 2 2 0 1 1 4 9 0 0 0 0 0 2 \*

  
\* 6 5 7 2 2 2 0 1 1 3 6 5 0 0 0 0 2 \*

  
\* 6 5 7 2 2 2 0 1 1 4 4 5 0 0 0 0 2 \*

  
\* 6 5 7 2 2 2 0 1 1 4 4 7 0 0 0 0 2 \*

  
\* 6 5 7 2 2 2 0 1 1 4 4 8 0 0 0 0 2 \*

  
\* 6 5 7 2 2 2 0 1 1 4 4 9 0 0 0 0 2 \*

Loyal American Life Insurance Company

Overflow Page for Write-Ins

Additional Write-Ins for Schedule T:

| States, Etc.                                          | 1<br><br>Active Status | Direct Business Only         |                             |                                                                                          |                           |                                |                             |
|-------------------------------------------------------|------------------------|------------------------------|-----------------------------|------------------------------------------------------------------------------------------|---------------------------|--------------------------------|-----------------------------|
|                                                       |                        | Life Contracts               |                             | 4<br>Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees | 5<br>Other Considerations | 6<br>Total Columns 2 through 5 | 7<br>Deposit-Type Contracts |
|                                                       |                        | 2<br>Life Insurance Premiums | 3<br>Annuity Considerations |                                                                                          |                           |                                |                             |
| 5804. Guatemala.....                                  | ..XXX.....             | .....12,821                  | .....                       | .....                                                                                    | .....                     | .....12,821                    | .....                       |
| 5805. Mexico.....                                     | ..XXX.....             | .....10,950                  | .....                       | .....                                                                                    | .....                     | .....10,950                    | .....                       |
| 5806. Ecuador.....                                    | ..XXX.....             | .....10,846                  | .....                       | .....                                                                                    | .....                     | .....10,846                    | .....                       |
| 5807. Niue.....                                       | ..XXX.....             | .....9,982                   | .....                       | .....                                                                                    | .....                     | .....9,982                     | .....                       |
| 5808. Costa Rica.....                                 | ..XXX.....             | .....7,995                   | .....                       | .....                                                                                    | .....                     | .....7,995                     | .....                       |
| 5809. Venezuela.....                                  | ..XXX.....             | .....2,709                   | .....                       | .....                                                                                    | .....                     | .....2,709                     | .....                       |
| 5810. Greece.....                                     | ..XXX.....             | .....2,527                   | .....                       | .....                                                                                    | .....                     | .....2,527                     | .....                       |
| 5811. Bolivia.....                                    | ..XXX.....             | .....2,169                   | .....                       | .....                                                                                    | .....                     | .....2,169                     | .....                       |
| 5812. Bahamas.....                                    | ..XXX.....             | .....1,628                   | .....                       | .....                                                                                    | .....                     | .....1,628                     | .....                       |
| 5813. Switzerland.....                                | ..XXX.....             | .....999                     | .....                       | .....                                                                                    | .....                     | .....999                       | .....                       |
| 5814. Timor-Leste.....                                | ..XXX.....             | .....224                     | .....                       | .....                                                                                    | .....                     | .....224                       | .....                       |
| 5815. Vanuatu.....                                    | ..XXX.....             | .....                        | .....                       | .....218                                                                                 | .....                     | .....218                       | .....                       |
| 5816. Poland.....                                     | ..XXX.....             | .....                        | .....                       | .....43                                                                                  | .....                     | .....43                        | .....                       |
| 5817. Philippines.....                                | ..XXX.....             | .....                        | .....                       | .....30                                                                                  | .....                     | .....30                        | .....                       |
| 5818. Namibia.....                                    | ..XXX.....             | .....                        | .....                       | .....30                                                                                  | .....                     | .....30                        | .....                       |
| 5819. Italy.....                                      | ..XXX.....             | .....                        | .....                       | .....30                                                                                  | .....                     | .....30                        | .....                       |
| 5897. Summary of remaining write-ins for line 58..... | ..XXX.....             | .....62,850                  | .....0                      | .....351                                                                                 | .....0                    | .....63,200                    | .....0                      |

Loyal American Life Insurance Company

SCHEDULE A - VERIFICATION

Real Estate

|                                                                                       | 1            | 2                               |
|---------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                       | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value, December 31 of prior year.....                       | 0            |                                 |
| 2. Cost of acquired:                                                                  |              |                                 |
| 2.1 Actual cost at time of acquisition.....                                           |              |                                 |
| 2.2 Additional investment made after acquisition.....                                 |              |                                 |
| 3. Current year change in encumbrances.....                                           |              |                                 |
| 4. Total gain (loss) on disposals.....                                                |              |                                 |
| 5. Deduct amounts received on disposals.....                                          |              |                                 |
| 6. Total foreign exchange change in book/adjusted carrying value.....                 |              |                                 |
| 7. Deduct current year's other than temporary impairment recognized.....              |              |                                 |
| 8. Deduct current year's depreciation.....                                            |              |                                 |
| 9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)..... | 0            | 0                               |
| 10. Deduct total nonadmitted amounts.....                                             |              |                                 |
| 11. Statement value at end of current period (Line 9 minus Line 10).....              | 0            | 0                               |

SCHEDULE B - VERIFICATION

Mortgage Loans

|                                                                                                                          | 1            | 2                               |
|--------------------------------------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                                                          | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....                             | 0            |                                 |
| 2. Cost of acquired:                                                                                                     |              |                                 |
| 2.1 Actual cost at time of acquisition.....                                                                              |              |                                 |
| 2.2 Additional investment made after acquisition.....                                                                    |              |                                 |
| 3. Capitalized deferred interest and other.....                                                                          |              |                                 |
| 4. Accrual of discount.....                                                                                              |              |                                 |
| 5. Unrealized valuation increase (decrease).....                                                                         |              |                                 |
| 6. Total gain (loss) on disposals.....                                                                                   |              |                                 |
| 7. Deduct amounts received on disposals.....                                                                             |              |                                 |
| 8. Deduct amortization of premium and mortgage interest points and commitment fees.....                                  |              |                                 |
| 9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....                       |              |                                 |
| 10. Deduct current year's other than temporary impairment recognized.....                                                |              |                                 |
| 11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 0            | 0                               |
| 12. Total valuation allowance.....                                                                                       |              |                                 |
| 13. Subtotal (Line 11 plus Line 12).....                                                                                 | 0            | 0                               |
| 14. Deduct total nonadmitted amounts.....                                                                                |              |                                 |
| 15. Statement value at end of current period (Line 13 minus Line 14).....                                                | 0            | 0                               |

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

|                                                                                             | 1            | 2                               |
|---------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                             | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value, December 31 of prior year.....                             | 0            |                                 |
| 2. Cost of acquired:                                                                        |              |                                 |
| 2.1 Actual cost at time of acquisition.....                                                 | 0            |                                 |
| 2.2 Additional investment made after acquisition.....                                       |              |                                 |
| 3. Capitalized deferred interest and other.....                                             |              |                                 |
| 4. Accrual of discount.....                                                                 |              |                                 |
| 5. Unrealized valuation increase (decrease).....                                            |              |                                 |
| 6. Total gain (loss) on disposals.....                                                      |              |                                 |
| 7. Deduct amounts received on disposals.....                                                |              |                                 |
| 8. Deduct amortization of premium and depreciation.....                                     |              |                                 |
| 9. Total foreign exchange change in book/adjusted carrying value.....                       |              |                                 |
| 10. Deduct current year's other than temporary impairment recognized.....                   |              |                                 |
| 11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)..... | 0            | 0                               |
| 12. Deduct total nonadmitted amounts.....                                                   |              |                                 |
| 13. Statement value at end of current period (Line 11 minus Line 12).....                   | 0            | 0                               |

SCHEDULE D - VERIFICATION

Bonds and Stocks

|                                                                                          | 1            | 2                               |
|------------------------------------------------------------------------------------------|--------------|---------------------------------|
|                                                                                          | Year to Date | Prior Year Ended<br>December 31 |
| 1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....      | 410,913,989  | 398,014,529                     |
| 2. Cost of bonds and stocks acquired.....                                                | 6,146,794    | 43,902,758                      |
| 3. Accrual of discount.....                                                              | 1,058,274    | 1,559,405                       |
| 4. Unrealized valuation increase (decrease).....                                         | 535,126      | 1,315,124                       |
| 5. Total gain (loss) on disposals.....                                                   | 440,107      | 712,908                         |
| 6. Deduct consideration for bonds and stocks disposed of.....                            | 17,556,341   | 33,476,273                      |
| 7. Deduct amortization of premium.....                                                   | 212,882      | 380,163                         |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |              |                                 |
| 9. Deduct current year's other than temporary impairment recognized.....                 | 549,706      | 734,297                         |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | 400,775,357  | 410,913,989                     |
| 11. Deduct total nonadmitted amounts.....                                                |              |                                 |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | 400,775,357  | 410,913,989                     |

SCHEDULE D - PART 1B

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

|                                          | 1                                                               | 2                                         | 3                                         | 4                                                 | 5                                                       | 6                                                        | 7                                                       | 8                                                         |
|------------------------------------------|-----------------------------------------------------------------|-------------------------------------------|-------------------------------------------|---------------------------------------------------|---------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------------------|
|                                          | Book/Adjusted Carrying<br>Value Beginning<br>of Current Quarter | Acquisitions<br>During<br>Current Quarter | Dispositions<br>During<br>Current Quarter | Non-Trading Activity<br>During<br>Current Quarter | Book/Adjusted Carrying<br>Value End of<br>First Quarter | Book/Adjusted Carrying<br>Value End of<br>Second Quarter | Book/Adjusted Carrying<br>Value End of<br>Third Quarter | Book/Adjusted Carrying<br>Value December 31<br>Prior Year |
| BONDS                                    |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 1. Class 1 (a).....                      | 296,728,941                                                     | 32,381,665                                | 25,598,052                                | (778,460)                                         | 296,728,941                                             | 302,734,094                                              |                                                         | 304,396,204                                               |
| 2. Class 2 (a).....                      | 77,555,793                                                      | 996,910                                   | 1,150,306                                 | 4,043,445                                         | 77,555,793                                              | 81,445,842                                               |                                                         | 84,303,005                                                |
| 3. Class 3 (a).....                      | 14,659,511                                                      |                                           | 277,638                                   | (2,952,617)                                       | 14,659,511                                              | 11,429,256                                               |                                                         | 12,836,509                                                |
| 4. Class 4 (a).....                      | 1,436,260                                                       |                                           |                                           | (94,293)                                          | 1,436,260                                               | 1,341,967                                                |                                                         | 1,438,382                                                 |
| 5. Class 5 (a).....                      | 139,667                                                         |                                           |                                           | (24,347)                                          | 139,667                                                 | 115,320                                                  |                                                         | 140,321                                                   |
| 6. Class 6 (a).....                      | 164,289                                                         |                                           |                                           | (15,535)                                          | 164,289                                                 | 148,754                                                  |                                                         | 199,932                                                   |
| 7. Total Bonds.....                      | 390,684,461                                                     | 33,378,575                                | 27,025,996                                | 178,193                                           | 390,684,461                                             | 397,215,233                                              | 0                                                       | 403,314,353                                               |
| PREFERRED STOCK                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 8. Class 1.....                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 9. Class 2.....                          |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 10. Class 3.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 11. Class 4.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 12. Class 5.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 13. Class 6.....                         |                                                                 |                                           |                                           |                                                   |                                                         |                                                          |                                                         |                                                           |
| 14. Total Preferred Stock.....           | 0                                                               | 0                                         | 0                                         | 0                                                 | 0                                                       | 0                                                        | 0                                                       | 0                                                         |
| 15. Total Bonds and Preferred Stock..... | 390,684,461                                                     | 33,378,575                                | 27,025,996                                | 178,193                                           | 390,684,461                                             | 397,215,233                                              | 0                                                       | 403,314,353                                               |

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:  
NAIC 1 \$.....14,114,488; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments

|                      | 1<br>Book/Adjusted<br>Carrying Value | 2<br>Par Value | 3<br>Actual<br>Cost | 4<br>Interest Collected<br>Year To Date | 5<br>Paid for Accrued Interest<br>Year To Date |
|----------------------|--------------------------------------|----------------|---------------------|-----------------------------------------|------------------------------------------------|
| 9199999. Totals..... | .....14,114,488                      | .....XXX.....  | .....14,114,488     | .....1,610                              | .....                                          |

SCHEDULE DA - VERIFICATION

Short-Term Investments

|                                                                                          | 1<br>Year to Date | 2<br>Prior Year Ended<br>December 31 |
|------------------------------------------------------------------------------------------|-------------------|--------------------------------------|
| 1. Book/adjusted carrying value, December 31 of prior year.....                          | .....9,682,111    | .....32,056,987                      |
| 2. Cost of short-term investments acquired.....                                          | .....61,698,872   | .....135,688,081                     |
| 3. Accrual of discount.....                                                              |                   |                                      |
| 4. Unrealized valuation increase (decrease).....                                         |                   |                                      |
| 5. Total gain (loss) on disposals.....                                                   |                   |                                      |
| 6. Deduct consideration received on disposals.....                                       | .....57,266,495   | .....158,062,956                     |
| 7. Deduct amortization of premium.....                                                   |                   |                                      |
| 8. Total foreign exchange change in book/adjusted carrying value.....                    |                   |                                      |
| 9. Deduct current year's other than temporary impairment recognized.....                 |                   |                                      |
| 10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)..... | .....14,114,488   | .....9,682,111                       |
| 11. Deduct total nonadmitted amounts.....                                                |                   |                                      |
| 12. Statement value at end of current period (Line 10 minus Line 11).....                | .....14,114,488   | .....9,682,111                       |

**Sch. DB-Pt A-Verification**  
**NONE**

**Sch. DB-Pt B-Verification**  
**NONE**

**Sch. DB-Pt C-Sn 1**  
**NONE**

**Sch. DB-Pt C-Sn 2**  
**NONE**

**Sch. DB-Verification**  
**NONE**

**Sch. E-Verification**  
**NONE**

**Sch. A-Pt 2**  
**NONE**

**Sch. A-Pt 3**  
**NONE**

**Sch. B-Pt 2**  
**NONE**

**Sch. B-Pt 3**  
**NONE**

**Sch. BA-Pt 2**  
**NONE**

**Sch. BA-Pt 3**  
**NONE**

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

| 1                                    | 2                                               |   | 3       | 4                | 5                          | 6                            | 7              | 8              | 9                                             | 10                                             |
|--------------------------------------|-------------------------------------------------|---|---------|------------------|----------------------------|------------------------------|----------------|----------------|-----------------------------------------------|------------------------------------------------|
| CUSIP<br>Identification              | Description                                     |   | Foreign | Date<br>Acquired | Name of Vendor             | Number of<br>Shares of Stock | Actual Cost    | Par Value      | Paid for<br>Accrued Interest<br>and Dividends | NAIC Designation<br>or Market<br>Indicator (a) |
| Bonds - Industrial and Miscellaneous |                                                 |   |         |                  |                            |                              |                |                |                                               |                                                |
| 141781                               | AY                                              | 0 |         | ...05/25/2011    | EXCHANGED.....             |                              | .....1,099,000 | .....1,099,000 | .....1,183                                    | 1FE.....                                       |
| 67740Q                               | AG                                              | 1 |         | ...04/19/2011    | BARCLAYS AMERICA.....      |                              | .....996,910   | .....1,000,000 |                                               | 2FE.....                                       |
| 883145                               | AJ                                              | 3 |         | ...06/17/2011    | WELLS FARGO BROKERAGE..... |                              | .....1,000,000 | .....1,000,000 |                                               | 1Z*.....                                       |
| 3899999.                             | Total - Bonds - Industrial & Miscellaneous..... |   |         |                  |                            |                              | .....3,095,910 | .....3,099,000 | .....1,183                                    | .....XXX.....                                  |
| 8399997.                             | Total - Bonds - Part 3.....                     |   |         |                  |                            |                              | .....3,095,910 | .....3,099,000 | .....1,183                                    | .....XXX.....                                  |
| 8399999.                             | Total - Bonds.....                              |   |         |                  |                            |                              | .....3,095,910 | .....3,099,000 | .....1,183                                    | .....XXX.....                                  |
| 9999999.                             | Total - Bonds, Preferred and Common Stocks..... |   |         |                  |                            |                              | .....3,095,910 | .....XXX.....  | .....1,183                                    | .....XXX.....                                  |

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1                       | 2           |  |  | 3                               | 4                | 5                 | 6                               | 7             | 8         | 9           | 10                                                   | Change in Book/Adjusted Carrying Value             |                                                   |                                                                          |                                               |                                                        | 16                                                         | 17                                                      | 18                                           | 19                                        | 20                                                                 | 21               | 22                                                           |
|-------------------------|-------------|--|--|---------------------------------|------------------|-------------------|---------------------------------|---------------|-----------|-------------|------------------------------------------------------|----------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------|------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------|-------------------------------------------|--------------------------------------------------------------------|------------------|--------------------------------------------------------------|
|                         |             |  |  |                                 |                  |                   |                                 |               |           |             |                                                      | 11                                                 | 12                                                | 13                                                                       | 14                                            | 15                                                     |                                                            |                                                         |                                              |                                           |                                                                    |                  |                                                              |
| CUSIP<br>Identification | Description |  |  | F<br>o<br>r<br>e<br>i<br>g<br>n | Disposal<br>Date | Name of Purchaser | Number of<br>Shares of<br>Stock | Consideration | Par Value | Actual Cost | Prior Year<br>Book/<br>Adjusted<br>Carrying<br>Value | Unrealized<br>Valuation<br>Increase/<br>(Decrease) | Current<br>Year's<br>(Amortization)/<br>Accretion | Current<br>Year's<br>Other Than<br>Temporary<br>Impairment<br>Recognized | Total<br>Change in<br>B./A.C.V.<br>(11+12-13) | Total<br>Foreign<br>Exchange<br>Change in<br>B./A.C.V. | Book/<br>Adjusted<br>Carrying<br>Value At<br>Disposal Date | Foreign<br>Exchange<br>Gain<br>(Loss)<br>on<br>Disposal | Realized<br>Gain<br>(Loss)<br>on<br>Disposal | Total<br>Gain<br>(Loss)<br>on<br>Disposal | Bond<br>Interest/<br>Stock<br>Dividends<br>Received<br>During Year | Maturity<br>Date | NAIC<br>Desig-<br>nation<br>or<br>Market<br>Indicator<br>(a) |

Bonds - U.S. Government

|          |                                      |   |                                           |       |            |                           |       |              |              |              |              |        |            |        |            |        |              |        |              |              |            |             |             |
|----------|--------------------------------------|---|-------------------------------------------|-------|------------|---------------------------|-------|--------------|--------------|--------------|--------------|--------|------------|--------|------------|--------|--------------|--------|--------------|--------------|------------|-------------|-------------|
| 36214A   | RS                                   | 4 | GNSF 100497 PT 11.00 7-15-13.....         | ..... | 05/16/2011 | PAYDOWNS.....             | ..... | .....24      | .....24      | .....24      | .....24      | .....  | .....      | .....  | .....0     | .....  | .....24      | .....  | .....        | .....0       | .....1     | 07/15/2013  | 1.....      |
| 36218V   | G4                                   | 9 | GNSF 233419 PT 9.50 09-15-17.....         | ..... | 06/15/2011 | PAYDOWNS.....             | ..... | .....24      | .....24      | .....24      | .....24      | .....  | .....      | .....  | .....0     | .....  | .....24      | .....  | .....        | .....0       | .....      | 09/15/2017  | 1.....      |
| 649085   | AA                                   | 5 | NEW VALLEY GEN II 5.572 05-01-20 A16..... | ..... | 05/01/2011 | SINKING FUND PAYMENT..... | ..... | .....168,805 | .....168,805 | .....174,588 | .....172,543 | .....  | .....(105) | .....  | .....(105) | .....  | .....172,438 | .....  | .....(3,634) | .....(3,634) | .....4,703 | 05/01/2020  | 1FE.....    |
| 83162C   | GJ                                   | 6 | SBA SER 95-20K 6.65 11-01-15 AL1105.....  | ..... | 05/02/2011 | PAYDOWN.....              | ..... | .....54,706  | .....54,706  | .....54,595  | .....54,706  | .....  | .....      | .....  | .....0     | .....  | .....54,706  | .....  | .....        | .....0       | .....1,819 | 11/01/2015  | 1.....      |
| 0599999. | Total - Bonds - U.S. Government..... |   |                                           |       |            |                           |       | .....223,559 | .....223,559 | .....229,231 | .....227,297 | .....0 | .....(105) | .....0 | .....(105) | .....0 | .....227,192 | .....0 | .....(3,634) | .....(3,634) | .....6,523 | .....XXX... | .....XXX... |

Bonds - U.S. Special Revenue and Special Assessment

|          |                                                        |   |                                      |       |            |               |       |              |              |              |              |        |              |        |              |        |              |        |        |        |             |             |             |
|----------|--------------------------------------------------------|---|--------------------------------------|-------|------------|---------------|-------|--------------|--------------|--------------|--------------|--------|--------------|--------|--------------|--------|--------------|--------|--------|--------|-------------|-------------|-------------|
| 31340Y   | DB                                                     | 2 | FHR 88-12 A PAC 9.25 11-15-19.....   | ..... | 06/15/2011 | PAYDOWNS..... | ..... | .....68      | .....68      | .....67      | .....68      | .....  | .....        | .....  | .....0       | .....  | .....68      | .....  | .....  | .....0 | .....3      | 11/15/2019  | 1.....      |
| 31358E   | D8                                                     | 2 | FNR 1990-93G PAC 5.50 8-25-20.....   | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....398     | .....398     | .....346     | .....379     | .....  | .....19      | .....  | .....19      | .....  | .....398     | .....  | .....  | .....0 | .....8      | 08/25/2020  | 1.....      |
| 31358E   | 3Z                                                     | 3 | FNR 1990-111 XSEQ 8.75 9-25-20.....  | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....591     | .....591     | .....600     | .....594     | .....  | .....(3)     | .....  | .....(3)     | .....  | .....591     | .....  | .....  | .....0 | .....21     | 09/25/2020  | 1.....      |
| 31358G   | 5J                                                     | 2 | FNR 1991-65Z ZX 6.50 6-25-21.....    | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....16,059  | .....16,059  | .....14,929  | .....15,728  | .....  | .....331     | .....  | .....331     | .....  | .....16,059  | .....  | .....  | .....0 | .....437    | 06/25/2021  | 1.....      |
| 31358H   | HV                                                     | 0 | FNR 1991-85 ZX 8.00 6-25-21.....     | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....2,537   | .....2,537   | .....2,365   | .....2,504   | .....  | .....33      | .....  | .....33      | .....  | .....2,537   | .....  | .....  | .....0 | .....80     | 06/25/2021  | 1.....      |
| 31358H   | JM                                                     | 8 | FNR 1991-76 ZX 9.00 7-25-21.....     | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....524     | .....524     | .....526     | .....524     | .....  | .....        | .....  | .....0       | .....  | .....524     | .....  | .....  | .....0 | .....20     | 07/25/2021  | 1.....      |
| 31358K   | DY                                                     | 1 | FNR 1991-G36 ZBX 7.00 11-25-21.....  | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....2,089   | .....2,089   | .....2,044   | .....2,073   | .....  | .....16      | .....  | .....16      | .....  | .....2,089   | .....  | .....  | .....0 | .....62     | 11/25/2021  | 1.....      |
| 31358N   | ZD                                                     | 7 | FNR 1992-79 ZX 9.00 6-25-22.....     | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....4,963   | .....4,963   | .....4,987   | .....4,963   | .....  | .....        | .....  | .....0       | .....  | .....4,963   | .....  | .....  | .....0 | .....162    | 06/25/2022  | 1.....      |
| 313602   | AZ                                                     | 7 | FNR 1988-2 Z XSEQ 10.10 2-25-18..... | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....759     | .....759     | .....746     | .....756     | .....  | .....3       | .....  | .....3       | .....  | .....759     | .....  | .....  | .....0 | .....32     | 02/25/2018  | 1.....      |
| 31392F   | BQ                                                     | 9 | FNR 2002-70 QG PAC 5.50 6-25-31..... | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....101,792 | .....101,792 | .....102,985 | .....102,052 | .....  | .....(260)   | .....  | .....(260)   | .....  | .....101,792 | .....  | .....  | .....0 | .....2,297  | 06/25/2031  | 1.....      |
| 31392J   | 5B                                                     | 1 | FNR 2003-23 PG PAC 5.50 1-25-32..... | ..... | 06/27/2011 | PAYDOWNS..... | ..... | .....306,449 | .....306,449 | .....312,483 | .....309,104 | .....  | .....(2,655) | .....  | .....(2,655) | .....  | .....306,449 | .....  | .....  | .....0 | .....6,946  | 01/25/2032  | 1.....      |
| 31395A   | ET                                                     | 8 | FHR 2808 BD PAC 5.50 3-15-33.....    | ..... | 06/15/2011 | PAYDOWNS..... | ..... | .....223,223 | .....223,223 | .....229,500 | .....226,959 | .....  | .....(3,736) | .....  | .....(3,736) | .....  | .....223,223 | .....  | .....  | .....0 | .....5,162  | 03/15/2033  | 1.....      |
| 3199999. | Total - Bonds - U.S. Special Revenue & Assessment..... |   |                                      |       |            |               |       | .....659,452 | .....659,452 | .....671,578 | .....665,704 | .....0 | .....(6,252) | .....0 | .....(6,252) | .....0 | .....659,452 | .....0 | .....0 | .....0 | .....15,230 | .....XXX... | .....XXX... |

Bonds - Industrial and Miscellaneous

|        |    |   |                                           |       |            |                           |       |                |                |                |              |       |            |       |            |       |                |       |             |             |             |            |          |
|--------|----|---|-------------------------------------------|-------|------------|---------------------------|-------|----------------|----------------|----------------|--------------|-------|------------|-------|------------|-------|----------------|-------|-------------|-------------|-------------|------------|----------|
| 006346 | AK | 6 | ADMSO 2010-1 A ABS 5.438 12-20-40.....    | ..... | 06/20/2011 | PAYDOWNS.....             | ..... | .....5,910     | .....5,910     | .....5,910     | .....5,910   | ..... | .....      | ..... | .....0     | ..... | .....5,910     | ..... | .....       | .....0      | .....135    | 12/20/2040 | 1Z*..... |
| 051157 | AG | 0 | AUGUSTA VI 96A3 7.375 4-15-13 A0712.....  | ..... | 04/15/2011 | SINKING FUND PAYMENT..... | ..... | .....116,055   | .....116,055   | .....115,292   | .....115,868 | ..... | .....21    | ..... | .....21    | ..... | .....115,889   | ..... | .....165    | .....165    | .....4,280  | 04/15/2013 | 3FE..... |
| 07387B | FQ | 1 | BSCMS 2006-T22 A3 SEQ CSTR 4-12-38.....   | ..... | 06/13/2011 | PAYDOWN.....              | ..... | .....881       | .....881       | .....896       | .....895     | ..... | .....(14)  | ..... | .....(14)  | ..... | .....881       | ..... | .....       | .....0      | .....25     | 04/12/2038 | 1Z*..... |
| 09774X | AU | 6 | BCM 1999-A A3 SEQ 5.98 1-15-18.....       | ..... | 06/15/2011 | PAYDOWNS.....             | ..... | .....8,287     | .....8,287     | .....7,650     | .....3,392   | ..... | .....4,895 | ..... | .....4,895 | ..... | .....8,287     | ..... | .....       | .....0      | .....204    | 01/15/2018 | 1Z*..... |
| 12641Q | BC | 5 | CSMC 2009-7R 7A1 SEQ EXCH FLT 36RE.....   | ..... | 06/28/2011 | PAYDOWNS.....             | ..... | .....86,839    | .....86,839    | .....85,920    | .....85,713  | ..... | .....1,126 | ..... | .....1,126 | ..... | .....86,839    | ..... | .....       | .....0      | .....2,277  | 12/26/2036 | 1Z*..... |
| 12641Q | DV | 1 | CSMC 2009-7R 16A1 SEQ EXCH 5.75 36RE..... | ..... | 06/28/2011 | PAYDOWNS.....             | ..... | .....168,498   | .....168,498   | .....168,529   | .....168,519 | ..... | .....(21)  | ..... | .....(21)  | ..... | .....168,498   | ..... | .....       | .....0      | .....3,968  | 02/26/2036 | 1Z*..... |
| 126650 | AF | 7 | CVS CORP 7.77 1-10-12 AL 01-03-12 NC..... | ..... | 04/10/2011 | SINKING FUND PAYMENT..... | ..... | .....8,447     | .....8,447     | .....8,447     | .....8,447   | ..... | .....      | ..... | .....0     | ..... | .....8,447     | ..... | .....       | .....0      | .....219    | 01/10/2012 | 2FE..... |
| 126650 | AF | 7 | CVS CORP 7.77 1-10-12 AL 01-03-12 NC..... | ..... | 05/10/2011 | SINKING FUND PAYMENT..... | ..... | .....8,502     | .....8,502     | .....8,502     | .....8,502   | ..... | .....      | ..... | .....0     | ..... | .....8,502     | ..... | .....       | .....0      | .....275    | 01/10/2012 | 2FE..... |
| 126650 | AF | 7 | CVS CORP 7.77 1-10-12 AL 01-03-12 NC..... | ..... | 06/10/2011 | SINKING FUND PAYMENT..... | ..... | .....8,557     | .....8,557     | .....8,557     | .....8,557   | ..... | .....      | ..... | .....0     | ..... | .....8,557     | ..... | .....       | .....0      | .....332    | 01/10/2012 | 2FE..... |
| 12667F | EG | 6 | CWALT 2004-J2 3A3 PAC 5.50 42534.....     | ..... | 06/27/2011 | PAYDOWNS.....             | ..... | .....31,681    | .....31,681    | .....31,166    | .....31,280  | ..... | .....401   | ..... | .....401   | ..... | .....31,681    | ..... | .....       | .....0      | .....752    | 04/25/2034 | 1Z*..... |
| 12669D | US | 5 | CWHL 2002-39 A18 PAC 5.75 2-25-33.....    | ..... | 06/27/2011 | PAYDOWNS.....             | ..... | .....95,046    | .....95,046    | .....94,199    | .....94,418  | ..... | .....628   | ..... | .....628   | ..... | .....95,046    | ..... | .....       | .....0      | .....2,131  | 02/25/2033 | 1Z*..... |
| 141784 | DE | 5 | CARGILL INC 5.00 11-15-13 NC.....         | ..... | 05/25/2011 | EXCHANGED.....            | ..... | .....1,099,470 | .....1,000,000 | .....1,000,000 | .....997,652 | ..... | .....2,348 | ..... | .....2,348 | ..... | .....1,000,000 | ..... | .....99,470 | .....99,470 | .....26,389 | 11/15/2013 | 1FE..... |
| 14574K | AE | 2 | CAUTO 2010-1A A ABS 5.73 12-38.....       | ..... | 06/15/2011 | PAYDOWNS.....             | ..... | .....3,345     | .....3,345     | .....3,345     | .....3,345   | ..... | .....      | ..... | .....0     | ..... | .....3,345     | ..... | .....       | .....0      | .....80     | 12/15/2038 | 1Z*..... |
| 16162X | AD | 9 | CHASE 2006-S3 1A4 SEQ SSNR FLT 1136.....  | ..... | 06/27/2011 | PAYDOWNS.....             | ..... | .....23,800    | .....23,800    | .....20,766    | .....20,649  | ..... | .....3,151 | ..... | .....3,151 | ..... | .....23,800    | ..... | .....       | .....0      | .....578    | 11/25/2036 | 1Z*..... |
| 172921 | AA | 6 | CMSI 1987-1 A1 SEQ 9.00 4-25-17.....      | ..... | 06/27/2011 | PAYDOWNS.....             | ..... | .....233       | .....233       | .....230       | .....224     | ..... | .....9     | ..... | .....9     | ..... | .....233       | ..... | .....       | .....0      | .....9      | 04/25/2017 | 1Z*..... |

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1                       | 2           |  | 3                               | 4                | 5                 | 6                               | 7             | 8         | 9           | 10                                                   | Change in Book/Adjusted Carrying Value             |                                                   |                                                                          |                                               |                                                        | 16                                                         | 17                                                      | 18                                           | 19                                        | 20                                                                 | 21               | 22                                                            |
|-------------------------|-------------|--|---------------------------------|------------------|-------------------|---------------------------------|---------------|-----------|-------------|------------------------------------------------------|----------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------|------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------|-------------------------------------------|--------------------------------------------------------------------|------------------|---------------------------------------------------------------|
|                         |             |  |                                 |                  |                   |                                 |               |           |             |                                                      | 11                                                 | 12                                                | 13                                                                       | 14                                            | 15                                                     |                                                            |                                                         |                                              |                                           |                                                                    |                  |                                                               |
| CUSIP<br>Identification | Description |  | F<br>o<br>r<br>e<br>i<br>g<br>n | Disposal<br>Date | Name of Purchaser | Number of<br>Shares of<br>Stock | Consideration | Par Value | Actual Cost | Prior Year<br>Book/<br>Adjusted<br>Carrying<br>Value | Unrealized<br>Valuation<br>Increase/<br>(Decrease) | Current<br>Year's<br>(Amortization)/<br>Accretion | Current<br>Year's<br>Other Than<br>Temporary<br>Impairment<br>Recognized | Total<br>Change in<br>B./A.C.V.<br>(11+12-13) | Total<br>Foreign<br>Exchange<br>Change in<br>B./A.C.V. | Book/<br>Adjusted<br>Carrying<br>Value At<br>Disposal Date | Foreign<br>Exchange<br>Gain<br>(Loss)<br>on<br>Disposal | Realized<br>Gain<br>(Loss)<br>on<br>Disposal | Total<br>Gain<br>(Loss)<br>on<br>Disposal | Bond<br>Interest/<br>Stock<br>Dividends<br>Received<br>During Year | Maturity<br>Date | NA/IC<br>Desig-<br>nation<br>or<br>Market<br>Indicator<br>(a) |

QE05.1

|        |    |   |                                           |            |               |  |         |         |         |         |  |         |  |         |  |         |  |       |       |       |            |          |
|--------|----|---|-------------------------------------------|------------|---------------|--|---------|---------|---------|---------|--|---------|--|---------|--|---------|--|-------|-------|-------|------------|----------|
| 17315X | AD | 3 | CMLTI 2009-9 2A1 RR SEQ SSNR CSTR RE..... | 06/27/2011 | PAYDOWNS..... |  | 59,972  | 59,972  | 57,573  | 57,804  |  | 2,168   |  | 2,168   |  | 59,972  |  |       | 0     | 1,264 | 11/25/2035 | 1Z*      |
| 22541Q | FV | 9 | CSFB 2003-17 1A4 NAS 5.50 6-25-33.....    | 06/27/2011 | PAYDOWNS..... |  | 32,289  | 32,289  | 32,504  | 32,463  |  | (174)   |  | (174)   |  | 32,289  |  |       | 0     | 747   | 06/25/2033 | 1Z*      |
| 22541S | AC | 2 | CSFB 2004-C1 A3 SEQ 4.321 1-15-37.....    | 06/17/2011 | PAYDOWNS..... |  | 300,349 | 300,349 | 299,411 | 300,210 |  | 139     |  | 139     |  | 300,349 |  |       | 0     | 5,393 | 01/15/2037 | 1Z*      |
| 251563 | EM | 0 | DMSI 2004-4 1A4 SEQ 5.83 04-25-34.....    | 05/25/2011 | PAYDOWNS..... |  | 21,847  | 21,847  | 21,839  | 21,847  |  |         |  | 0       |  | 21,847  |  |       | 0     | 459   | 04/25/2034 | 1Z*      |
| 36158Y | HA | 0 | GECMC 2002-3A A2 SEQ 4.996 12-10-37.....  | 06/10/2011 | PAYDOWN.....  |  | 12,560  | 12,560  | 12,399  | 12,411  |  | 149     |  | 149     |  | 12,560  |  |       | 0     | 314   | 12/10/2037 | 1Z*      |
| 36190G | AA | 6 | GSMSC 2009-4R 1A1 SEQ SSNR CSTR 37RE..... | 06/28/2011 | PAYDOWNS..... |  | 11,104  | 11,104  | 10,771  | 10,802  |  | 302     |  | 302     |  | 11,104  |  |       | 0     | 276   | 01/26/2037 | 1Z*      |
| 39538W | DC | 9 | GPMF 2005-HE4 1A1 SEQ FLT 7-30.....       | 06/27/2011 | PAYDOWNS..... |  | 36,519  | 36,519  | 31,772  | 31,954  |  | 4,565   |  | 4,565   |  | 36,519  |  |       | 0     | 71    | 07/25/2030 | 1Z*      |
| 41161P | TN | 3 | HVMLT 2005-10 2A1A SEQ SSNR FLT 1135..... | 06/20/2011 | PAYDOWNS..... |  | 15,039  | 15,039  | 10,564  | 10,764  |  | 4,275   |  | 4,275   |  | 15,039  |  |       | 0     | 36    | 11/19/2035 | 1Z*      |
| 41161P | UK | 7 | HVMLT 2005-11 2A1A SEQ SSNR FLT 0845..... | 06/20/2011 | PAYDOWNS..... |  | 7,995   | 7,995   | 5,616   | 5,712   |  | 2,283   |  | 2,283   |  | 7,995   |  |       | 0     | 20    | 08/19/2045 | 1Z*      |
| 45254N | MZ | 7 | IMM 2005-2 1A2 SEQ SSUP FLT 0435.....     | 06/27/2011 | PAYDOWNS..... |  | 14,576  | 14,576  | 12,245  | 12,398  |  | 2,178   |  | 2,178   |  | 14,576  |  |       | 0     | 53    | 04/25/2035 | 1Z*      |
| 45254T | PK | 4 | IMSA 2004-2 A4 SEQ STP 08-25-34.....      | 06/27/2011 | PAYDOWNS..... |  | 26,553  | 26,553  | 26,553  | 26,553  |  |         |  | 0       |  | 26,553  |  |       | 0     | 494   | 08/25/2034 | 1Z*      |
| 465210 | ZZ | 8 | ISTAR FINANCIAL A-1 L+375 06-28-13.....   | 06/21/2011 | PAYDOWNS..... |  | 163,251 | 163,251 | 161,617 |         |  | 132     |  | 132     |  | 161,749 |  | 1,502 | 1,502 | 1,186 | 06/28/2013 | 3FE..... |
| 46628L | AB | 4 | JPMMT 2006-A4 1A2 SEQ SSNR CSTR 6-36..... | 06/27/2011 | PAYDOWNS..... |  | 114,975 | 114,975 | 91,980  | 72,333  |  | 42,642  |  | 42,642  |  | 114,975 |  |       | 0     | 2,222 | 06/25/2036 | 1Z*      |
| 46632T | AA | 3 | JPMMT 2008-R2 1A1 SEQ SSNR CSTR 37RE..... | 06/29/2011 | PAYDOWNS..... |  | 79,518  | 79,518  | 59,241  | 59,784  |  | 19,734  |  | 19,734  |  | 79,518  |  |       | 0     | 1,792 | 07/27/2037 | 1Z*      |
| 46633K | AY | 9 | JPMRR 2009-5 3A1 SEQ SSNR CSTR 37 RE..... | 06/28/2011 | PAYDOWNS..... |  | 50,093  | 50,093  | 47,463  | 47,813  |  | 2,280   |  | 2,280   |  | 50,093  |  |       | 0     | 1,175 | 05/26/2037 | 1Z*      |
| 47232D | AF | 9 | JMAC 2009-R5 2A1 SEQ SSNR CSTR 36RE.....  | 06/28/2011 | PAYDOWNS..... |  | 9,002   | 9,002   | 9,002   | 9,002   |  |         |  | 0       |  | 9,002   |  |       | 0     | 263   | 09/26/2036 | 1Z*      |
| 47232D | AT | 9 | JMAC 2009-R5 4A1 SEQ SSNR CSTR 36RE.....  | 06/28/2011 | PAYDOWNS..... |  | 26,151  | 26,151  | 26,151  | 26,151  |  |         |  | 0       |  | 26,151  |  |       | 0     | 620   | 09/26/2036 | 1Z*      |
| 47232D | BV | 3 | JMAC 2009-R5 9A1 SEQ SSNR CSTR 37RE.....  | 06/29/2011 | PAYDOWNS..... |  | 102,409 | 102,409 | 101,328 | 93,638  |  | 8,771   |  | 8,771   |  | 102,409 |  |       | 0     | 2,427 | 06/26/2037 | 1Z*      |
| 47232D | DG | 4 | JMAC 2009-R5 16A1 SEQ SSNR CSTR 37RE..... | 06/29/2011 | PAYDOWNS..... |  | 114,407 | 114,407 | 114,407 | 114,407 |  |         |  | 0       |  | 114,407 |  |       | 0     | 3,304 | 08/26/2037 | 1Z*      |
| 47232D | DT | 6 | JMAC 2009-R5 18A1 SEQ SSNR CSTR 37RE..... | 06/28/2011 | PAYDOWNS..... |  | 120,647 | 120,647 | 120,647 | 120,647 |  |         |  | 0       |  | 120,647 |  |       | 0     | 2,517 | 04/26/2037 | 1Z*      |
| 47232D | EU | 2 | JMAC 2009-R5 22A1 SEQ SSNR CSTR RE.....   | 06/29/2011 | PAYDOWNS..... |  | 131,821 | 131,821 | 131,821 | 121,990 |  | 9,831   |  | 9,831   |  | 131,821 |  |       | 0     | 3,168 | 08/26/2037 | 1Z*      |
| 47232D | EY | 4 | JMAC 2009-R5 22A5 SUB SSUP CSTR RE.....   | 06/27/2011 | PAYDOWNS..... |  |         | 18,143  | 3,504   | 1,734   |  | (1,734) |  | (1,734) |  |         |  |       | 0     | 485   | 08/26/2037 | 1Z*      |
| 47232V | AF | 9 | JMAC 2009-R4 2A1 SEQ SSNR 5.75 37RE.....  | 06/29/2011 | PAYDOWNS..... |  | 28,129  | 28,129  | 28,129  | 28,129  |  |         |  | 0       |  | 28,129  |  |       | 0     | 684   | 02/26/2037 | 1Z*      |
| 47232V | AK | 8 | JMAC 2009-R4 2A5 SUB SSUP 5.75 37RE.....  | 06/27/2011 | PAYDOWNS..... |  |         | 7,822   | 3,922   | 1,442   |  | (1,442) |  | (1,442) |  |         |  |       | 0     | 219   | 02/26/2037 | 6Z*      |
| 47232V | CQ | 3 | JMAC 2009-R4 13A1 SEQ SSNR 5.85 36RE..... | 06/29/2011 | PAYDOWNS..... |  | 148,025 | 148,025 | 148,025 | 148,025 |  |         |  | 0       |  | 148,025 |  |       | 0     | 3,605 | 05/26/2036 | 1Z*      |
| 47232V | DF | 6 | JMAC 2009-R4 16A1 SEQ SSNR 6.0 36RE.....  | 06/29/2011 | PAYDOWNS..... |  | 116,677 | 116,677 | 113,622 | 113,977 |  | 2,700   |  | 2,700   |  | 116,677 |  |       | 0     | 3,207 | 04/26/2036 | 1Z*      |
| 47232V | DW | 9 | JMAC 2009-R4 19A1 SEQ SSNR 6.0 36RE.....  | 06/29/2011 | PAYDOWNS..... |  | 12,164  | 12,164  | 12,164  | 12,164  |  |         |  | 0       |  | 12,164  |  |       | 0     | 317   | 07/26/2036 | 1Z*      |
| 47232V | EQ | 1 | JMAC 2009-R4 23A1 SEQ SSNR 5.75 36RE..... | 06/29/2011 | PAYDOWNS..... |  | 12,353  | 12,353  | 12,353  | 12,353  |  |         |  | 0       |  | 12,353  |  |       | 0     | 289   | 01/26/2036 | 1Z*      |
| 47232V | EV | 0 | JMAC 2009-R4 23A6 SUB SSUP 5.75 36RE..... | 06/27/2011 | PAYDOWNS..... |  |         | 10,338  | 6,615   | 5,359   |  | (5,359) |  | (5,359) |  |         |  |       | 0     | 255   | 01/26/2036 | 3Z*      |
| 47232V | FK | 3 | JMAC 2009-R4 27A1 SEQ SSNR CSTR RE.....   | 06/29/2011 | PAYDOWNS..... |  | 86,317  | 86,317  | 86,317  | 86,317  |  |         |  | 0       |  | 86,317  |  |       | 0     | 1,950 | 06/26/2036 | 1Z*      |
| 47232V | GH | 9 | JMAC 2009-R4 32A1 SEQ SSNR 6.5 36RE.....  | 06/29/2011 | PAYDOWNS..... |  | 12,448  | 12,448  | 12,448  | 12,448  |  |         |  | 0       |  | 12,448  |  |       | 0     | 324   | 03/26/2036 | 1Z*      |
| 47232I | AJ | 7 | JMAC 2008-R2 3A1 SEQ CSTR 1-25-39RE.....  | 06/29/2011 | PAYDOWNS..... |  | 50,011  | 50,011  | 44,551  | 45,415  |  | 4,596   |  | 4,596   |  | 50,011  |  |       | 0     | 1,152 | 01/25/2039 | 1Z*      |
| 52522I | EM | 5 | LXS 2005-7N 1A1A SEQ SSNR FLT 122535..... | 06/27/2011 | PAYDOWNS..... |  | 29,623  | 29,623  | 21,698  | 21,684  |  | 7,939   |  | 7,939   |  | 29,623  |  |       | 0     | 64    | 12/25/2035 | 1Z*      |
| 52525F | AA | 1 | LMT 2008-6 1A1 SEQ SSNR CSTR 07-47.....   | 06/27/2011 | PAYDOWNS..... |  | 176,496 | 176,496 | 150,022 | 153,380 |  | 23,116  |  | 23,116  |  | 176,496 |  |       | 0     | 3,784 | 07/25/2047 | 1Z*      |
| 76111J | U5 | 1 | RFMSI 2003-S4 A4 NAS 5.75 3-25-33.....    | 06/27/2011 | PAYDOWNS..... |  | 66,841  | 66,841  | 68,386  | 68,021  |  | (1,180) |  | (1,180) |  | 66,841  |  |       | 0     | 1,720 | 03/25/2033 | 1Z*      |
| 761118 | KH | 0 | RALI 2005-QS15 2A SEQ 6.0 10-25-35.....   | 06/27/2011 | PAYDOWNS..... |  | 8,844   | 9,651   | 8,867   | 7,471   |  | 1,373   |  | 1,373   |  | 8,844   |  |       | 0     | 226   | 10/25/2035 | 1Z*      |

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

| 1                                                   | 2                                                                |  | 3                               | 4                | 5                           | 6                               | 7              | 8              | 9              | 10                                                   | Change in Book/Adjusted Carrying Value             |                                                   |                                                                          |                                               |                                                        | 16                                                         | 17                                                      | 18                                           | 19                                        | 20                                                                 | 21               | 22                                                           |
|-----------------------------------------------------|------------------------------------------------------------------|--|---------------------------------|------------------|-----------------------------|---------------------------------|----------------|----------------|----------------|------------------------------------------------------|----------------------------------------------------|---------------------------------------------------|--------------------------------------------------------------------------|-----------------------------------------------|--------------------------------------------------------|------------------------------------------------------------|---------------------------------------------------------|----------------------------------------------|-------------------------------------------|--------------------------------------------------------------------|------------------|--------------------------------------------------------------|
|                                                     |                                                                  |  |                                 |                  |                             |                                 |                |                |                |                                                      | 11                                                 | 12                                                | 13                                                                       | 14                                            | 15                                                     |                                                            |                                                         |                                              |                                           |                                                                    |                  |                                                              |
| CUSIP<br>Identification                             | Description                                                      |  | F<br>o<br>r<br>e<br>i<br>g<br>n | Disposal<br>Date | Name of Purchaser           | Number of<br>Shares of<br>Stock | Consideration  | Par Value      | Actual Cost    | Prior Year<br>Book/<br>Adjusted<br>Carrying<br>Value | Unrealized<br>Valuation<br>Increase/<br>(Decrease) | Current<br>Year's<br>(Amortization)/<br>Accretion | Current<br>Year's<br>Other Than<br>Temporary<br>Impairment<br>Recognized | Total<br>Change in<br>B./A.C.V.<br>(11+12-13) | Total<br>Foreign<br>Exchange<br>Change in<br>B./A.C.V. | Book/<br>Adjusted<br>Carrying<br>Value At<br>Disposal Date | Foreign<br>Exchange<br>Gain<br>(Loss)<br>on<br>Disposal | Realized<br>Gain<br>(Loss)<br>on<br>Disposal | Total<br>Gain<br>(Loss)<br>on<br>Disposal | Bond<br>Interest/<br>Stock<br>Dividends<br>Received<br>During Year | Maturity<br>Date | NAIC<br>Desig-<br>nation<br>or<br>Market<br>Indicator<br>(a) |
| 81375F CM 3                                         | SASI 1993-7 TA6 PAC 6.25 12-25-23.....                           |  |                                 | 06/27/2011       | PAYDOWNS.....               |                                 | .....33        | .....33        | .....33        | .....33                                              |                                                    |                                                   |                                                                          | .....0                                        |                                                        | .....33                                                    |                                                         |                                              | .....0                                    |                                                                    | 12/25/2023       | 1Z .....                                                     |
| 827065 AB 9                                         | SILICON VALLEY BK 6.05 06-01-17 NC.....                          |  |                                 | 05/03/2011       | CASH TENDER OFFER.....      |                                 | .....1,124,800 | .....1,000,000 | .....1,124,851 | .....998,454                                         |                                                    | .....126,346                                      |                                                                          | .....126,346                                  |                                                        | .....1,124,800                                             |                                                         |                                              | .....0                                    | .....25,544                                                        | 06/01/2017       | 2FE.....                                                     |
| 89655Y AA 4                                         | TRL 2009-1A A ABS 6.657 11-16-39.....                            |  |                                 | 06/16/2011       | PAYDOWNS.....               |                                 | .....22,190    | .....22,190    | .....22,190    | .....22,190                                          |                                                    |                                                   |                                                                          | .....0                                        |                                                        | .....22,190                                                |                                                         |                                              | .....0                                    | .....621                                                           | 11/16/2039       | 1Z* .....                                                    |
| 89656C AA 1                                         | TRL 2010-1A A ABS 5.194 10-16-40.....                            |  |                                 | 06/16/2011       | PAYDOWNS.....               |                                 | .....8,730     | .....8,730     | .....8,730     | .....8,730                                           |                                                    |                                                   |                                                                          | .....0                                        |                                                        | .....8,730                                                 |                                                         |                                              | .....0                                    | .....189                                                           | 10/16/2040       | 1Z* .....                                                    |
| 92344R AA 0                                         | VERIZON NEW ENGLAND 6.50 9-15-11 NC.....                         |  |                                 | 04/27/2011       | REDEEMED BY CALL.....       |                                 | .....1,023,490 | .....1,000,000 | .....1,107,160 | .....1,011,174                                       |                                                    | .....(5,061)                                      |                                                                          | .....(5,061)                                  |                                                        | .....1,006,113                                             |                                                         | .....17,376                                  | .....17,376                               | .....40,083                                                        | 09/15/2011       | 1FE.....                                                     |
| 05532E AG 0                                         | BCAP 2009-RR10 4A1 SEQ SSNR 6.0 37RE.....                        |  |                                 | 06/27/2011       | PAYDOWNS.....               |                                 | .....76,045    | .....76,045    | .....73,954    | .....124,333                                         |                                                    | .....(48,288)                                     |                                                                          | .....(48,288)                                 |                                                        | .....76,045                                                |                                                         |                                              | .....0                                    | .....2,498                                                         | 06/27/2037       | 1Z* .....                                                    |
| 36828Q HH 2                                         | GECMC 2004-C2 A3 SEQ 4.641 3-10-40.....                          |  |                                 | 06/10/2011       | PAYDOWNS.....               |                                 | .....419,685   | .....419,685   | .....409,693   | .....416,324                                         |                                                    | .....3,361                                        |                                                                          | .....3,361                                    |                                                        | .....419,685                                               |                                                         |                                              | .....0                                    | .....7,633                                                         | 03/10/2040       | 1Z* .....                                                    |
| 65548Q AA 2                                         | NORBORD DELAWARE V/R 02-15-17 NC !.....                          |  |                                 | 02/10/2011       | RBC CAPITAL.....            |                                 |                |                |                |                                                      |                                                    |                                                   |                                                                          | .....0                                        |                                                        |                                                            |                                                         |                                              | .....0                                    | .....6,250                                                         | 02/15/2017       | 3FE.....                                                     |
| 3899999.                                            | Total - Bonds - Industrial & Miscellaneous.....                  |  |                                 |                  |                             |                                 | .....6,539,529 | .....6,328,879 | .....6,411,547 | .....6,041,211                                       | .....0                                             | .....218,186                                      | .....0                                                                   | .....218,186                                  | .....0                                                 | .....6,421,014                                             | .....0                                                  | .....118,513                                 | .....118,513                              | .....170,554                                                       | .....XXX...      | .....XXX...                                                  |
| 8399997.                                            | Total - Bonds - Part 4.....                                      |  |                                 |                  |                             |                                 | .....7,422,540 | .....7,211,890 | .....7,312,356 | .....6,934,212                                       | .....0                                             | .....211,829                                      | .....0                                                                   | .....211,829                                  | .....0                                                 | .....7,307,658                                             | .....0                                                  | .....114,879                                 | .....114,879                              | .....192,307                                                       | .....XXX...      | .....XXX...                                                  |
| 8399999.                                            | Total - Bonds.....                                               |  |                                 |                  |                             |                                 | .....7,422,540 | .....7,211,890 | .....7,312,356 | .....6,934,212                                       | .....0                                             | .....211,829                                      | .....0                                                                   | .....211,829                                  | .....0                                                 | .....7,307,658                                             | .....0                                                  | .....114,879                                 | .....114,879                              | .....192,307                                                       | .....XXX...      | .....XXX...                                                  |
| Common Stocks - Parent, Subsidiaries and Affiliates |                                                                  |  |                                 |                  |                             |                                 |                |                |                |                                                      |                                                    |                                                   |                                                                          |                                               |                                                        |                                                            |                                                         |                                              |                                           |                                                                    |                  |                                                              |
| 000894 10 5                                         | ADL FINANCIAL SERVICES, INC.....                                 |  |                                 | 06/13/2011       | LIQUIDATION SUBSIDIARY..... | .....100.000                    |                | .....XXX.....  |                |                                                      |                                                    |                                                   |                                                                          | .....0                                        |                                                        |                                                            |                                                         |                                              | .....0                                    |                                                                    | .....XXX...      |                                                              |
| 9199999.                                            | Total - Common Stocks - Parent, Subsidiaries and Affiliates..... |  |                                 |                  |                             |                                 | .....0         | .....XXX.....  | .....0         | .....0                                               | .....0                                             | .....0                                            | .....0                                                                   | .....0                                        | .....0                                                 | .....0                                                     | .....0                                                  | .....0                                       | .....0                                    | .....0                                                             | .....XXX...      | .....XXX...                                                  |
| 9799997                                             | Total - Common Stocks - Part 4.....                              |  |                                 |                  |                             |                                 | .....0         | .....XXX.....  | .....0         | .....0                                               | .....0                                             | .....0                                            | .....0                                                                   | .....0                                        | .....0                                                 | .....0                                                     | .....0                                                  | .....0                                       | .....0                                    | .....0                                                             | .....XXX...      | .....XXX...                                                  |
| 9799999.                                            | Total - Common Stocks.....                                       |  |                                 |                  |                             |                                 | .....0         | .....XXX.....  | .....0         | .....0                                               | .....0                                             | .....0                                            | .....0                                                                   | .....0                                        | .....0                                                 | .....0                                                     | .....0                                                  | .....0                                       | .....0                                    | .....0                                                             | .....XXX...      | .....XXX...                                                  |
| 9899999.                                            | Total - Preferred and Common Stocks.....                         |  |                                 |                  |                             |                                 | .....0         | .....XXX.....  | .....0         | .....0                                               | .....0                                             | .....0                                            | .....0                                                                   | .....0                                        | .....0                                                 | .....0                                                     | .....0                                                  | .....0                                       | .....0                                    | .....0                                                             | .....XXX...      | .....XXX...                                                  |
| 9999999.                                            | Total - Bonds, Preferred and Common Stocks.....                  |  |                                 |                  |                             |                                 | .....7,422,540 | .....XXX.....  | .....7,312,356 | .....6,934,212                                       | .....0                                             | .....211,829                                      | .....0                                                                   | .....211,829                                  | .....0                                                 | .....7,307,658                                             | .....0                                                  | .....114,879                                 | .....114,879                              | .....192,307                                                       | .....XXX...      | .....XXX...                                                  |

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....0.

QE05.2

**Sch. DB-Pt A-Sn 1**  
**NONE**

**Sch. DB-Pt A-Sn 1-Footernote**  
**NONE**

**Sch. DB-Pt B-Sn 1**  
**NONE**

**Sch. DB-Pt B-Sn 1-Footernote**  
**NONE**

**Sch. DB-Pt B-Sn 1B-Broker List**  
**NONE**

**Sch. DB-Pt D**  
**NONE**

**Sch. DL-Pt. 1**  
**NONE**

**Sch. DL-Pt. 2**  
**NONE**

Loyal American Life Insurance Company  
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

| 1<br><br>Depository | 2<br><br>Code | 3<br><br>Rate<br>of<br>Interest | 4<br><br>Amount of<br>Interest<br>Received During<br>Current Quarter | 5<br><br>Amount of<br>Interest Accrued<br>at Current<br>Statement Date | Book Balance at End of Each<br>Month During Current Quarter |                       |                      | 9<br><br>* |
|---------------------|---------------|---------------------------------|----------------------------------------------------------------------|------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------|----------------------|------------|
|                     |               |                                 |                                                                      |                                                                        | 6<br><br>First Month                                        | 7<br><br>Second Month | 8<br><br>Third Month |            |

Open Depositories

|                                                                                                                                                     |              |              |          |        |                  |                  |                  |       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------|--------------|--------------|----------|--------|------------------|------------------|------------------|-------|
| JP Morgan Chase..... Austin, TX.....                                                                                                                | .....        | .....        | .....    | .....  | .....(4,188,085) | .....(4,236,199) | .....(2,884,351) | XXX.. |
| PNC Bank..... Cincinnati, OH.....                                                                                                                   | .....        | .....        | .....    | .....  | .....(553,336)   | .....(466,032)   | .....(1,117,587) | XXX.. |
| The Bank of New York Mellon..... New York, NY.....                                                                                                  | .....        | .....0.010   | .....6   | .....  | .....1,003       | .....7,254       | .....1,006       | XXX.. |
| Mission Community Bank..... San Luis Obispo, CA.....                                                                                                | .....        | .....1.000   | .....252 | .....  | .....100,000     | .....100,000     | .....100,000     | XXX.. |
| 0199998. Deposits in.....4 depositories that do not exceed the allowable limit<br>in any one depository (see Instructions) - Open Depositories..... | ....XXX..... | ....XXX..... | .....    | .....  | .....51,371      | .....54,060      | .....8,548       | XXX.. |
| 0199999. Total Open Depositories.....                                                                                                               | ....XXX..... | ....XXX..... | .....258 | .....0 | .....(4,589,047) | .....(4,540,917) | .....(3,892,384) | XXX.. |
| 0399999. Total Cash on Deposit.....                                                                                                                 | ....XXX..... | ....XXX..... | .....258 | .....0 | .....(4,589,047) | .....(4,540,917) | .....(3,892,384) | XXX.. |
| 0599999. Total Cash.....                                                                                                                            | ....XXX..... | ....XXX..... | .....258 | .....0 | .....(4,589,047) | .....(4,540,917) | .....(3,892,384) | XXX.. |

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

| 1           | 2    | 3                | 4                   | 5                | 6                               | 7                                   | 8                              |
|-------------|------|------------------|---------------------|------------------|---------------------------------|-------------------------------------|--------------------------------|
| Description | Code | Date<br>Acquired | Rate of<br>Interest | Maturity<br>Date | Book/Adjusted<br>Carrying Value | Amount of Interest<br>Due & Accrued | Amount Received<br>During Year |

NONE