



**ANNUAL STATEMENT**  
FOR THE YEAR ENDED DECEMBER 31, 2011

OF THE CONDITION AND AFFAIRS OF THE

**The Bankers Guarantee Title & Trust Company**

NAIC Group Code 0000, NAIC Company Code 50164 Employer's ID Number 340083590  
(Current Period) (Prior Period)

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

Country of Domicile US

Incorporated/Organized August 11, 1911 Commenced Business August 11, 1911

Statutory Home Office 2872 W Market Street, Fairlawn, Ohio 44333  
(Street and Number, City or Town, State and Zip Code)

Main Administrative Office N/A  
(Street and Number, City or Town, State and Zip Code) (Area Code) (Telephone Number)

Mail Address N/A  
(Street and Number or P. O. Box, City or Town, State and Zip Code)

Primary Location of Books and Records N/A  
(Street and Number, City or Town, State and Zip Code)  
(Area Code) (Telephone Number)

Internet Website Address N/A

Statutory Statement Contact Richard L Pace 330 867 1600  
(Name) (Area Code) (Telephone Number) (Extension)  
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(E-Mail Address) (Fax Number)

**OFFICERS**

Richard L Pace (President)  
Patricia K Smith (Vice Pres/Sec/Tres)  
Richard M Herberich (Vice Pres)

**OTHER OFFICERS**

**DIRECTORS OR TRUSTEES**

Richard L Pace  
Patricia K Smith  
Richard M Herberich  
David Herberich  
Joel D Crawfis, III  
John P Davis

State of Ohio }  
County of Summit } SS

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

Richard L Pace  
President

Subscribed and sworn to before me this  
day of February 2012

Patricia K Smith  
V Pres/Sec/Tres

Richard M Herberich  
Vice President

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 Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Column 1 minus Column 2)	4 Net Admitted Assets
1. Bonds (Schedule D) .....				
2. Stocks (Schedule D):				
2.1 Preferred stocks .....				
2.2 Common stocks .....	420,163	65,000	355,163	355,163
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens .....		18,961,380	18,961,380	19,561,517
3.2 Other than first liens .....		1,423,956	1,423,956	1,395,833
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ ....., encumbrances) .....				
4.2 Properties held for the production of income (less \$ ....., encumbrances) .....				
4.3 Properties held for sale (less \$ ....., encumbrances) .....		55,299	55,299	55,299
5. Cash (\$ ..... 213,114, Schedule E - Part 1), cash equivalents (\$ ..... , Schedule E - Part 2) and short-term investments (\$ ..... , Schedule DA) .....	213,114		213,114	588,140
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives (Schedule DB) .....				
8. Other invested assets (Schedule BA) .....				
9. Receivables for securities .....				
10. Securities lending reinvested collateral assets (Schedule DL) .....				
11. Aggregate write-ins for invested assets .....	51,710		51,710	50,995
12. Subtotals, cash and invested assets (Line 1 through Line 11) .....	21,125,622	65,000	21,060,622	22,006,947
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....				
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....				
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....				
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....				
16.2 Funds held by or deposited with reinsured companies .....				
16.3 Other amounts receivable under reinsurance contracts .....				
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....				
18.2 Net deferred tax asset .....				
19. Guaranty funds receivable or on deposit .....				
20. Electronic data processing equipment and software .....				
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....	41,793	41,793		
22. Net adjustment in assets and liabilities due to foreign exchange rates .....				
23. Receivables from parent, subsidiaries and affiliates .....				
24. Health care (\$ ..... ) and other amounts receivable .....				
25. Aggregate write-ins for other than invested assets .....	12,682,552	4,734,881	7,947,671	8,074,126
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25) .....	33,849,967	4,841,674	29,008,293	30,081,073
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Total (Line 26 and Line 27) .....	33,849,967	4,841,674	29,008,293	30,081,073
<b>DETAILS OF WRITE-INS</b>				
1101. Interest Receivable .....		51,710		51,710
1102. ....				50,995
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....		51,710		51,710
1199. Totals (Line 1101 through Line 1103 plus Line 1198) (Line 11 above) .....		51,710		50,995
2501. Miscellaneous receivables and prepaids other than pension .....		3,666,276	3,666,276	
2502. Prepaid Pension .....		1,068,605	1,068,605	
2503. Funds Segregated for others .....		7,947,671	7,947,671	8,074,126
2598. Summary of remaining write-ins for Line 25 from overflow page .....		12,682,552	4,734,881	7,947,671
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above) .....		12,682,552	4,734,881	8,074,126

**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Year	2 Prior Year
1. Known claims reserve (Part 2B, Line 3, Column 4) .....		
2. Statutory premium reserve (Part 1B, Line 2.6, Column 1) .....	76,936	74,183
3. Aggregate of other reserves required by law .....		
4. Supplemental reserve (Part 2B, Column 4, Line 10) .....		
5. Commissions, brokerage and other charges due or accrued to attorneys, agents and real estate brokers .....		
6. Other expenses (excluding taxes, licenses and fees) .....	111,764	125,399
7. Taxes, licenses and fees (excluding federal and foreign income taxes) .....		
8.1 Current federal and foreign income taxes (including \$..... on realized capital gains (losses)) .....	(87,135)	(36,851)
8.2 Net deferred tax liability .....	62,824	35,810
9. Borrowed money \$..... and interest thereon \$.....	11,296,970	11,134,171
10. Dividends declared and unpaid .....		
11. Premiums and other consideration received in advance .....		
12. Unearned interest and real estate income received in advance .....		
13. Funds held by company under reinsurance treaties .....		
14. Amounts withheld or retained by company for account of others .....		
15. Provision for unauthorized reinsurance .....		
16. Net adjustment in assets and liabilities due to foreign exchange rates .....		
17. Drafts outstanding .....		
18. Payable to parent, subsidiaries and affiliates .....		
19. Derivatives .....		
20. Payable for securities .....		
21. Payable for securities lending .....		
22. Aggregate write-ins for other liabilities .....	7,996,346	8,155,646
23. Total liabilities (Line 1 through Line 22) .....	19,457,705	19,488,358
24. Aggregate write-ins for special surplus funds .....		
25. Common capital stock .....		
26. Preferred capital stock .....	631,250	631,250
27. Aggregate write-ins for other than special surplus funds .....		
28. Surplus notes .....		
29. Gross paid in and contributed surplus .....	5,456,495	5,456,495
30. Unassigned funds (surplus) .....	3,462,843	4,504,970
31. Less treasury stock, at cost:		
31.1 ..... shares common (value included in Line 25 \$ .....		
31.2 ..... shares preferred (value included in Line 26 \$ .....		
32. Surplus as regards policyholders (Line 24 through Line 30 minus Line 31) (Page 4, Line 32) .....	9,550,588	10,592,715
33. TOTALS (Page 2, Line 28, Column 3) .....	29,008,293	30,081,073
<b>DETAILS OF WRITE-INS</b>		
0301.....		
0302.....		
0303.....		
0398. Summary of remaining write-ins for Line 3 from overflow page .....		
0399. Totals (Line 0301 through Line 0303 plus Line 0398) (Line 3 above) .....		
2201. Loan Escrow .....	48,673	81,525
2202. Funds Segregated for others .....	7,947,671	8,074,126
2203. Rounding .....	2	(5)
2298. Summary of remaining write-ins for Line 22 from overflow page .....		
2299. Totals (Line 2201 through Line 2203 plus Line 2298) (Line 22 above) .....	7,996,346	8,155,646
2401.....		
2402.....		
2403.....		
2498. Summary of remaining write-ins for Line 24 from overflow page .....		
2499. Totals (Line 2401 through Line 2403 plus Line 2498) (Line 24 above) .....		
2701.....		
2702.....		
2703.....		
2798. Summary of remaining write-ins for Line 27 from overflow page .....		
2799. Totals (Line 2701 through Line 2703 plus Line 2798) (Line 27 above) .....		

## OPERATIONS AND INVESTMENT EXHIBIT

### STATEMENT OF INCOME

	1 Current Year	2 Prior Year
<b>OPERATING INCOME</b>		
1. Title insurance and related income (Part 1):		
1.1 Title insurance premiums earned (Part 1B, Line 3, Column 1) .....	59,074	74,187
1.2 Escrow and settlement services (Part 1A, Line 2, Column 4) .....		
1.3 Other title fees and service charges (Part 1A, Total of Lines 3, 4, 5 and 6, Column 4) .....		
2. Other operating income (Part 4, Line 2, Column 5) .....	1,408,515	1,254,056
3. Total Operating Income (Line 1 through Line 2) .....	1,467,589	1,328,243
<b>EXPENSES:</b>		
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Column 4) .....		
5. Operating expenses incurred (Part 3, Line 24, Column 4) .....	47,106	1,199,854
6. Other operating deductions (Part 4, Line 6, Column 5) .....	1,295,708	
7. Total Operating Expenses .....	1,342,814	1,199,854
8. Net operating gain or (loss) (Line 3 minus Line 7) .....	124,775	128,389
<b>INVESTMENT INCOME</b>		
9. Net investment income earned (Exhibit of Net Investment Income, Line 17) .....	608,954	706,526
10. Net realized capital gains (losses) less capital gains tax of \$ (Exhibit of Capital Gains (Losses)) .....		
11. Net investment gain (loss) (Line 9 plus Line 10) .....	608,954	706,526
<b>OTHER INCOME</b>		
12. Aggregate write-ins for miscellaneous income or (loss) or other deductions .....		
13. Net income after capital gains tax and before all other federal income taxes (Line 8 plus Line 11 plus Line 12) .....	733,729	834,915
14. Federal and foreign income taxes incurred .....	203,337	269,035
15. Net income (Line 13 minus Line 14) .....	530,392	565,880
<b>CAPITAL AND SURPLUS ACCOUNT</b>		
16. Surplus as regards policyholders, December 31 prior year (Page 3, Line 32, Column 2) .....	10,592,715	11,196,670
17. Net income (from Line 15) .....	530,392	565,880
18. Change in net unrealized capital gains or (losses) less capital gains tax of \$ .....	(27,466)	54,394
19. Change in net unrealized foreign exchange capital gain (loss) .....		
20. Change in net deferred income tax .....	(41,163)	624
21. Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 28, Column 3) .....		
22. Change in provision for unauthorized reinsurance (Page 3, Line 15, Column 2 minus Column 1) .....	(938,042)	(749,144)
23. Change in supplemental reserves (Page 3, Line 4, Column 2 minus Column 1) .....		
24. Change in surplus notes .....		
25. Cumulative effect of changes in accounting principles .....		
26. Capital Changes:		
26.1 Paid in .....		
26.2 Transferred from surplus (Stock Dividend) .....		
26.3 Transferred to surplus .....		
27. Surplus Adjustments:		
27.1 Paid in .....		
27.2 Transferred to capital (Stock Dividend) .....		
27.3 Transferred from capital .....		
28. Dividends to stockholders .....	(537,825)	(475,710)
29. Change in treasury stock (Page 3, Line (31.1) and Line (31.2), Column 2 minus Column 1) .....	(28,023)	1
30. Aggregate write-ins for gains and losses in surplus .....		
31. Change in surplus as regards policyholders for the year (Line 17 through Line 30) .....	(1,042,127)	(603,955)
32. Surplus as regards policyholders, December 31 current year (Line 16 plus Line 31) (Page 3, Line 32) .....	9,550,588	10,592,715
<b>DETAILS OF WRITE-INS</b>		
1201 .....		
1202 .....		
1203 .....		
1298. Summary of remaining write-ins for Line 12 from overflow page .....		
1299. TOTALS (Line 1201 through Line 1203 plus Line 1298) (Line 12 above) .....		
3001. Rounding .....	(2)	1
3002. Prior period adjustment after the completion of the 2010 report .....	(28,021)	
3003 .....		
3098. Summary of remaining write-ins for Line 30 from overflow page .....		
3099. TOTALS (Line 3001 through Line 3003 plus Line 3098) (Line 30 above) .....	(28,023)	1

## CASH FLOW

	1 Current Year	2 Prior Year
<b>Cash from Operations</b>		
1. Premiums collected net of reinsurance .....	59,074	74,187
2. Net investment income .....	608,954	706,526
3. Miscellaneous income .....	1,408,515	1,254,056
4. Total (Line 1 through Line 3) .....	2,076,543	2,034,769
5. Benefit and loss related payments .....		
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....		
7. Commissions, expenses paid and aggregate write-ins for deductions .....	1,342,814	1,199,854
8. Dividends paid to policyholders .....	203,337	269,035
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses) .....		
10. Total (Line 5 through Line 9) .....	1,546,151	1,468,889
11. Net cash from operations (Line 4 minus Line 10) .....	530,392	565,880
<b>Cash from Investments</b>		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds .....		
12.2 Stocks .....	41,966,600	55,364,654
12.3 Mortgage loans .....		
12.4 Real estate .....		
12.5 Other invested assets .....		15,998
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....		
12.7 Miscellaneous proceeds .....		
12.8 Total investment proceeds (Line 12.1 through Line 12.7) .....	41,966,600	55,380,652
13. Cost of investments acquired (long-term only):		
13.1 Bonds .....		
13.2 Stocks .....	41,394,586	55,568,215
13.3 Mortgage loans .....		
13.4 Real estate .....		
13.5 Other invested assets .....	715	
13.6 Miscellaneous applications .....		
13.7 Total investments acquired (Line 13.1 through Line 13.6) .....	41,395,301	55,568,215
14. Net increase (decrease) in contract loans and premium notes .....		
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14) .....	571,299	(187,563)
<b>Cash from Financing and Miscellaneous Sources</b>		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes .....		
16.2 Capital and paid in surplus, less treasury stock .....	162,799	381,338
16.3 Borrowed funds .....		
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....		
16.5 Dividends to stockholders .....	537,825	475,710
16.6 Other cash provided (applied) .....	(1,101,691)	(1,083,228)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(1,476,717)	(1,177,600)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>		
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17) .....	(375,026)	(799,283)
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year .....	588,140	1,387,423
19.2 End of year (Line 18 plus Line 19.1) .....	213,114	588,140

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

20.0001 .....		
20.0002 .....		
20.0003 .....		
20.0004 .....		
20.0005 .....		
20.0006 .....		
20.0007 .....		
20.0008 .....		
20.0009 .....		
20.0010 .....		

**OPERATIONS AND INVESTMENT EXHIBIT****PART 1A - SUMMARY OF TITLE INSURANCE PREMIUMS WRITTEN AND RELATED REVENUES**

	1 Direct Operations	Agency Operation		4 Current Year Total (Columns 1 plus 2 plus 3)	5 Prior Year Total
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Direct premiums written (Sch. T, Line 59, Columns 3, 4 and 5) .....		61,827		61,827	78,603
2. Escrow and settlement service charges .....					
3. Title examinations .....					
4. Searches and abstracts .....					
5. Surveys .....					
6. Aggregate write-ins for service charges .....					
4. TOTALS (Lines 1 to 6) .....		61,827		61,827	78,603
<b>DETAILS OF WRITE-INS</b>					
0601. ....					
0602. ....					
0603. ....					
0698. Summary of remaining write-ins for Line 6 from overflow page .....					
0699. Total (Line 0601 through Line 0603 plus Line 0698) (Line 6 above) .....					

**PART 1B - PREMIUMS EARNED EXHIBIT**

		1 Current Year	2 Prior Year
1. Title premiums written:			
1.1 Direct (Part 1A, Line 1, Column 4) .....		61,827	78,603
1.2 Assumed .....			
1.3 Ceded .....			
1.4 Net title premiums written (Line 1.1 plus Line 1.2 minus Line 1.3) .....		61,827	78,603
2. Statutory premium reserve:			
2.1 Balance at December 31 prior year .....		74,182	69,766
2.2 Aggregate write-ins for book adjustments to Line 2.1 .....			
2.3 Additions during the current year .....		6,182	7,860
2.4 Withdrawals during the current year .....		3,429	3,444
2.5 Aggregate write-ins for other adjustments not effecting earned premiums .....			
2.6 Balance at December 31 current year (Line 2.1 plus Line 2.2 plus Line 2.3 minus Line 2.4 plus Line 2.5) .....		76,935	74,182
3. Net title premiums earned during year (Line 1.4 plus Line 2.1 plus Line 2.5 minus Line 2.6) (Sch. T, Line 59, Column 7) .....		59,074	74,187
<b>DETAILS OF WRITE-INS</b>			
2.201 ....			
2.202 ....			
2.203 ....			
2.298 Summary of remaining write-ins for Line 2.2 from overflow page .....			
2.299 Total (Line 2.201 through Line 2.203 plus Line 2.298) (Line 2.2 above) .....			
2.501 ....			
2.502 ....			
2.503 ....			
2.598 Summary of remaining write-ins for Line 2.5 from overflow page .....			
2.599 Total (Line 2.501 through Line 2.503 plus Line 2.598) (Line 2.5 above) .....			

**Page 7**  
Operations and Investment Exhibit , Part 2A  
**NONE**

**OPERATIONS AND INVESTMENT EXHIBIT****PART 2B - UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES**

	1 Direct Operations	Agency Operations		4 Total Current Year (Columns 1 plus 2 plus 3)	5 Total Prior Year
		2 Non-Affiliated Agency Operations	3 Affiliated Agency Operations		
1. Loss and allocated LAE reserve for title and other losses of which notice has been received:					
1.1 Direct (Schedule P, Part 1, Line 12, Column 17) .....					
1.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Column 18) .....					
2. Deduct reinsurance recoverable from authorized and unauthorized companies (Schedule P, Part 1, Line 12, Column 19) .....					
3. Known claims reserve net of reinsurance (Line 1.1 plus Line 1.2 minus Line 2) .....					
4. Incurred But Not Reported:					
4.1 Direct (Schedule P, Part 1, Line 12, Column 20) .....					
4.2 Reinsurance assumed (Schedule P, Part 1, Line 12, Column 21) .....					
4.3 Reinsurance ceded (Schedule P, Part 1, Line 12, Column 22) .....					
4.4 Net incurred but not reported (Line 4.1 plus Line 4.2 minus Line 4.3) .....					
5. Unallocated LAE reserve (Schedule P, Part 1, Line 12, Column 23) .....					
6. Less discount for time value of money, if allowed (Schedule P, Part 1, Line 12, Column 33) .....	XXX	XXX	XXX		
7. Total Schedule P reserves (Line 3 plus Line 4.4 plus Line 5 minus Line 6) (Schedule P, Part 1, Line 12, Column 34) .....	XXX	XXX	XXX		
8. Statutory premium reserve at year end (Part 1B, Line 2.6) .....	XXX	XXX	XXX	76,935	74,182
9. Aggregate of other reserves required by law (Page 3, Line 3) .....	XXX	XXX	XXX		
10. Supplemental reserve (a) (Line 7 minus (Line 3 plus Line 8 plus Line 9)) .....	XXX	XXX	XXX		

(a) If the sum of Line 3 plus Line 8 plus Line 9 is greater than Line 7, place a "0" in this Line.

## OPERATIONS AND INVESTMENT EXHIBIT

## PART 3 - EXPENSES

	Title and Escrow Operating Expenses				5 Unallocated Loss Adjustment Expenses	6 Other Operations	7 Investment Expenses	Totals				
	1 Direct Operations	Agency Operations		4 Total (Column 1 plus Column 2 plus Column 3)				8 Current Year (Column 4 plus Column 5 plus Column 6 plus Column 7)	9 Prior Year			
		2 Non-affiliated Agency Operations	3 Affiliated Agency Operations									
1. Personnel costs:												
1.1 Salaries .....		1,450		1,450			435,041	143,564	580,055			
1.2 Employee relations and welfare .....		24		24			7,202	2,377	9,603			
1.3 Payroll taxes .....		127		127			38,105	12,575	50,807			
1.4 Other personnel costs .....		189		189			56,787	18,740	75,716			
1.5 Total personnel costs .....		1,790		1,790			537,135	177,256	716,181			
2. Amounts paid to or retained by title agents .....		41,241		41,241					41,241			
3. Production services (purchased outside):												
3.1 Searches, examinations and abstracts .....												
3.2 Surveys .....												
3.3 Other .....												
4. Advertising .....		14		14			4,219	1,392	5,625			
5. Boards, bureaus and associations .....		51		51			15,183	5,010	20,244			
6. Title plant rent and maintenance .....		31		31			9,440	3,115	12,586			
7. Claim adjustment services .....							X X X	X X X				
8. Amounts charged off, net of recoveries .....							189,283	62,256	251,539			
9. Marketing and promotional expenses .....									367,559			
10. Insurance .....		35		35			10,499	3,465	13,999			
11. Directors' fees .....		38		38			7,500	7,463	15,001			
12. Travel and travel items .....		18		18			5,383	1,776	7,177			
13. Rent and rent items .....		199		199			59,571	19,658	79,428			
14. Equipment .....		44		44			13,103	4,324	17,471			
15. Cost or depreciation of EDP equipment and software .....									21,835			
16. Printing, stationery, books and periodicals .....		21		21			6,154	2,031	8,206			
17. Postage, telephone, messengers and express .....		47		47			14,228	4,695	20,811			
18. Legal and auditing .....		162		162			48,476	15,997	64,635			
19. Totals (Line 1.5 to Line 18) .....		43,691		43,691			920,174	308,438	1,272,303			
20. Taxes, licenses and fees:									1,353,830			
20.1 State and local insurance taxes .....									3,407			
20.2 Insurance department licenses and fees .....									10,516			
20.3 Gross guaranty association assessments .....												
20.4 All other (excluding federal income and real estate) .....							1,501	1,495	3,004			
20.5 Total taxes, licenses and fees (Line 20.1 plus Line 20.2 plus Line 20.3 plus Line 20.4) .....									1,186			
21. Real estate expenses .....							3,415		6,411			
22. Real estate taxes .....									11,702			
23. Aggregate write-ins for other expenses .....												
24. Total expenses incurred (Line 19 plus Line 20.5 plus Line 21 plus Line 22 plus Line 23) .....							47,106	47,106	1,912,426			
25. Less unpaid expenses - current year .....									1,832,673			
26. Add unpaid expenses - prior year .....												
27. TOTAL EXPENSES PAID (Line 24 minus Line 25 plus Line 26) .....							47,106	47,106	1,912,426			
DETAILS OF WRITE-INS									1,832,673			
2301. Marketing fees & origination expense .....												
2302. Interest .....												
2303. G/fees, bank fees and other .....												
2398. Summary of remaining write-ins for Line 23 from overflow page .....												
2399. Totals (Line 2301 through Line 2303 plus Line 2398) (Line 23 above) .....												

(a) Includes management fees of \$ ..... to affiliates and \$ ..... to non-affiliates.

## OPERATIONS AND INVESTMENT EXHIBIT

## PART 4 - NET OPERATING GAIN/LOSS EXHIBIT

	1 Direct Operations	Agency Operations		4 Total (Column 1 plus Column 2 plus Column 3)	5 Other Operations	Totals	
		2 Non-affiliated Agency Operations	3 Affiliated Agency Operations			6 Current Year (Column 4 plus Column 5)	7 Prior Year
1. Title insurance and related income (Part 1):							
1.1 Title insurance premiums earned (Part 1B, Line 3, Column 1) .....		59,074		59,074	X X X	59,074	74,187
1.2 Escrow and settlement services (Part 1A, Line 2) .....					X X X		
1.3 Other title fees and service charges (Part 1A, Lines 3 through 6) .....					X X X		
2. Aggregate write-ins for other operating income .....	X X X	X X X	X X X	X X X	1,408,515	1,408,515	1,254,056
3. Total Operating Income (Line 1.1 through Line 1.3 plus Line 2) .....		59,074		59,074	1,408,515	1,467,589	1,328,243
DEDUCT:							
4. Losses and loss adjustment expenses incurred (Part 2A, Line 10, Column 4) .....					X X X		
5. Operating expenses incurred (Part 3, Line 24, Column 1 to Column 3 and Column 6) .....		47,106		47,106	1,295,708	1,342,814	1,199,854
6. Total Operating Deductions (Line 4 plus Line 5) .....		47,106		47,106	1,295,708	1,342,814	1,199,854
7. Net operating gain or (loss) (Line 3 minus Line 6) .....		11,968		11,968	112,807	124,775	128,389
<b>DETAILS OF WRITE-INS</b>							
0201. Mortgage operations .....	X X X	X X X	X X X	X X X	1,408,515	1,408,515	1,254,056
0202. .....	X X X	X X X	X X X	X X X			
0203. .....	X X X	X X X	X X X	X X X			
0298. Summary of remaining write-ins for Line 2 from overflow page .....	X X X	X X X	X X X	X X X			
0299. Total (Line 0201 through Line 0203 plus Line 0298) (Line 2 above) .....	X X X	X X X	X X X	X X X	1,408,515	1,408,515	1,254,056

## EXHIBIT OF NET INVESTMENT INCOME

		1	2		
		Collected During Year	Earned During Year		
1. U.S. Government bonds .....	(a)				
1.1 Bonds exempt from U.S. tax .....	(a)				
1.2 Other bonds (unaffiliated) .....	(a)				
1.3 Bonds of affiliates .....	(a)				
2.1 Preferred stocks (unaffiliated) .....	(b)				
2.11 Preferred stocks of affiliates .....	(b)	15,089	15,089		
2.2 Common stocks (unaffiliated) .....					
2.21 Common stocks of affiliates .....					
3. Mortgage loans .....	(c)	1,142,859	1,142,859		
4. Real estate .....	(d)				
5. Contract loans .....					
6. Cash, cash equivalents and short-term investments .....	(e)				
7. Derivative instruments .....	(f)				
8. Other invested assets .....		48,084	48,084		
9. Aggregate write-ins for investment income .....		(27,466)	(27,466)		
10. Total gross investment income .....		1,178,566	1,178,566		
11. Investment expenses .....	(g)	569,612			
12. Investment taxes, licenses and fees, excluding federal income taxes .....	(g)				
13. Interest expense .....	(h)				
14. Depreciation on real estate and other invested assets .....	(i)				
15. Aggregate write-ins for deductions from investment income .....					
16. Total deductions (Line 11 through Line 15) .....		569,612			
17. Net investment income (Line 10 minus Line 16) .....		608,954			
<b>DETAILS OF WRITE-INS</b>					
0901. unrealized loss on DB pension plan .....		(27,466)	(27,466)		
0902. .....					
0903. .....					
0998. Summary of remaining write-ins for Line 9 from overflow page .....					
0999. Totals (Line 0901 through Line 0903 plus Line 0998) (Line 9 above) .....		(27,466)	(27,466)		
1501. .....					
1502. .....					
1503. .....					
1598. Summary of remaining write-ins for Line 15 from overflow page .....					
1599. Totals (Line 1501 through Line 1503 plus Line 1598) (Line 15 above) .....					
(a) Includes \$ ..... accrual of discount less \$ ..... amortization of premium and less \$ ..... paid for accrued interest on purchases.	(f) Includes \$ ..... accrual of discount less \$ ..... amortization of premium.				
(b) Includes \$ ..... accrual of discount less \$ ..... amortization of premium and less \$ ..... paid for accrued dividends on purchases.	(g) Includes \$ ..... investment expenses and \$ ..... investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.				
(c) Includes \$ ..... accrual of discount less \$ ..... amortization of premium and less \$ ..... paid for accrued interest on purchases.	(h) Includes \$ ..... interest on surplus notes and \$ ..... interest on capital notes.				
(d) Includes \$ ..... for company's occupancy of its own buildings; and excludes \$ ..... interest on encumbrances.	(i) Includes \$ ..... depreciation on real estate and \$ ..... depreciation on other invested assets.				
(e) Includes \$ ..... accrual of discount less \$ ..... amortization of premium and less \$ ..... paid for accrued interest on purchases.					
<b>EXHIBIT OF CAPITAL GAINS (LOSSES)</b>					
	1	2	3	4	5
	Realized Gain (Loss) on Sales or Maturity	Other Realized Adjustments	Total Realized Capital Gain (Loss) (Cols. 1 + 2)	Change in Unrealized Capital Gain (Loss)	Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds .....					
1.1 Bonds exempt from U.S. tax .....					
1.2 Other bonds (unaffiliated) .....					
1.3 Bonds of affiliates .....					
2.1 Preferred stocks (unaffiliated) .....					
2.11 Preferred stocks of affiliates .....					
2.2 Common stocks (unaffiliated) .....					
2.21 Common stocks of affiliates .....					
3. Mortgage loans .....					
4. Real estate .....					
5. Contract loans .....					
6. Cash, cash equivalents and short-term investments .....					
7. Derivative instruments .....					
8. Other invested assets .....					
9. Aggregate write-ins for capital gains (losses) .....				(27,466)	(27,466)
10. Total capital gains (losses) .....				(27,466)	(27,466)
<b>DETAILS OF WRITE-INS</b>					
0901. unrealized loss on DB pension plan .....				(27,466)	
0902. .....					
0903. .....					
0998. Summary of remaining write-ins for Line 9 from overflow page .....					
0999. Totals (Line 0901 through Line 0903 plus Line 0998) (Line 9 above) .....				(27,466)	

## EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D)			
2. Stocks (Schedule D):			
2.1 Preferred stocks			
2.2 Common stocks	65,000	60,000	(5,000)
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens			
3.2 Other than first liens			
4. Real estate (Schedule A):			
4.1 Properties occupied by the company			
4.2 Properties held for the production of income			
4.3 Properties held for sale			
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA)			
6. Contract loans			
7. Derivatives (Schedule DB)			
8. Other invested assets (Schedule BA)			
9. Receivable for securities			
10. Securities lending reinvested collateral assets (Schedule DL)			
11. Aggregate write-ins for invested assets			
12. Subtotals, cash and invested assets (Line 1 to Line 11)	65,000	60,000	(5,000)
13. Title plants (for Title insurers only)			
14. Investment income due and accrued			
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection			
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
15.3 Accrued retrospective premiums			
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers			
16.2 Funds held by or deposited with reinsured companies			
16.3 Other amounts receivable under reinsurance contracts			
17. Amounts receivable relating to uninsured plans			
18.1 Current federal and foreign income tax recoverable and interest thereon			
18.2 Net deferred tax asset			
19. Guaranty funds receivable or on deposit			
20. Electronic data processing equipment and software	41,793	48,321	6,528
21. Furniture and equipment, including health care delivery assets			
22. Net adjustment in assets and liabilities due to foreign exchange rates			
23. Receivable from parent, subsidiaries and affiliates			
24. Health care and other amounts receivable			
25. Aggregate write-ins for other than invested assets	4,734,881	3,795,311	(939,570)
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25)	4,841,674	3,903,632	(938,042)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
28. Total (Line 26 and Line 27)	4,841,674	3,903,632	(938,042)
<b>DETAILS OF WRITE-INS</b>			
1101.			
1102.			
1103.			
1198. Summary of remaining write-ins for Line 11 from overflow page			
1199. Totals (Line 1101 through Line 1103 plus Line 1198) (Line 11 above)			
2501. Misc Receivables and Prepaid Insurance	3,666,276	2,704,806	(961,470)
2502. Prepaid Pension	1,068,605	1,090,505	21,900
2503.			
2598. Summary of remaining write-ins for Line 25 from overflow page			
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above)	4,734,881	3,795,311	(939,570)

## **NOTES TO FINANCIAL STATEMENTS**

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### **NOTES TO 2011 ANNUAL FINANCIAL STATEMENT**

#### **Note 1 – Summary of Significant Accounting Policies**

##### **SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

This summary of significant accounting policies of The Bankers Guarantee Title & Trust Company and Subsidiary (the Company) is presented to assist in understanding the Company's financial statements. The financial statements and notes are representations of the Company's management who is responsible for their integrity and objectivity.

##### **1. Basis of Consolidation**

The consolidated financial statements include the accounts of The Bankers Guarantee Title & Trust Company and its wholly owned subsidiary Ohio General Corp (both are corporations organized under the laws of the State of Ohio). All significant inter-company accounts and transactions have been eliminated in consolidation.

##### **2. Business Activities**

The Company is a title guarantee and trust company and a mortgage banker. The Company's primary activities include the origination of mortgage loans which are subsequently pooled and sold. The Company retains the servicing rights to the pooled mortgages. Other activities include the lending of funds for investment purposes. The Company grants credit to customers located primarily in Ohio.

##### **3. Concentration of Credit Risk**

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash balances with financial institutions in excess of the Federal Deposit Insurance Corporation's (FDIC) insurance limitations, cash equivalents (Note B), and long-term mortgages held for investment (Note C).

##### **4. Cash Equivalents**

For purposes of the Consolidated Statement of Cash Flows, the Company considers all short-term investments purchased with a maturity of three months or less to be cash equivalents (Note B).

**NOTES TO FINANCIAL STATEMENTS****NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued****5. Mortgage Loans Held for Sale**

Mortgage loans held for sale are valued, in aggregate, at the lower of cost or estimated fair market value. The lower of cost or market is determined by the FNMA bid price for delivery in January 2012, and any buy up or buy down adjustment at December 31. Net unrealized losses, if any, are recognized through a valuation allowance by charges to income. The details of the balances at December 31 are as follows:

	2011	2010
First mortgage loans	<hr/> \$ 5,554,068	\$ 5,207,469
Less; Valuation allowance	-0-	(29,390)
	<hr/> \$ 5,554,068	<hr/> \$ 5,178,379

**6. Real Estate Held for Sale**

Real estate held for sale is recorded at the lower of cost or market. Real estate which is not expected to be sold during the next fiscal year is classified as non-current and included in Other Assets (Note C).

**7. Property and equipment**

Depreciation is computed using an accelerated method for furniture and fixtures and automobiles. Leasehold improvements on rental property are amortized over the life of the lease on the straight-line method.

**8. Title Insurance Reserve**

Title insurance reserves at December 31 are comprised of the following:

	2011	2010
Reserve for title insurance and unearned title insurance premiums	<hr/> \$ 76,936	\$ 74,182

The reserve for unearned title insurance premiums has been established and adjusted annually in accordance with Section 3953.11 and Section 1735.04 of the Ohio Revised Code.

There are no known claims pending at December 31, 2011.

**NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued****9. Income Taxes**

**NOTES TO FINANCIAL STATEMENTS**

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The company is an accrual basis taxpayer which files with the Internal Revenue Service as part of a consolidated group with its parent, Nevada General Corporation. The company records its pro-rata share of federal income taxes based on the consolidated annual tax return and incurs a liability to Nevada General Corporation on this basis.

Income taxes (Note J) are provided for the tax effects of transactions reported in the financial statements and consist of taxes currently due and deferred taxes. Deferred taxes relate primarily to differences between the financial and income tax reporting basis of depreciable property and equipment, pension plan assets, and loan servicing fees.

The deferred tax assets and liabilities represent the future tax return consequences of those differences, which will either be taxable or deductible when the assets and liabilities are recovered or settled.

Financial Accounting Standards Board (FASB) Accounting Standards Codification Topic 740 requires management to evaluate its tax positions to determine if any might be considered uncertain. Management reviews its tax positions on an annual basis and when necessary, consults outside parties, to evaluate the risk that all of its tax positions would be sustained upon examination. Management is of the opinion that all of its tax positions are sustainable as of December 31, 2011. During the years ended December 31, 2011 and 2010, the Company has not incurred any interest or penalties on its income tax returns. Tax returns filed by the Company generally remain subject to examination by major tax jurisdictions for three years from the date on which the returns are filed.

**10. Loan Origination Costs**

The Company has chosen to continue expensing all costs associated with loan originations instead of capitalizing the cost of original loans and amortizing them in future periods. The Company does not believe the fair value of servicing rights can be accurately estimated without additional costs and the use of assumptions which would increase the likelihood of volatility in future periods. The practice of expensing origination costs is conservative and allows for continued comparability of prior years' results.

**NOTE A - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued****11. Foreclosed Assets**

Assets acquired through, or in lieu of, loan foreclosure are held for sale and are initially recorded at cost at the date of foreclosure. Subsequent to foreclosure, any additional costs incurred are capitalized and included in the gain or loss on disposal. Historically, losses, if any, on foreclosure have not been material. In years where expected losses are considered material, an allowance is recorded. Due to existing market conditions as of December 31,

**NOTES TO FINANCIAL STATEMENTS**

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2011 and 2010, the Company established reserves of \$251,773 and \$238,871 respectively

**12. Derivative Financial Instruments**

Financial Accounting Standards Board (FASB) Accounting Standards Topic 815, Accounting for Derivatives Hedging Activities, requires that all derivatives be recorded as assets and liabilities in the balance sheet and measured at fair value. Included in their definition are loan commitments related to the origination of mortgage loans held for sale. The Company does enter into commitments to sell forward mortgage loans as a hedge against fluctuation in interest rates. However, such commitments are typically 60 days or less in duration from year end and utilize only forward sales into mortgage backed securities. The Company does not utilize other types of derivatives when hedging mortgages held for sale. Management has not recorded the fair value of such commitments as the value is not material.

**13. Use of Estimates**

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results could differ from those estimates.

**14. Date of Management's Review**

Subsequent events were evaluated through March 7, 2012 which is the date the financial statements were available to be issued.

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

None.

**Note 3 – Business Combinations and Goodwill**

None.

**Note 4 – Discontinued Operations**

None.

**Note 5 – Investments**

The company as a course of business lends money for real estate lending. The company does not invest outside of its defined benefit pension plan.

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

None.

**NOTES TO FINANCIAL STATEMENTS****Note 7 – Investment Income**

Derived from its real estate lending business.

**Note 8 – Derivative Investments**

None.

**Note 9 – Income taxes****FEDERAL INCOME TAX**

Income tax expense for the years ended December 31, 2011 and 2010 consists of federal income taxes currently due and deferred income taxes relating to temporary differences (Note A). The Company records deferred income taxes in accordance with Financial Accounting Standards Board Accounting Standards Codification Topic No. 740 - Income Taxes.

The net deferred tax assets and liabilities in the balance sheet at December 31, 2011 and 2010 include the following components:

	2011	2010
Current deferred tax asset		
Deferred tax assets	\$ 90,627	\$ 98,348
Deferred tax liabilities	-0-	-0-
	<u>\$ 90,627</u>	<u>\$ 98,348</u>
Non-current deferred tax liabilities		
Deferred tax assets	\$ 608,318	\$ 624,303
Deferred tax liabilities	(761,769)	(758,461)
	<u>\$ (153,451)</u>	<u>\$ (134,158)</u>

**Note 10 – Information Concerning Parent, Subsidiaries and Affiliates****RELATED PARTIES**

Nevada General Corporation owns 98.42% of the capital stock of Bankers. Periodically, Nevada General Corporation advances and/or borrows funds to or from Bankers for operational needs. These advances bear interest. There were interest charges paid to Nevada General Corporation of \$26,014 and \$26,064 during 2011 and 2010, respectively, and there was \$2,600,000 and \$2,605,000 owed to Nevada General Corporation at December 31, 2011 and 2010. The Company received no interest income from Nevada General Corporation during 2011 and 2010.

The Bankers Guarantee Title & Trust Company also owns 100% of the stock of Ohio General Corporation, an Ohio Corp engaged in real estate lending.

**Note 11 – Debt****WAREHOUSE LINE OF CREDIT**

**NOTES TO FINANCIAL STATEMENTS**

The Company has a \$10,000,000 line of credit with Chase Bank which expires April 30, 2013. At December 31, 2011, the Company had draws totaling \$2,360,750 on the line of credit. The line of credit bears interest at the floating rate of the 1-month London Inter Bank Offered Rate (LIBOR) plus a margin of 2.35%. The line of credit is secured by promissory notes and mortgage deeds of un-pooled mortgages and related accounts receivable on pooled loans.

The line of credit agreement contains certain restrictions and covenants. Under these restrictions, the Company will not hereafter incur any indebtedness for borrowed funds either on a secured or unsecured basis in excess of \$14,000,000 in the aggregate of which \$4,000,000 may be with unrestricted creditors and of which \$10,000,000 may only be with the Federal Home Loan Bank. Management considers any loans or advances secured by real estate to be in its ordinary course of business. The Company has complied with these restrictions and covenants.

**LONG-TERM DEBT**

## 1. Notes Payable-FHLB

	2011	2010
The Company is a stockholder/member of the Federal Home Loan Bank of Cincinnati (FHLB). The FHLB makes advances to the Company which are secured by mortgage loans. Prepayment penalties may be required for early payment. Advances outstanding are as follows:		
Advances payable over 120 months including principal and interest with rates ranging from 2.70% to 4.08%	\$ 1,362,920	\$ 2,238,610
Advance with interest only payable monthly at 3.24% and due February, 2014	1,750,000	1,750,000
Advance with interest only payable monthly at 1.99% and due April, 2012	1,750,000	1,750,000
Advance with interest only payable monthly at 4.07% callable quarterly after one year and due December, 2016	1,000,000	1,000,000
	5,862,920	6,738,610
Less: Current maturities	( 2,481,577)	( 875,690)
	\$ 3,381,343	\$ 5,862,920

**NOTE L - LONG-TERM DEBT - continued**

Long-term debt maturing in succeeding years is:

December 31,	2012	\$
	2,481,577	
2013	281,804	
2014	1,839,154	
2015	70,713	

**NOTES TO FINANCIAL STATEMENTS**

2016	1,063,241
Thereafter	126,431
	\$ 5,862,920

**Note 12 – Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans****EMPLOYEE 401 (k) PLAN**

Effective January 1, 2003, The Bankers Guarantee Title & Trust Company implemented a 401 (k) Plan. This plan allows eligible participants to defer up to 25% of their qualifying compensation under IRC Section 401 (k), up to a maximum salary deferral of \$16,500 in 2011. In addition, the Company will contribute 25% of the amount deferred, up to 8% of each employee's salary. Participating employees fully vest in the employer contributions after six years. The company's matching contribution to the Plan totaled \$8,535 for 2011 and \$9,161 for 2010.

**NOTE D – PENSION PLAN**

The Company has a non-contributory defined benefit pension plan covering all full-time employees. The Company funds the pension plan by payment to an employee pension trust. Due to the over-funded status of the plan, no contributions were made in 2011 or 2010.

Effective December 31, 2008, the Company adopted certain required provisions of Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 715, *Compensation – Retirement Benefits*, which became effective for private companies with fiscal years ending after December 15, 2008. Net (cost) earnings due to net periodic (expense) benefits were \$19,715 and \$(280) for the years ended December 31, 2011 and 2010, respectively. ASC 715 does not recognize unrecognized investment gains or losses as a component of the prepaid asset, but requires these gains and losses to be recorded as part of comprehensive income. Unrecognized gains (losses) net of tax, included in comprehensive income, were \$(27,466) and \$54,394 for 2011 and 2010 respectively.

The Company uses a December 31 measurement date for all its plans.

	2011	2010
Projected benefit obligation December 31	\$ 1,777,420	\$ 1,666,578
Fair value of plan assets December 31	2,846,025	2,757,083
Funded status	<hr/> \$ 1,068,605	<hr/> \$ 1,090,505
Prepaid pension cost	<hr/> \$ 1,068,605	<hr/> \$ 1,090,505

**NOTES TO FINANCIAL STATEMENTS**

The following are weighted-average assumptions used to determine benefit obligations at December 31, 2011 and December 31, 2010:

	2011	2010
Discount rate	5.00%	5.00%
Rate of compensation increase	3.50%	3.50%

The following are weighted average assumptions used to determine net periodic benefit cost for the years ended December 31, 2011 and December 31, 2010:

	2011	2010
Discount rate	5.00%	5.00%
Expected long-term return on plan assets	8.00%	8.00%
Rate of compensation increase	3.50%	3.50%

**NOTE D – PENSION PLAN - continued**

Beginning in 2009, the Company's expected long-term return on plan assets and rate of compensation increase assumptions are based on historical analysis of actual results for the 20 year period ended December 31, 2009.

The Plan's net periodic pension cost, employer contributions and benefits paid for the years ended December 31, 2011 and 2010 were:

	2011	2010
Benefit cost (income)	\$ (19,715)	\$ 280
Employer contributions	\$ -0-	\$ -0-
Benefits paid	\$ 77,220	\$ 70,083

The accumulated benefit obligation for all defined benefit pension plans was \$1,495,819 and \$1,421,424 at December 31, 2011 and December 31, 2010, respectively.

The Company's pension plan weighted-average asset allocations at December 31, 2011 and December 31, 2010 by asset category are as follows:

Asset Category	Plan assets at December 31	
	2011	2010
Equity securities – preferred	9%	9%
Equity securities – other	48%	43%

**NOTES TO FINANCIAL STATEMENTS**

Debt securities	3%	12%
Cash and other	40%	36%
Total	100%	100%

The Company does not target an asset allocation, but instead consults periodically with investments professionals, and looks to replace maturing assets with similar instruments when it feels it is able to and in the best interest of the plan. The Company also uses its own judgment when consulting professionals.

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

The Company is subject to various capital requirements in connection with seller/servicer agreements that the Company has entered into with secondary market investors. Failure to maintain minimum capital requirements could result in the Company’s inability to originate and service loans for the respective investor and, therefore could have a direct material effect on the Company’s financial statements. The Company’s actual capital amounts and the minimum amounts required for capital adequacy purposes, by investor, are as follows:

	Actual Capital	Minimum Required Capital
<hr/>		
As of December 31, 2011		
GNMA	\$ 14,378,678	\$ 2,521,573
HUD	14,378,678	1,000,000
FNMA	14,378,678	3,024,443
<hr/>		
As of December 31, 2010		
GNMA	\$ 14,452,937	\$ 1,054,569
HUD	14,452,937	250,000
FNMA	14,452,937	3,035,736

**COMMITMENT**

The Company’s Board of Directors previously voted to suspend its policy of paying a special dividend to shareholders in an amount sufficient to reduce the company’s equity to \$15,000,000 each year. At the April, 2010 Board of Directors meeting, the board approved reinstatement of its policy of paying a special dividend, subject to approval of the Ohio Department of insurance, and subject to a floor of \$14,300,000 in stockholders’ equity.

**Note 14 – Contingencies**

None.

**NOTES TO FINANCIAL STATEMENTS****Note 15 – Leases**

The Company renewed its lease for five years during January, 2012 with no increase in rent. They have one (1) additional five year renewal option where rent will be adjusted in accordance with increases in the Consumer Price Index. The current monthly rental payments are \$4,609. The Company has the right to cancel the lease, giving a six month notice.

The annual minimum rental commitment for the next five years is approximately \$55,308, subject to the Company's six month termination notice clause.

Office rent expense was \$56,076 each year for 2011 and 2010.

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

In the normal course of business the Company is a party to financial instruments with off-balance-sheet risk. These financial instruments consist of mortgage loans pooled and sold with recourse. The majority of the Company's servicing portfolio consists of mortgage loans pooled and sold to FNMA. However, the Company also services mortgage loans which were pooled and sold to GNMA in prior years. The Company evaluates the credit extended to its mortgagors based on established mortgage bankers' credit approval criteria. These criteria are applied to both originated and purchased mortgages. The Company also requires mortgagors to obtain private mortgage insurance whenever the loan amount exceeds eighty percent of the value of the real estate, unless originated under an approved Fannie Mae variance. The mortgage notes are collateralized by their respective real estate, the majority of which is located in Northeast Ohio. The company's mortgage servicing portfolio totals approximately \$238,443,376 at December 31, 2011, of which, \$96,494,935 contains a recourse provision.

The Company's exposure to credit loss on this portfolio, if the borrower completely fails to perform and if the collateral proves to be of no value, is represented by the amount of unpaid recourse loans less any private mortgage insurance. Historically, losses from foreclosed loans have been nominal and management believes any losses resulting from loans in foreclosure, as of December 31, 2011, will be within established allowances.

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

None.

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

None.

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

None.

**Note 20 – September 11 Events**

## **NOTES TO FINANCIAL STATEMENTS**

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None.

### **Note 21 – Other Items**

None.

### **Note 22 – Events Subsequent**

After the close of the calendar year, a borrower defaulted on repayment at maturity on a \$3,640,000 land loan. While the amount is significant, management does not anticipate any loss even without resorting to personal guarantees. Loan balance is approximately 46 % of value based on an appraisal dated 11/22/2010 for \$ 7,850,000.

### **Note 23 – Reinsurance**

None.

### **Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination**

None.

### **Note 25 – Change in Incurred Losses and Loss Adjustment Expenses**

Title – none.

### **Note 26 – Inter-company Pooling Arrangements**

None.

### **Note 27 Structured Settlements**

None.

### **Note 28 – Supplemental Reserve**

None.

**NOTES TO FINANCIAL STATEMENTS**

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## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

#### GENERAL

1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes (X) No ( )

1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent, or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes (X) No ( ) N/A ( )

1.3 State Regulating? Ohio

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes ( ) No (X)

2.2 If yes, date of change: .....

3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2007

3.2 State the as of date of 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. 03/23/2009

3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 03/23/2009

3.4 By what department or departments? .....

3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes ( ) No ( ) N/A (X)

3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes ( ) No ( ) N/A (X)

4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.11 sales of new business?	Yes ( ) No (X)
4.12 renewals?	Yes ( ) No (X)

4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.21 sales of new business?	Yes ( ) No (X)
4.22 renewals?	Yes ( ) No (X)

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes ( ) No (X)

5.2 If yes, provide the name of entity, the NAIC company code, and state of domicile for any entity that has ceased to exist as a result of the merger or consolidation.

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

6.1 Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes ( ) No ( )

6.2 If yes, give full information:

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes ( ) No ( )

7.2 If yes, 7.21 State the percentage of foreign control; ..... %

7.22 State the nationality(s) or entity(s); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney-in-fact).

1 Nationality	2 Type of Entity
------------------	---------------------

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes ( ) No ( )

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 ( ) No ( )

8.4 If response to 8.3 is yes, please provide the names and locations (city and state of the main office) of any any affiliates regulated by a federal financial 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 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
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## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

#### GENERAL

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?  
Stinnett, Padruett & Aranyosi Co. 3465 S. Arlington Rd. Akron, OH 44312

10.1 Has the insurer been granted any exemptions to the prohibited non-audit services provided by the certified independent public accountant requirements as allowed in Section 7H of the Annual Financial Reporting Model Regulation (Model Audit Rule), or substantially similar state law or regulation? Yes ( ) No (X)

10.2 If the response to 10.1 is yes, provide information related to this exemption:  
.....

10.3 Has the insurer been granted any exemptions related to the other requirements of the Annual Financial Model Reporting Model Regulation as allowed for in Section 17A of the Model Regulation, or substantially similar state law or regulation? Yes ( ) No (X)

10.4 If the response to 10.3 is yes, provide information related to this exemption:  
.....

10.5 Has the reporting entity established an Audit Committee in compliance with domiciliary state insurance laws? Yes ( ) No (X) N/A ( )

10.6 If the response to 10.5 is no or n/a, please explain:  
none

11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?  
.....

12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes ( ) No (X)

12.11 Name of real estate holding company  
.....

12.12 Number of parcels involved  
.....

12.13 Total book/adjusted carrying value \$ .....  
.....

12.2 If yes, provide explanation  
.....

13. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:

13.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?  
.....

13.2 Does this statement contain all business transacted for the reporting entity through its United States branch on risks wherever located? Yes (X) No ( )

13.3 Have there been any changes made to any of the trust indentures during the year? Yes ( ) No (X)

13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes ( ) No ( ) N/A (X)

14.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes (X) No ( )  
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
 (c) Compliance with applicable governmental laws, rules and regulations;  
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
 (e) Accountability for adherence to the code.

14.11 If the response to 14.1 is No, please explain:  
.....

14.2 Has the code of ethics for senior managers been amended? Yes ( ) No (X)

14.21 If the response to 14.2 is Yes, provide information related to amendment(s).  
.....

14.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes ( ) No (X)

14.31 If the response to 14.3 is Yes, provide the nature of any waiver(s).  
.....

## GENERAL INTERROGATORIES

### PART 1 - COMMON INTERROGATORIES

15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance with a NAIC rating of 3 or below?

Yes ( ) No (X)

15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of issuing or confirming bank of the Letter of Credit and describe the circumstances in which the Letter of Credit is triggered.

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

**GENERAL INTERROGATORIES**  
**PART 1 - COMMON INTERROGATORIES**

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the Board of Directors or a subordinate committee thereof? Yes ( ) No (X)

17. Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof? Yes (X) No ( )

18. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees, or responsible employees that is in conflict or is likely to conflict with the official duties of such person? Yes ( ) No (X)

FINANCIAL

19. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes ( ) No (X)

20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):

20.11 To directors or other officers	\$ .....
20.12 To stockholders not officers	\$ .....
20.13 Trustees, supreme or grand (Fraternal only)	\$ .....

20.2 Total amount of loans outstanding at end of year (inclusive of Separate Accounts, exclusive of policy loans):

20.21 To directors or other officers	\$ .....
20.22 To stockholders not officers	\$ .....
20.23 Trustees, supreme or grand (Fraternal only)	\$ .....

21.1 Were any assets reported in this statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes ( ) No (X)

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

21.21 Rented from others	\$ .....
21.22 Borrowed from others	\$ .....
21.23 Leased from others	\$ .....
21.24 Other	\$ .....

22.1 Does this statement include payments for assessments as described in the Annual Statement Instructions other than guaranty fund or guaranty association assessments? Yes ( ) No (X)

22.2 If answer is yes:

22.21 Amount paid as losses or risk adjustment	\$ .....
22.22 Amount paid as expenses	\$ .....
22.23 Other amounts paid	\$ .....

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

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

## **GENERAL INTERROGATORIES**

### **PART 1 - COMMON INTERROGATORIES**

#### INVESTMENT

24.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.3) Yes ( ) No (X)

24.2 If no, give full and complete information relating thereto:  
.....  
Notes and Mortgages kept with Federal Home Loan Bank of Cincinnati

24.3 For the security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 16 where this information is also provided)  
.....

24.4 Does the Company's security lending program meet the requirements for a conforming program as outlined in Risk-Based Capital Instructions? Yes ( ) No ( ) N/A (X)

24.5 If answer to 24.4 is YES, report amount of collateral for conforming programs. \$ .....

24.6 If answer to 24.4 is NO, report amount of collateral for other programs. \$ .....

24.7 Does your security lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes ( ) No ( ) N/A (X)

24.8 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes ( ) No ( ) N/A (X)

24.9 Does the reporting entity or the reporting entity's securities lending agent utilize the Master Securities Lending Agreement (MSLA) to conduct securities lending? Yes ( ) No ( ) N/A (X)

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.3) Yes ( ) No (X)

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

25.21	Subject to repurchase agreements	\$ .....
25.22	Subject to reverse repurchase agreements	\$ .....
25.23	Subject to dollar repurchase agreements	\$ .....
25.24	Subject to reverse dollar repurchase agreements	\$ .....
25.25	Pledged as collateral	\$ .....
25.26	Placed under option agreements	\$ .....
25.27	Letter stock or securities restricted as to sale	\$ .....
25.28	On deposit with state or other regulatory body	\$ .....
25.29	Other	\$ .....

**GENERAL INTERROGATORIES****PART 1 - COMMON INTERROGATORIES****INVESTMENT**

25.3 For category (25.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount
.....		

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes ( ) No ( )

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

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

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

**GENERAL INTERROGATORIES**  
**PART 1 - COMMON INTERROGATORIES**  
**INVESTMENT**

28. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds, and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III General Examination Considerations, F - Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes (X) No ( )

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

1 Name of Custodian(s)	2 Custodian's Address
---------------------------	--------------------------

Federal Home Loan Bank of Cincinnati ..... Cincinnati, OH .....

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

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

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year?

Yes ( ) No ( )

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

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

28.05 Identify all investment advisors, 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 Central Registration Depository Number(s)	2 Name	3 Address
--	-----------	--------------

**GENERAL INTERROGATORIES**  
**PART 1 - COMMON INTERROGATORIES**  
**INVESTMENT**

29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])?

Yes ( ) No (X)

29.2 If yes, complete the following schedule:

1 CUSIP Number	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
-------------------	--------------------------	-----------------------------------

29.2999 - Total .....

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

1 Name of Mutual Fund (from question 29.2)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation
--	--	---	------------------------

**GENERAL INTERROGATORIES****PART 1 - COMMON INTERROGATORIES****INVESTMENT**

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

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds .....	\$ .....	\$ .....	\$ .....
30.2 Preferred stocks .....	\$ .....	\$ .....	\$ .....
30.3 Totals .....	\$ .....	\$ .....	\$ .....

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

.....

31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D?

Yes ( ) No (X)

31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker's or custodian's pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source?

Yes ( ) No ( )

31.3 If the answer to 31.2 is no, describe the reporting entity's process for determining a reliable pricing source for purposes of disclosure of fair value for Schedule D:

.....

32.1 Have all the filing requirements of the Purposes and Procedures manual of the NAIC Securities Valuation Office been followed?

Yes ( ) No (X)

32.2 If no, list exceptions:

.....

**GENERAL INTERROGATORIES****PART 1 - COMMON INTERROGATORIES****OTHER**

33.1 Amount of payments to Trade Associations, service organizations and statistical or Rating Bureaus, if any? \$ .....

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

1 Name	2 Amount Paid
Ohio Title Rating Bureau .....	\$ ..... 1,000
ALTA .....	\$ ..... 225
.....	\$ .....
.....	\$ .....

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

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

1 Name	2 Amount Paid
Critchfield, Critchfield & Johnston .....	\$ ..... 1,205
.....	\$ .....
.....	\$ .....
.....	\$ .....

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

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

1 Name	2 Amount Paid
.....	\$ .....
.....	\$ .....
.....	\$ .....
.....	\$ .....

**GENERAL INTERROGATORIES****PART 2 - TITLE INTERROGATORIES**

1. Did any persons while an officer, director, trustee, or employee receive directly or indirectly, during the period covered by this statement, any compensation in addition to his/her regular compensation on account of the reinsurance transactions of the reporting entity? Yes ( ) No (X)

2. Largest net aggregate amount incurred in any one risk. \$ .....

3.1 Has this reporting entity reinsured any risk with any other entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk or portion thereof, reinsured? Yes ( ) No (X)

3.2 If yes, give full information.  
.....

4. If the reporting entity has assumed risk from another entity, there should be charged on account of such reinsurances a reserve equal to that which the original entity would have been required to charge had it retained the risks. Has this been done? Yes ( ) No (X)

5.1 Has this reporting entity guaranteed policies issued by any other entity and now in force? Yes ( ) No (X)

5.2 If yes, give full information.  
.....

6. Uncompleted building construction loans:

6.1 Amount already loaned	\$ .....
6.2 Balance to be advanced	\$ .....
6.3 Total amount to be loaned	\$ .....

7.1 Does the reporting entity issue bonds secured by certificates of participation in building construction loans prior to the completion of the buildings? Yes ( ) No (X)

7.2 If yes, give total amount of such bonds or certificates of participation issued and outstanding. \$ .....

8. What is the aggregate amount of mortgage loans owned by the reporting entity which consist of co-ordinate interest in first liens? \$ .....

9.1 Reporting entity assets listed on Page 2 include the following segregated assets of the Statutory Premium Reserve or other similar statutory reserves:

9.11 Bonds	\$ .....
9.12 Short-term investments	\$ .....
9.13 Mortgages	\$ .....
9.14 Cash	\$ .....
9.15 Other admissible invested assets	\$ .....
9.16 Total	\$ 104,178

9.2 List below segregate funds held for others by the reporting entity, set apart in special accounts and excluded from entity assets and liabilities. (These funds are also included in Schedule E - Part 1D Summary, and the "From Separate Accounts, Segregated Accounts and Protected Cell Accounts" line on Page 2 except for escrow funds held by Title insurers).  
.....

9.21 Custodial funds not included in this statement were held pursuant to the governing agreements of custody in the amount of: These funds consist of:	\$ .....
9.22 In cash on deposit	\$ .....
9.23 Other forms of security	\$ .....

**FIVE-YEAR HISTORICAL DATA**

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

	1 2011	2 2010	3 2009	4 2008	5 2007
<b>Source of Direct Title Premiums Written (Part 1A)</b>					
1. Direct operations (Part 1A, Line 1, Column 1) .....	61,827	78,603	97,419	23,650	1
2. Non-affiliated agency operations (Part 1A, Line 1, Column 2) .....					
3. Affiliated agency operations (Part 1A, Line 1, Column 3) .....					
4. Total .....	61,827	78,603	97,419	23,650	1
<b>Operating Income Summary (Page 4 and Part 1)</b>					
5. Premiums earned (Part 1B, Line 3) .....	59,074	74,187	90,700	24,540	
6. Escrow and settlement service charges (Part 1A, Line 2) .....					
7. Title examinations (Part 1A, Line 3) .....					
8. Searches and abstracts (Part 1A, Line 4) .....					
9. Surveys (Part 1A, Line 5) .....					
10. Aggregate write-ins for service charges (Part 1A, Line 6) .....	1,408,515	1,254,056	1,169,064	1,148,866	1
11. Aggregate write-ins for other operating income (Page 4, Line 2) .....					
12. Total operating income (Page 4, Line 3) .....	1,467,589	1,328,243	1,259,764	1,173,406	1
<b>Statement of Income (Page 4)</b>					
13. Net operating gain or (loss) (Line 8) .....	124,775	128,389	133,321	(21,479)	
14. Net investment gain or (loss) (Line 11) .....	608,954	706,526	746,701	708,285	
15. Total other income (Line 12) .....	203,337	269,035	329,372	216,834	
16. Federal and foreign income taxes incurred (Line 14) .....					
17. Net income (Line 15) .....	530,392	565,880	550,650	469,972	
<b>Balance Sheet (Page 2 and Page 3)</b>					
18. Title insurance premiums and fees receivable (Page 2, Line 15, Column 3) .....	29,008,293	30,081,073	29,094,091	25,883,547	
19. Total admitted assets excluding segregated accounts (Page 2, Line 26, Column 3) .....					
20. Known claims reserve (Page 3, Line 1) .....					
21. Statutory premium reserve (Page 3, Line 2) .....	76,936	74,183	69,766	63,048	
22. Total liabilities (Page 3, Line 23) .....	19,457,705	19,488,358	17,897,421	14,719,525	
23. Capital paid up (Page 3, Line 25 plus Line 26) .....	631,250	631,250	631,250	631,250	
24. Surplus as regards policyholders (Page 3, Line 32) .....	9,550,588	10,592,715	11,196,670	11,164,022	
<b>Cash Flow (Page 5)</b>					
25. Net cash from operations (Line 11) .....	530,392	565,880	211,693	579,392	
<b>Percentage Distribution of Cash, Cash Equivalents and Invested Assets</b> (Page 2, Column 3) (Item divided by Page 2, Line 12, Column 3) x 100.0					
26. Bonds (Line 1) .....					
27. Stocks (Line 2.1 and Line 2.2) .....	1.7	1.6	1.6	1.7	1.7
28. Mortgage loans on real estate (Line 3.1 and Line 3.2) .....	96.8	95.2	91.8	76.6	76.6
29. Real estate (Line 4.1, Line 4.2 and Line 4.3) .....	0.3	0.1	0.2		
30. Cash, cash equivalents and short-term investments (Line 5) .....	1.0	2.7	6.1	21.2	21.2
31. Contract loans (Line 6) .....					
32. Derivatives (Line 7) .....			XXX	XXX	XXX
33. Other invested assets (Line 8) .....					
34. Receivable for securities (Line 9) .....					
35. Securities lending reinvested collateral assets (Line 10) .....			XXX	XXX	XXX
36. Aggregate write-ins for invested assets (Line 11) .....	0.2	0.4	0.3		
37. Subtotals cash, cash equivalents and invested assets (Line 12) .....	100.0	100.0	100.0	100.0	100.0
<b>Investments in Parent, Subsidiaries and Affiliates</b>					
38. Affiliated bonds (Schedule D, Summary, Line 12, Column 1) .....					
39. Affiliated preferred stocks (Schedule D, Summary, Line 18, Column 1) .....					
40. Affiliated common stocks (Schedule D, Summary, Line 24, Column 1) .....	65,000	60,000	60,000	60,000	
41. Affiliated short-term investments (subtotals included in Schedule DA Verification, Column 5, Line 10) .....					
42. Affiliated mortgage loans on real estate .....					
43. All other affiliated .....					
44. Total of above Line 38 through Line 43 .....	65,000	60,000	60,000	60,000	
45. Percentage of investments in parent, subsidiaries and affiliates to surplus as regards policyholders (Line 44 above divided by Page 3, Line 32, Column 1 x 100.0) .....	0.7	0.1	0.5	0.5	

**FIVE-YEAR HISTORICAL DATA**

(Continued)

	1 2011	2 2010	3 2009	4 2008	5 2007
<b>Capital and Surplus Accounts (Page 4)</b>					
46. Net unrealized capital gains or (losses) (Line 18) .....	(27,466)	54,394	95,767	.....	.....
47. Change in nonadmitted assets (Line 21) .....	(938,042)	(749,144)	714,468	(577,511)	.....
48. Dividends to stockholders (Line 28) .....	(537,825)	(475,710)	(446,925)	(758,763)	.....
49. Change in surplus as regards policyholders for the year (Line 31) .....	(1,042,127)	(603,955)	32,648	(766,309)	.....
<b>Losses Paid and Incurred (Part 2A)</b>					
50. Net payments (Line 5, Column 4) .....	.....	.....	.....	.....	.....
51. Losses and allocated LAE incurred (Line 8, Column 4) .....	.....	.....	.....	.....	.....
52. Unallocated LAE incurred (Line 9, Column 4) .....	.....	.....	.....	.....	.....
53. Losses and loss adjustment expenses incurred (Line 10, Column 4) .....	.....	.....	.....	.....	.....
<b>Operating Expenses to Total Operating Income (Part 3) (%)</b> (Line item divided by Page 4, Line 3 x 100.0)					
54. Personnel costs (Part 3, Line 1.5, Column 4) .....	0.1	.....	0.1	0.1	.....
55. Amounts paid to or retained by title agents (Part 3, Line 2, Column 4) .....	2.8	4.0	5.4	1.2	.....
56. All other operating expenses (Part 3, Line 24 minus Line 1.5 minus Line 2, Column 4) .....	0.3	0.8	0.8	1.9	.....
57. Total (Line 54 through Line 56) .....	3.2	4.8	6.3	3.2	.....
<b>Operating Percentages (Page 4)</b> (Line item divided by Page 4, Line 3 x 100.0)					
58. Losses and loss adjustment expenses incurred (Line 4) .....	.....	.....	.....	.....	.....
59. Operating expenses incurred (Line 5) .....	3.2	90.3	89.4	101.8	.....
60. Other operating expenses (Line 6) .....	88.3	.....	.....	.....	.....
61. Total operating deductions (Line 7) .....	91.5	90.3	89.4	101.8	.....
62. Net operating gain or (loss) (Line 8) .....	8.5	9.7	10.6	(1.8)	.....
<b>Other Percentages</b> (Line item divided by Part 1B, Line 1.4 x 100.0)					
63. Losses and loss expenses incurred to net premiums written (Page 4, Line 4) .....	.....	.....	.....	.....	.....
64. Operating expenses incurred to net premiums written (Page 4, Line 5) .....	76.2	1,526.4	1,156.3	5,052.4	.....

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

Yes ( ) No ( )

**SCHEDULE P - PART 1 - SUMMARY**

(\$000 Omitted)

Years in Which Policies Were Written	1 Amount of Insurance Written in Millions	Premiums Written and Other Income					Loss and Allocated Loss Adjustment Expenses Payments					
		2 Direct Premium	3 Assumed Premium	4 Other Income	5 Ceded Premium	6 Net Columns (2 + 3 + 4 - 5)	Loss Payments			Allocated LAE Payments		
							7 Direct	8 Assumed	9 Ceded	10 Direct	11 Assumed	12 Ceded
1. Prior	XXX											
2. 2002												
3. 2003												
4. 2004												
5. 2005												
6. 2006												
7. 2007												
8. 2008												
9. 2009												
10. 2010												
11. 2011		62				62						
12. Totals	XXX	62				62						

	13 Salvage and Subrogation Received	14 Unallocated Loss Expense Payments	15 Total Net Loss and Expense Paid (Columns 7 + 8 + 10 + 11 - 9 - 12 + 14)	16 Number of Claims Reported (Direct)	Loss and Allocated Loss Adjustment Expenses Unpaid						23 Unallocated Loss Expense Unpaid	
					Known Claim Reserves			IBNR Reserves				
					17 Direct	18 Assumed	19 Ceded	20 Direct	21 Assumed	22 Ceded		
1. Prior												
2. 2002												
3. 2003												
4. 2004												
5. 2005												
6. 2006												
7. 2007												
8. 2008												
9. 2009												
10. 2010												
11. 2011												
12. Totals												

	24 Total Net Loss and LAE Unpaid (Columns 17 + 18 + 20 + 21 - 19 - 22 + 23)	25 Number of Claims Outstanding (Direct)	Losses and Allocated Loss Expenses Incurred				Loss and LAE Ratio		32 Net Loss and LAE Per \$1000 of Coverage ([Columns 14 + 23 + 26] / Column 2)	33 Discount For Time Value of Money	34 Net Reserves After Discount (Columns 24 - 33)
			26 Direct (Columns 7 + 10 + 17 + 20)	27 Assumed (Columns 8 + 11 + 18 + 21)	28 Ceded (Columns 9 + 12 + 19 + 22)	29 Net	30 Direct Basis ([Columns 14 + 23 + 26] / Column 2)	31 Net Basis ([Columns 14 + 23 + 29] / [Columns 6 - 4])			
1. Prior									XXX		
2. 2002											
3. 2003											
4. 2004											
5. 2005											
6. 2006											
7. 2007											
8. 2008											
9. 2009											
10. 2010											
11. 2011											
12. Totals							XXX	XXX	XXX		

## SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

By States and Territories

States, Etc.	Active Status	Premium Rate (b)	Direct Premiums Written			Other Income	Net Premiums Earned	Direct Losses and Allocated Loss Adjustment Expenses Paid	Direct Losses and Allocated Loss Adjustment Expenses Incurred	Direct Known Claim Reserve					
			3	Agency Operations											
				4 Non-affiliated Agencies	5 Affiliated Agencies										
1. Alabama	AL	N													
2. Alaska	AK	N													
3. Arizona	AZ	N													
4. Arkansas	AR	N													
5. California	CA	N													
6. Colorado	CO	N													
7. Connecticut	CT	N													
8. Delaware	DE	N													
9. Dist. Columbia	DC	N													
10. Florida	FL	N													
11. Georgia	GA	N													
12. Hawaii	HI	N													
13. Idaho	ID	N													
14. Illinois	IL	N													
15. Indiana	IN	N													
16. Iowa	IA	N													
17. Kansas	KS	N													
18. Kentucky	KY	N													
19. Louisiana	LA	N													
20. Maine	ME	N													
21. Maryland	MD	N													
22. Massachusetts	MA	N													
23. Michigan	MI	N													
24. Minnesota	MN	N													
25. Mississippi	MS	N													
26. Missouri	MO	N													
27. Montana	MT	N													
28. Nebraska	NE	N													
29. Nevada	NV	N													
30. New Hampshire	NH	N													
31. New Jersey	NJ	N													
32. New Mexico	NM	N													
33. New York	NY	N													
34. North Carolina	NC	N													
35. North Dakota	ND	N													
36. Ohio	OH	L			61,827			59,074							
37. Oklahoma	OK	N													
38. Oregon	OR	N													
39. Pennsylvania	PA	N													
40. Rhode Island	RI	N													
41. South Carolina	SC	N													
42. South Dakota	SD	N													
43. Tennessee	TN	N													
44. Texas	TX	N													
45. Utah	UT	N													
46. Vermont	VT	N													
47. Virginia	VA	N													
48. Washington	WA	N													
49. West Virginia	WV	N													
50. Wisconsin	WI	N													
51. Wyoming	WY	N													
52. American Samoa	AS	N													
53. Guam	GU	N													
54. Puerto Rico	PR	N													
55. U. S. Virgin Islands	VI	N													
56. Northern Mariana Islands	MP	N													
57. Canada	CN	N													
58. Aggregate other alien	OT	XXX	XXX		61,827			59,074							
59. Totals		(a)	1	XXX											
<b>DETAILS OF WRITE-INS</b>															
5801		XXX													
5802		XXX													
5803		XXX													
5898. Summary of remaining write-ins for Line 58 from overflow page		XXX	XXX												
5899. Totals (Line 5801 through Line 5803 plus Line 5898) (Line 58 above)		XXX	XXX												

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

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

(b) Each type of rate must be coded with a combination of the five Activity Codes (R, S, X, C, and/or E) listed in the instructions. Use the code combination corresponding to the State's statutory definitions of title insurance premium. If more than one combination of activities is indicated in the statutory definition, all relevant combinations must be listed. See the Schedule T Instructions.

ANNUAL STATEMENT FOR THE YEAR 2011 OF THE The Bankers Guarantee Title & Trust Company  
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP  
PART 1 - ORGANIZATIONAL CHART

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Nevada General Corporation (Ultimate Parent)

The Bankers Guarantee Title & Trust Company (Insurance Company)

Ohio General Corp. (100% owned subsidiary)

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