



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2012
OF THE CONDITION AND AFFAIRS OF THE

Crestbrook Insurance Company

NAIC Group Code 0140 0140 NAIC Company Code 18961 Employer's ID Number 68-0066866
(Current) (Prior)

Organized under the Laws of Ohio, State of Domicile or Port of Entry Ohio
Country of Domicile United States of America

Incorporated/Organized 07/09/1985 Commenced Business 06/05/1985

Statutory Home Office One West Nationwide Blvd., Columbus, OH, US 43215-2220
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office One West Nationwide Blvd., Columbus, OH, US 43215-2220
(Street and Number) (City or Town, State, Country and Zip Code)
614-249-7111 (Area Code) (Telephone Number)

Mail Address One West Nationwide Blvd., 1-04-701 Columbus, OH, US 43215-2220
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records One West Nationwide Blvd., 1-04-701 Columbus, OH, US 43215-2220
(Street and Number) (City or Town, State, Country and Zip Code)
614-249-1545 (Area Code) (Telephone Number)

Internet Website Address www.nationwide.com

Statutory Statement Contact Monda S. Caudill, 614-249-1545
(Name) (Area Code) (Telephone Number)
FinRpt@nationwide.com, 866-315-1430
(E-mail Address) (FAX Number)

OFFICERS

President & COO Wesley Kim Austen VP & Treasurer Carol Lynn Dove
VP & Secretary Robert William Horner III

OTHER

Pamela Ann Biesecker Sr VP-Head of Taxation

DIRECTORS OR TRUSTEES

David Gerard Arango Wesley Kim Austen Mark Allen Berven
Michael Patrick Leach Michael Allen Lex

State of Ohio SS:
County of Franklin

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.

Wesley Kim Austen
President & COO

Robert William Horner III
VP & Secretary

Carol Lynn Dove
VP & Treasurer

Subscribed and sworn to before me this January, 2013
day of

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

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SUMMARY INVESTMENT SCHEDULE**

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in the Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total (Col. 3 + 4) Amount	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities .....	37,203,585	38.246	37,203,585		37,203,585	38.246
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies .....		0.000				0.000
1.22 Issued by U.S. government sponsored agencies .....	993,310	1.021	993,310		993,310	1.021
1.3 Non-U.S. government (including Canada, excluding mortgaged-backed securities) .....		0.000				0.000
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S. :						
1.41 States, territories and possessions general obligations .....	4,883,873	5.021	4,883,873		4,883,873	5.021
1.42 Political subdivisions of states, territories and possessions and political subdivisions general obligations .....	12,859,949	13.220	12,859,949		12,859,949	13.220
1.43 Revenue and assessment obligations .....	10,358,324	10.649	10,358,324		10,358,324	10.649
1.44 Industrial development and similar obligations .....		0.000				0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA .....		0.000				0.000
1.512 Issued or guaranteed by FNMA and FHLMC .....	14,795,286	15.210	14,795,286		14,795,286	15.210
1.513 All other .....		0.000				0.000
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA .....	492,865	0.507	492,865		492,865	0.507
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521 .....		0.000				0.000
1.523 All other .....	116,147	0.119	116,147		116,147	0.119
2. Other debt and other fixed income securities (excluding short-term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities) .....	8,166,104	8.395	8,166,104		8,166,104	8.395
2.2 Unaffiliated non-U.S. securities (including Canada) .....	991,050	1.019	991,050		991,050	1.019
2.3 Affiliated securities .....		0.000				0.000
3. Equity interests:						
3.1 Investments in mutual funds .....		0.000				0.000
3.2 Preferred stocks:						
3.21 Affiliated .....		0.000				0.000
3.22 Unaffiliated .....		0.000				0.000
3.3 Publicly traded equity securities (excluding preferred stocks):						
3.31 Affiliated .....		0.000				0.000
3.32 Unaffiliated .....		0.000				0.000
3.4 Other equity securities:						
3.41 Affiliated .....		0.000				0.000
3.42 Unaffiliated .....		0.000				0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated .....		0.000				0.000
3.52 Unaffiliated .....		0.000				0.000
4. Mortgage loans:						
4.1 Construction and land development .....		0.000				0.000
4.2 Agricultural .....		0.000				0.000
4.3 Single family residential properties .....		0.000				0.000
4.4 Multifamily residential properties .....		0.000				0.000
4.5 Commercial loans .....		0.000				0.000
4.6 Mezzanine real estate loans .....		0.000				0.000
5. Real estate investments:						
5.1 Property occupied by company .....		0.000				0.000
5.2 Property held for production of income (including \$ ..... of property acquired in satisfaction of debt) .....		0.000				0.000
5.3 Property held for sale (including \$ ..... property acquired in satisfaction of debt) .....		0.000				0.000
6. Contract loans .....		0.000				0.000
7. Derivatives .....		0.000				0.000
8. Receivables for securities .....		0.000				0.000
9. Securities Lending (Line 10, Asset Page reinvested collateral) .....		0.000		XXX	XXX	XXX
10. Cash, cash equivalents and short-term investments .....	6,413,982	6.594	6,413,982		6,413,982	6.594
11. Other invested assets .....		0.000				0.000
12. Total invested assets	97,274,476	100.000	97,274,476		97,274,476	100.000

Schedule A - Verification - Real Estate

**N O N E**

Schedule B - Verification - Mortgage Loans

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE BA - VERIFICATION BETWEEN YEARS**

Other Long-Term Invested Assets

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

**NONE**

**SCHEDULE D - VERIFICATION BETWEEN YEARS**

Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year .....	93,070,915
2.	Cost of bonds and stocks acquired, Part 3, Column 7 .....	9,642,284
3.	Accrual of discount .....	41,397
4.	Unrealized valuation increase (decrease):	
4.1	Part 1, Column 12 .....	911,523
4.2	Part 2, Section 1, Column 15 .....	
4.3	Part 2, Section 2, Column 13 .....	
4.4	Part 4, Column 11 .....	911,523
5.	Total gain (loss) on disposals, Part 4, Column 19 .....	
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7 .....	12,262,922
7.	Deduct amortization of premium .....	542,701
8.	Total foreign exchange change in book/adjusted carrying value:	
8.1	Part 1, Column 15 .....	
8.2	Part 2, Section 1, Column 19 .....	
8.3	Part 2, Section 2, Column 16 .....	
8.4	Part 4, Column 15 .....	
9.	Deduct current year's other than temporary impairment recognized:	
9.1	Part 1, Column 14 .....	
9.2	Part 2, Section 1, Column 17 .....	
9.3	Part 2, Section 2, Column 14 .....	
9.4	Part 4, Column 13 .....	
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	90,860,496
11.	Deduct total nonadmitted amounts .....	
12.	Statement value at end of current period (Line 10 minus Line 11) .....	90,860,496

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - SUMMARY BY COUNTRY**

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

Description		1 Book/Adjusted Carrying Value	2 Fair Value	3 Actual Cost	4 Par Value of Bonds
<b>BONDS</b>					
Governments (Including all obligations guaranteed by governments)	1. United States .....	37,203,585	47,587,107	35,873,487	32,600,000
	2. Canada .....				
	3. Other Countries .....				
	4. Totals	37,203,585	47,587,107	35,873,487	32,600,000
U.S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	4,883,874	5,120,274	5,512,210	4,815,000
U.S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	12,859,950	13,933,855	13,309,113	12,800,000
U.S. Special revenue and special assessment obligations and all non- guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	26,639,785	28,551,173	27,314,488	26,024,303
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States .....	8,282,252	8,561,585	8,400,172	8,111,078
	9. Canada .....	991,050	1,025,679	990,770	1,000,000
	10. Other Countries .....				
	11. Totals	9,273,302	9,587,264	9,390,942	9,111,078
Parent, Subsidiaries and Affiliates	12. Totals				
	13. Total Bonds	90,860,496	104,779,673	91,400,240	85,350,381
<b>PREFERRED STOCKS</b>					
Industrial and Miscellaneous (unaffiliated)	14. United States .....				
	15. Canada .....				
	16. Other Countries .....				
	17. Totals				
Parent, Subsidiaries and Affiliates	18. Totals				
	19. Total Preferred Stocks				
<b>COMMON STOCKS</b>					
Industrial and Miscellaneous (unaffiliated)	20. United States .....				
	21. Canada .....				
	22. Other Countries .....				
	23. Totals				
Parent, Subsidiaries and Affiliates	24. Totals				
	25. Total Common Stocks				
	26. Total Stocks				
	27. Total Bonds and Stocks	90,860,496	104,779,673	91,400,240	

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 1A - SECTION 1**

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

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
<b>1. U.S. Governments</b>											
1.1 Class 1		5,617,328		16,506,262	15,079,995	37,203,585	40.9	33,221,780	35.7	37,203,585	
1.2 Class 2											
1.3 Class 3											
1.4 Class 4											
1.5 Class 5											
1.6 Class 6											
1.7 Totals		5,617,328		16,506,262	15,079,995	37,203,585	40.9	33,221,780	35.7	37,203,585	
<b>2. All Other Governments</b>											
2.1 Class 1											
2.2 Class 2											
2.3 Class 3											
2.4 Class 4											
2.5 Class 5											
2.6 Class 6											
2.7 Totals											
<b>3. U.S. States, Territories and Possessions etc., Guaranteed</b>											
3.1 Class 1	3,144,305	686,358	1,053,211			4,883,874	5.4	8,987,602	9.7	4,883,874	
3.2 Class 2											
3.3 Class 3											
3.4 Class 4											
3.5 Class 5											
3.6 Class 6											
3.7 Totals	3,144,305	686,358	1,053,211			4,883,874	5.4	8,987,602	9.7	4,883,874	
<b>4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed</b>											
4.1 Class 1	2,012,223	8,807,740		2,039,986		12,859,949	14.2	12,928,066	13.9	12,859,949	
4.2 Class 2											
4.3 Class 3											
4.4 Class 4											
4.5 Class 5											
4.6 Class 6											
4.7 Totals	2,012,223	8,807,740		2,039,986		12,859,949	14.2	12,928,066	13.9	12,859,949	
<b>5. U.S. Special Revenue &amp; Special Assessment Obligations, etc., Non-Guaranteed</b>											
5.1 Class 1	4,794,667	8,344,818	9,301,801	3,415,016	783,484	26,639,786	29.3	32,963,667	35.4	26,639,786	
5.2 Class 2											
5.3 Class 3											
5.4 Class 4											
5.5 Class 5											
5.6 Class 6											
5.7 Totals	4,794,667	8,344,818	9,301,801	3,415,016	783,484	26,639,786	29.3	32,963,667	35.4	26,639,786	

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

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

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

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
<b>6. Industrial &amp; Miscellaneous (Unaffiliated)</b>											
6.1 Class 1 .....	138,217	271,803	1,012,518			1,422,538	1.6	2,580,295	2.8	1,422,538	
6.2 Class 2 .....		3,051,361	1,072,087	991,050		5,114,498	5.6			5,114,498	
6.3 Class 3 .....											
6.4 Class 4 .....				2,736,265		2,736,265	3.0	2,389,500	2.6	2,736,265	
6.5 Class 5 .....											
6.6 Class 6 .....											
6.7 Totals	138,217	3,323,164	2,084,605	3,727,315		9,273,301	10.2	4,969,795	5.3	9,273,301	
<b>7. Hybrid Securities</b>											
7.1 Class 1 .....											
7.2 Class 2 .....											
7.3 Class 3 .....											
7.4 Class 4 .....											
7.5 Class 5 .....											
7.6 Class 6 .....											
7.7 Totals											
<b>8. Parent, Subsidiaries and Affiliates</b>											
8.1 Class 1 .....											
8.2 Class 2 .....											
8.3 Class 3 .....											
8.4 Class 4 .....											
8.5 Class 5 .....											
8.6 Class 6 .....											
8.7 Totals											

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

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

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

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.7	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
<b>9. Total Bonds Current Year</b>											
9.1 Class 1	(d) 10,089,412	23,728,047	11,367,530	21,961,264	15,863,479	83,009,732	91.4	XXX	XXX	83,009,732	
9.2 Class 2	(d)	3,051,361	1,072,087	991,050		5,114,498	5.6	XXX	XXX	5,114,498	
9.3 Class 3	(d)							XXX	XXX		
9.4 Class 4	(d)			2,736,265		2,736,265	3.0	XXX	XXX	2,736,265	
9.5 Class 5	(d)							XXX	XXX		
9.6 Class 6	(d)							XXX	XXX		
9.7 Totals	10,089,412	26,779,408	12,439,617	25,688,579	15,863,479	90,860,495	100.0	XXX	XXX	90,860,495	
9.8 Line 9.7 as a % of Col. 6	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	
<b>10. Total Bonds Prior Year</b>											
10.1 Class 1	9,889,771	26,641,136	11,585,431	24,295,861	18,269,211	XXX	XXX	90,681,410	97.4	90,681,410	
10.2 Class 2						XXX	XXX				
10.3 Class 3						XXX	XXX				
10.4 Class 4				2,389,500		XXX	XXX	2,389,500	2.6	2,389,500	
10.5 Class 5						XXX	XXX				
10.6 Class 6						XXX	XXX				
10.7 Totals	9,889,771	26,641,136	11,585,431	26,685,361	18,269,211	XXX	XXX	93,070,910	100.0	93,070,910	
10.8 Line 10.7 as a % of Col. 8	10.6	28.6	12.4	28.7	19.6	XXX	XXX	100.0	XXX	100.0	
<b>11. Total Publicly Traded Bonds</b>											
11.1 Class 1	10,089,412	23,728,047	11,367,530	21,961,264	15,863,479	83,009,732	91.4	90,681,410	97.4	83,009,732	XXX
11.2 Class 2		3,051,361	1,072,087	991,050		5,114,498	5.6			5,114,498	XXX
11.3 Class 3											XXX
11.4 Class 4				2,736,265		2,736,265	3.0	2,389,500	2.6	2,736,265	XXX
11.5 Class 5											XXX
11.6 Class 6											XXX
11.7 Totals	10,089,412	26,779,408	12,439,617	25,688,579	15,863,479	90,860,495	100.0	93,070,910	100.0	90,860,495	XXX
11.8 Line 11.7 as a % of Col. 6	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	XXX
11.9 Line 11.7 as a % of Line 9.7, Col. 6, Section 9	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	XXX
<b>12. Total Privately Placed Bonds</b>											
12.1 Class 1										XXX	
12.2 Class 2										XXX	
12.3 Class 3										XXX	
12.4 Class 4										XXX	
12.5 Class 5										XXX	
12.6 Class 6										XXX	
12.7 Totals										XXX	
12.8 Line 12.7 as a % of Col. 6							XXX	XXX	XXX	XXX	
12.9 Line 12.7 as a % of Line 9.7, Col. 6, Section 9							XXX	XXX	XXX	XXX	

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

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

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

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

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 1A - SECTION 2**

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

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
<b>1. U.S. Governments</b>											
1.1 Issuer Obligations .....		5,617,328		16,506,262	15,079,995	37,203,585	40.9	33,221,780	35.7	37,203,585	
1.2 Residential Mortgage-Backed Securities .....											
1.3 Commercial Mortgage-Backed Securities .....											
1.4 Other Loan-Backed and Structured Securities .....											
1.5 Totals		5,617,328		16,506,262	15,079,995	37,203,585	40.9	33,221,780	35.7	37,203,585	
<b>2. All Other Governments</b>											
2.1 Issuer Obligations .....											
2.2 Residential Mortgage-Backed Securities .....											
2.3 Commercial Mortgage-Backed Securities .....											
2.4 Other Loan-Backed and Structured Securities .....											
2.5 Totals											
<b>3. U.S. States, Territories and Possessions, Guaranteed</b>											
3.1 Issuer Obligations .....	3,144,305	686,358	1,053,211			4,883,874	5.4	8,987,602	9.7	4,883,874	
3.2 Residential Mortgage-Backed Securities .....											
3.3 Commercial Mortgage-Backed Securities .....											
3.4 Other Loan-Backed and Structured Securities .....											
3.5 Totals	3,144,305	686,358	1,053,211			4,883,874	5.4	8,987,602	9.7	4,883,874	
<b>4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed</b>											
4.1 Issuer Obligations .....	2,012,223	8,807,740		2,039,986		12,859,949	14.2	12,928,066	13.9	12,859,949	
4.2 Residential Mortgage-Backed Securities .....											
4.3 Commercial Mortgage-Backed Securities .....											
4.4 Other Loan-Backed and Structured Securities .....											
4.5 Totals	2,012,223	8,807,740		2,039,986		12,859,949	14.2	12,928,066	13.9	12,859,949	
<b>5. U.S. Special Revenue &amp; Special Assessment Obligations etc., Non-Guaranteed</b>											
5.1 Issuer Obligations .....	3,017,749	3,038,050	2,203,125			8,258,924	9.1	10,849,100	11.7	8,258,924	
5.2 Residential Mortgage-Backed Securities .....	1,776,918	5,306,768	4,005,966	3,415,016	783,484	15,288,152	16.8	19,005,708	20.4	15,288,152	
5.3 Commercial Mortgage-Backed Securities .....											
5.4 Other Loan-Backed and Structured Securities .....			3,092,710			3,092,710	3.4	3,108,860	3.3	3,092,710	
5.5 Totals	4,794,667	8,344,818	9,301,801	3,415,016	783,484	26,639,786	29.3	32,963,668	35.4	26,639,786	
<b>6. Industrial and Miscellaneous</b>											
6.1 Issuer Obligations .....	91,954	3,253,279	2,084,605	3,727,315		9,157,153	10.1	4,784,461	5.1	9,157,153	
6.2 Residential Mortgage-Backed Securities .....											
6.3 Commercial Mortgage-Backed Securities .....	46,263	69,884				116,147	0.1	185,334	0.2	116,147	
6.4 Other Loan-Backed and Structured Securities .....											
6.5 Totals	138,217	3,323,163	2,084,605	3,727,315		9,273,300	10.2	4,969,795	5.3	9,273,300	
<b>7. Hybrid Securities</b>											
7.1 Issuer Obligations .....											
7.2 Residential Mortgage-Backed Securities .....											
7.3 Commercial Mortgage-Backed Securities .....											
7.4 Other Loan-Backed and Structured Securities .....											
7.5 Totals											
<b>8. Parent, Subsidiaries and Affiliates</b>											
8.1 Issuer Obligations .....											
8.2 Residential Mortgage-Backed Securities .....											
8.3 Commercial Mortgage-Backed Securities .....											
8.4 Other Loan-Backed and Structured Securities .....											
8.5 Totals											

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

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

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

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Col. 6 as a % of Line 9.5	8 Total from Col. 6 Prior Year	9 % From Col. 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
<b>9. Total Bonds Current Year</b>											
9.1 Issuer Obligations	8,266,231	21,402,755	5,340,941	22,273,563	15,079,995	72,363,485	79.6	XXX	XXX	72,363,485	
9.2 Residential Mortgage-Backed Securities	1,776,918	5,306,768	4,005,966	3,415,016	783,484	15,288,152	16.8	XXX	XXX	15,288,152	
9.3 Commercial Mortgage-Backed Securities	46,263	69,884				116,147	0.1	XXX	XXX	116,147	
9.4 Other Loan-Backed and Structured Securities			3,092,710			3,092,710	3.4	XXX	XXX	3,092,710	
9.5 Totals	10,089,412	26,779,407	12,439,617	25,688,579	15,863,479	90,860,494	100.0	XXX	XXX	90,860,494	
9.6 Line 9.5 as a % of Col. 6	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	
<b>10. Total Bonds Prior Year</b>											
10.1 Issuer Obligations	8,606,273	22,317,191	4,299,227	20,754,740	14,793,578	XXX	XXX	70,771,009	76.0	70,771,009	
10.2 Residential Mortgage-Backed Securities	1,228,662	4,193,448	4,177,344	5,930,621	3,475,633	XXX	XXX	19,005,708	20.4	19,005,708	
10.3 Commercial Mortgage-Backed Securities	54,837	130,497				XXX	XXX	185,334	0.2	185,334	
10.4 Other Loan-Backed and Structured Securities			3,108,860			XXX	XXX	3,108,860	3.3	3,108,860	
10.5 Totals	9,889,772	26,641,136	11,585,431	26,685,361	18,269,211	XXX	XXX	93,070,911	100.0	93,070,911	
10.6 Line 10.5 as a % of Col. 8	10.6	28.6	12.4	28.7	19.6	XXX	XXX	100.0	XXX	100.0	
<b>11. Total Publicly Traded Bonds</b>											
11.1 Issuer Obligations	8,266,231	21,402,755	5,340,941	22,273,563	15,079,995	72,363,485	79.6	70,771,009	76.0	72,363,485	XXX
11.2 Residential Mortgage-Backed Securities	1,776,918	5,306,768	4,005,966	3,415,016	783,484	15,288,152	16.8	19,005,708	20.4	15,288,152	XXX
11.3 Commercial Mortgage-Backed Securities	46,263	69,884				116,147	0.1	185,334	0.2	116,147	XXX
11.4 Other Loan-Backed and Structured Securities			3,092,710			3,092,710	3.4	3,108,860	3.3	3,092,710	XXX
11.5 Totals	10,089,412	26,779,407	12,439,617	25,688,579	15,863,479	90,860,494	100.0	93,070,911	100.0	90,860,494	XXX
11.6 Line 11.5 as a % of Col. 6	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	XXX
11.7 Line 11.5 as a % of Line 9.5, Col. 6, Section 9	11.1	29.5	13.7	28.3	17.5	100.0	XXX	XXX	XXX	100.0	XXX
<b>12. Total Privately Placed Bonds</b>											
12.1 Issuer Obligations										XXX	
12.2 Residential Mortgage-Backed Securities										XXX	
12.3 Commercial Mortgage-Backed Securities										XXX	
12.4 Other Loan-Backed and Structured Securities										XXX	
12.5 Totals										XXX	
12.6 Line 12.5 as a % of Col. 6							XXX	XXX	XXX	XXX	
12.7 Line 12.5 as a % of Line 9.5, Col. 6, Section 9							XXX	XXX	XXX	XXX	

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE DA - VERIFICATION BETWEEN YEARS**

Short-Term Investments

	1 Total	2 Bonds	3 Mortgage Loans	4 Other Short-term Investment Assets (a)	5 Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year .....	8,557,607			8,557,607	
2. Cost of short-term investments acquired .....	24,906,365			24,906,365	
3. Accrual of discount .....					
4. Unrealized valuation increase (decrease) .....					
5. Total gain (loss) on disposals .....					
6. Deduct consideration received on disposals .....	27,051,632			27,051,632	
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) .....	6,412,340			6,412,340	
11. Deduct total nonadmitted amounts .....					
12. Statement value at end of current period (Line 10 minus Line 11)	6,412,340			6,412,340	

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

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

**N O N E**

Schedule DB - Part B - Verification - Futures Contracts

**N O N E**

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

**N O N E**

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

**N O N E**

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

**N O N E**

Schedule E - Verification - Cash Equivalents

**N O N E**

Schedule A - Part 1 - Real Estate Owned

**N O N E**

Schedule A - Part 2 - Real Estate Acquired and Additions Made

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

Schedule B - Part 1 - Mortgage Loans Owned

**N O N E**

Schedule B - Part 2 - Mortgage Loans Acquired and Additions Made

**N O N E**

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid

**N O N E**

Schedule BA - Part 1 - Other Long-Term Invested Assets Owned

**N O N E**

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired and Additions Made

**N O N E**

Schedule BA - Part 3 - Other Long-Term Invested Assets Disposed, Transferred or Repaid

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest				Dates		
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	B o n d C h a r	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
912810-EQ-7	U S Treasury Bd				1	6,204,500	143.3750	7,168,750	5,000,000	6,047,335		(78,566)			6.250	3.831	FA	118,037	312,500	12/15/2010	08/15/2023
912810-PV-4	U S Treasury Inflation Index IX Nt				1	9,405,755	142.9280	14,292,832	10,000,000	10,458,927	223,607	29,539			1.750	2.163	JJ	89,263	190,581	02/24/2009	01/15/2028
912810-QF-8	U S Treasury Inflation Index Nt				1	14,625,224	157.0380	20,414,952	13,000,000	15,079,995	318,738	(32,321)			2.125	1.736	FA	111,672	291,169	06/02/2011	02/15/2040
912828-CJ-7	U S Treasury Nt	SD			1	517,754	106.1720	530,860	500,000	503,222		(2,240)			4.750	4.261	MN	3,084	23,750	07/29/2005	05/15/2014
912828-ET-3	U S Treasury Inflation Index Nt				1	4,520,254	129.2200	4,522,713	3,500,000	4,514,106	17,662	(23,810)			2.000	(1.422)	JJ	37,687		11/01/2012	01/15/2016
912828-KW-9	U S Treasury Nt	SD			1	600,000	109.5000	657,000	600,000	600,000					3.250	3.250	MN	1,714	19,500	05/28/2009	05/31/2016
<b>0199999. Subtotal - Bonds - U.S. Governments - Issuer Obligations</b>						35,873,487	XXX	47,587,107	32,600,000	37,203,585	560,007	(107,398)			XXX	XXX	XXX	361,457	837,500	XXX	XXX
<b>0599999. Total - U.S. Government Bonds</b>						35,873,487	XXX	47,587,107	32,600,000	37,203,585	560,007	(107,398)			XXX	XXX	XXX	361,457	837,500	XXX	XXX
<b>1099999. Total - All Other Government Bonds</b>							XXX								XXX	XXX	XXX			XXX	XXX
57582N-SH-9	Massachusetts St GO Ref Ser D	SD			1FE	1,114,820	124.2260	1,242,260	1,000,000	1,053,211		(7,976)			5.500	4.441	AO	13,750	55,000	10/07/2003	10/01/2018
646038-XA-2	New Jersey St GO Ref Ser D				1FE	3,675,788	100.6600	3,155,691	3,135,000	3,144,305		(75,110)			6.000	3.530	FA	71,060	188,100	01/07/2005	02/15/2013
977056-6X-3	Wisconsin St GO Ser C		1		1FE	721,602	106.2240	722,323	680,000	686,358		(4,554)			5.000	4.270	MN	5,667	34,000	10/24/2003	05/01/2017
<b>1199999. Subtotal - Bonds - U.S. States, Territories and Possessions - Issuer Obligations</b>						5,512,210	XXX	5,120,274	4,815,000	4,883,874		(87,640)			XXX	XXX	XXX	90,477	277,100	XXX	XXX
<b>1799999. Total - U.S. States, Territories and Possessions Bonds</b>						5,512,210	XXX	5,120,274	4,815,000	4,883,874		(87,640)			XXX	XXX	XXX	90,477	277,100	XXX	XXX
167610-2Y-9	Chicago IL Park Dist GO Ltd Tax Ser A	SD		1	1FE	1,093,020	102.4200	1,024,200	1,000,000	1,005,539		(10,744)			5.250	4.119	JJ	26,250	52,500	04/23/2003	01/01/2017
186343-SV-2	Cleveland OH GO				1FE	1,084,590	102.8770	1,028,770	1,000,000	1,006,685		(11,095)			5.250	4.079	FA	21,875	52,500	12/06/2004	08/01/2018
253363-RK-3	Dickinson TX Indpt Sch Dist GO		1		1FE	2,983,046	110.9950	3,141,159	2,830,000	2,885,924		(16,397)			5.000	4.316	FA	53,456	141,500	03/07/2006	02/15/2023
590759-MB-6	Mesquite TX ISD GO Ref Ser A		1		1FE	1,449,012	108.8830	1,480,809	1,360,000	1,387,340		(9,673)			5.000	4.182	FA	25,689	68,000	08/16/2005	08/15/2021
667825-RJ-4	Northwest TX Indpt Sch Dist GO Sch Bldg	SD			1FE	3,096,232	112.1670	3,008,927	2,950,000	3,003,447		(15,652)			5.000	4.373	FA	55,722	147,500	02/03/2006	02/15/2025
97942N-DM-5	Woodhaven Brownstown MI GO Sch Dist Ref		1		1FE	2,001,348	105.1470	2,271,175	2,160,000	2,039,986		6,427			4.000	4.561	MN	14,400	86,400	02/03/2006	05/01/2026
988168-2A-7	Ysleta TX ISD GO Bldg		1		1FE	1,601,865	111.9210	1,678,815	1,500,000	1,531,029		(10,983)			5.000	4.159	FA	28,333	75,000	08/18/2005	08/15/2021
<b>1899999. Subtotal - Bonds - U.S. Political Subdivisions - Issuer Obligations</b>						13,309,113	XXX	13,933,855	12,800,000	12,859,950		(68,117)			XXX	XXX	XXX	225,725	623,400	XXX	XXX
<b>2499999. Total - U.S. Political Subdivisions Bonds</b>						13,309,113	XXX	13,933,855	12,800,000	12,859,950		(68,117)			XXX	XXX	XXX	225,725	623,400	XXX	XXX
19679H-CV-2	Colorado Wtr ResPwrDevAuth Rev Ref Revol				1FE	1,168,870	128.7520	1,287,520	1,000,000	1,098,116		(10,766)			5.500	4.001	MS	18,333	55,000	07/14/2005	09/01/2020
19679H-CN-0	Colorado Wtr ResPwrDevAuth Rev Ref Revol				1FE	1,170,350	130.2850	1,302,850	1,000,000	1,105,010		(9,957)			5.500	4.050	MS	18,333	55,000	07/14/2005	09/01/2021
313310-BK-2	Federal Farm Credit Bk Nt				1	975,000	112.2130	1,122,130	1,000,000	993,310		2,251			4.970	5.239	MS	14,496	49,700	10/25/2002	09/16/2015
60242M-BG-7	Milwaukee WI Sew Rev Sys Ser S4		1		1FE	1,076,030	101.9410	1,019,410	1,000,000	1,003,902		(9,163)			5.000	4.040	JD	4,167	50,000	10/02/2003	06/01/2016
658873-AS-3	North Dakota Dept Trans Rev Grant & Rev		1		1FE	2,156,900	109.2680	2,185,360	2,000,000	2,044,740		(17,318)			5.000	4.018	JD	8,333	100,000	08/17/2005	06/01/2020
977092-NH-4	Wisconsin St Clean Wtr Rev Ref Ser 2				1FE	2,243,720	102.0680	2,041,360	2,000,000	2,013,847		(32,625)			5.250	3.551	JD	8,750	105,000	12/17/2004	06/01/2013
<b>2599999. Subtotal - Bonds - U.S. Special Revenues - Issuer Obligations</b>						8,790,870	XXX	8,958,630	8,000,000	8,258,925		(77,578)			XXX	XXX	XXX	72,412	414,700	XXX	XXX
31377R-BH-2	FNMA DUS Pool #384440		2		1	846,554	121.9060	931,832	764,383	815,967		(3,462)			6.600	5.518	MON	4,204	50,449	03/27/2003	10/25/2026
3138A2-SL-4	FNMA Pool #AH1422		2		1	785,018	107.3370	844,661	786,924	785,010		(2)			4.000	4.030	MON	2,623	31,477	07/07/2011	01/25/2041
3138A8-JE-7	FNMA Pool #AH6560		2		1	7,888,315	107.3370	8,406,013	7,831,415	7,886,560		(891)			4.000	3.875	MON	26,105	313,257	06/28/2011	02/25/2041
31393A-2V-8	FNMA REMIC Ser 2003-38 CI MP		2		1	501,760	110.1450	540,503	490,719	492,865		(238)			5.500	5.234	MON	2,249	26,989	04/01/2003	05/25/2023
31419B-CT-0	FNMA Pool #AE0981		2		1	5,311,021	106.7000	5,495,944	5,150,862	5,307,748		(2,051)			3.500	2.919	MON	15,023	180,280	09/23/2011	03/25/2041
<b>2699999. Subtotal - Bonds - U.S. Special Revenues - Residential Mortgage-Backed Securities</b>						15,332,668	XXX	16,218,953	15,024,303	15,288,150		(6,644)			XXX	XXX	XXX	50,204	602,452	XXX	XXX
946383-GG-7	Wayne Twp IN Marion Cnty Rev LBASS Sch B		1		1FE	3,190,950	112.4530	3,373,590	3,000,000	3,092,710		(16,150)			5.000	4.311	JJ	69,167	150,000	02/03/2006	07/15/2022
<b>2899999. Subtotal - Bonds - U.S. Special Revenues - Other Loan-Backed and Structured Securities</b>						3,190,950	XXX	3,373,590	3,000,000	3,092,710		(16,150)			XXX	XXX	XXX	69,167	150,000	XXX	XXX
<b>3199999. Total - U.S. Special Revenues Bonds</b>						27,314,488	XXX	28,551,173	26,024,303	26,639,785		(100,372)			XXX	XXX	XXX	191,783	1,167,152	XXX	XXX
00206R-AR-3	AT&T Inc Nt				1FE	1,017,930	122.7030	1,227,034	1,000,000	1,012,518		(1,675)			5.800	5.556	FA	21,911	58,000	06/22/2009	02/15/2019
079867-AQ-0	BellSouth Telecom Inc Deb		2		1FE	297,301	105.7500	309,389	292,567	293,873		(369)			6.300	6.022	JD	819	18,432	06/11/2002	12/15/2015
18683K-AA-9	Cliffs Natural Resources Sr Nt				2FE	1,075,370	106.3340	1,063,339	1,000,000	1,072,087		(3,283)			5.900	4.708	MS	17,372	29,500	08/06/2012	03/15/2020
197677-AG-2	Columbia/HCA Healthcare Corp Nt				4FE	2,845,550	102.2500	2,736,750	2,700,000	2,736,265	351,516	(4,750)			7.690	7.228	JD	9,228	207,630	09/24/1997	06/15/2025
984121-CF-8	Xerox Corp Sr Nt				2FE	3,055,890	102.6020	3,078,069	3,000,000	3,051,361		(4,529)			2.950	2.518	MS	26,058	44,250	08/07/2012	03/15/2017
878742-AY-1	Teck Cominco Ltd Sr Nt		1		2FE	990,770	102.5680	1,025,679	1,000,000	991,050		280			3.750	3.888	FA	14,896		08/06/2012	02/01/2023
<b>3299999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations</b>						9,282,811	XXX	9,464,260	8,992,567	9,157,154	351,516	(14,326)			XXX	XXX	XXX	90,284	357,812	XXX	XXX
820922-AV-4	Shearson Lehman CMO Inc CIBS Mtg Bkd Ser		2		1	108,131	103.7920	123,004	118,510	116,147		580			5.750	7.214	MON	568	6,814	12/08/1999	05/01/2017

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ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 1**

Showing All Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book/Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	C o d e	F o r e i g n	Bond Char	NAIC Des.	Actual Cost	Rate Used to Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
3499999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Commercial Mortgage-Backed Securities					108,131	XXX	123,004	118,510	116,147		580			XXX	XXX	XXX	568	6,814	XXX	XXX
3899999	Total - Industrial and Miscellaneous (Unaffiliated) Bonds					9,390,942	XXX	9,587,264	9,111,077	9,273,301	351,516	(13,746)			XXX	XXX	XXX	90,852	364,626	XXX	XXX
4899999	Total - Hybrid Securities						XXX								XXX	XXX	XXX			XXX	XXX
5599999	Total - Parent, Subsidiaries and Affiliates Bonds						XXX								XXX	XXX	XXX			XXX	XXX
7799999	Total - Issuer Obligations					72,768,491	XXX	85,064,126	67,207,567	72,363,488	911,523	(355,059)			XXX	XXX	XXX	840,355	2,510,512	XXX	XXX
7899999	Total - Residential Mortgage-Backed Securities					15,332,668	XXX	16,218,953	15,024,303	15,288,150		(6,644)			XXX	XXX	XXX	50,204	602,452	XXX	XXX
7999999	Total - Commercial Mortgage-Backed Securities					108,131	XXX	123,004	118,510	116,147		580			XXX	XXX	XXX	568	6,814	XXX	XXX
8099999	Total - Other Loan-Backed and Structured Securities					3,190,950	XXX	3,373,590	3,000,000	3,092,710		(16,150)			XXX	XXX	XXX	69,167	150,000	XXX	XXX
8399999	Total Bonds					91,400,240	XXX	104,779,673	85,350,380	90,860,495	911,523	(377,273)			XXX	XXX	XXX	960,294	3,269,778	XXX	XXX

Schedule D - Part 2 - Section 1 - Preferred Stocks Owned

**N O N E**

Schedule D - Part 2 - Section 2 - Common Stocks Owned

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 3**

Showing All Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
912828-ET-3	U S Treasury Inflation Index Nt		11/01/2012	Goldman Sachs & Company		4,520,254	3,500,000	24,291
<b>0599999. Subtotal - Bonds - U.S. Governments</b>						4,520,254	3,500,000	24,291
18683K-AA-9	Cliffs Natural Resources Sr Nt		08/06/2012	Merrill Lynch		1,075,370	1,000,000	23,600
984121-OF-8	Xerox Corp Sr Nt 2.950% 03/15/17		08/07/2012	Barclays Capital		3,055,890	3,000,000	35,646
878742-AV-1	Teck Cominco Ltd Sr Nt		08/06/2012	Citigroup		990,770	1,000,000	104
<b>3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						5,122,030	5,000,000	59,350
<b>8399997. Total - Bonds - Part 3</b>						9,642,284	8,500,000	83,641
<b>8399998. Total - Bonds - Part 5</b>								
<b>8399999. Total - Bonds</b>						9,642,284	8,500,000	83,641
<b>8999997. Total - Preferred Stocks - Part 3</b>							XXX	
<b>8999998. Total - Preferred Stocks - Part 5</b>							XXX	
<b>8999999. Total - Preferred Stocks</b>							XXX	
<b>9799997. Total - Common Stocks - Part 3</b>							XXX	
<b>9799998. Total - Common Stocks - Part 5</b>							XXX	
<b>9799999. Total - Common Stocks</b>							XXX	
<b>9899999. Total - Preferred and Common Stocks</b>							XXX	
<b>9999999 - Totals</b>						9,642,284	XXX	83,641

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE D - PART 4**

Showing All Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ Decrease	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/ Adjusted Carrying Value (11+12-13)	Total Foreign Exchange Change in Book/ Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
452151-DD-2	Illinois St GO First Ser		10/01/2012	Call	100.0000	1,000,000	1,000,000	1,119,680	1,012,950		(12,950)		(12,950)		1,000,000				52,500	10/01/2014
709141-UL-7	Pennsylvania St GO First Ser Preref		02/01/2012	Call	100.0000	1,000,000	1,000,000	1,098,660	1,001,308		(1,308)		(1,308)		1,000,000				26,250	02/01/2014
709141-UN-3	Pennsylvania St GO First Ser		02/01/2012	Call	100.0000	1,000,000	1,000,000	1,023,910	1,000,255		(255)		(255)		1,000,000				26,250	02/01/2016
709141-UQ-6	Pennsylvania St GO First Ser		02/01/2012	Call	100.0000	1,000,000	1,000,000	1,120,040	1,001,576		(1,576)		(1,576)		1,000,000				26,250	02/01/2018
<b>1799999. Subtotal - Bonds - U.S. States, Territories and Possessions</b>						4,000,000	4,000,000	4,362,290	4,016,089		(16,089)		(16,089)		4,000,000				131,250	XXX
31377R-BH-2	FNMA DUS Pool #384440 6.600% 10/25/26		12/01/2012	Paydown		30,114	30,114	33,351	32,282		(2,169)		(2,169)		30,114				1,089	10/25/2026
3138A2-SL-4	FNMA Pool #AH1422 4.000% 01/25/41		12/01/2012	Paydown		185,629	185,629	185,180	185,179		451		451		185,629				5,250	01/25/2041
3138A8-JE-7	FNMA Pool #AH6560 4.000% 02/25/41		12/01/2012	Paydown		1,751,840	1,751,840	1,764,568	1,764,375		(12,535)		(12,535)		1,751,840				45,628	02/25/2041
31393A-2V-8	FNMA REMC Ser 2003-38 CI MP		12/01/2012	Paydown		215,709	215,709	220,562	216,757		(1,048)		(1,048)		215,709				6,083	05/25/2023
31419B-CT-0	FNMA Pool #AE0981 3.500% 03/25/41		12/01/2012	Paydown		1,467,052	1,467,052	1,512,668	1,512,320		(45,268)		(45,268)		1,467,052				33,317	03/25/2041
57583P-AR-0	Massachusetts St Rev Grant Antic Nts - S		12/15/2012	Various		2,000,000	2,000,000	2,223,280	2,027,751		(27,751)		(27,751)		2,000,000				105,000	12/15/2012
677632-DM-0	Ohio St Univ Gen Rcpts Rev Ser A		12/01/2012	Call	100.0000	1,455,000	1,455,000	1,616,229	1,475,907		(20,907)		(20,907)		1,455,000				76,388	12/01/2014
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>						7,105,344	7,105,344	7,555,838	7,214,571		(109,227)		(109,227)		7,105,344				272,755	XXX
079867-AQ-0	BellSouth Telecom Inc Deb		12/15/2012	Redemption	100.0000	86,035	86,035	87,427	86,527		(493)		(493)		86,035				4,086	12/15/2015
66765R-BN-5	Northwest Natural Gas Co MT NT Ser B		03/26/2012	Maturity		1,000,000	1,000,000	1,000,000	1,000,000						1,000,000				22,776	03/26/2012
820922-AV-4	Shearson Lehman CMO Inc CMB Mtg Bkd Ser		11/01/2012	Paydown		71,543	71,543	65,278	69,767		1,777		1,777		71,543				2,233	05/01/2017
<b>3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						1,157,578	1,157,578	1,152,705	1,156,294		1,284		1,284		1,157,578				29,095	XXX
<b>8399997. Total - Bonds - Part 4</b>						12,262,922	12,262,922	13,070,833	12,386,954		(124,032)		(124,032)		12,262,922				433,100	XXX
<b>8399998. Total - Bonds - Part 5</b>																				XXX
<b>8399999. Total - Bonds</b>						12,262,922	12,262,922	13,070,833	12,386,954		(124,032)		(124,032)		12,262,922				433,100	XXX
<b>8999997. Total - Preferred Stocks - Part 4</b>								XXX												XXX
<b>8999998. Total - Preferred Stocks - Part 5</b>								XXX												XXX
<b>8999999. Total - Preferred Stocks</b>								XXX												XXX
<b>9799997. Total - Common Stocks - Part 4</b>								XXX												XXX
<b>9799998. Total - Common Stocks - Part 5</b>								XXX												XXX
<b>9799999. Total - Common Stocks</b>								XXX												XXX
<b>9899999. Total - Preferred and Common Stocks</b>								XXX												XXX
<b>9999999 - Totals</b>						12,262,922	XXX	13,070,833	12,386,954		(124,032)		(124,032)		12,262,922				433,100	XXX

Schedule D - Part 5 - Long Term Bonds and Stocks Acquired and Fully Disposed Of

**N O N E**

Schedule D-Part 6-Section 1-Valuation of Shares of Subsidiary, Controlled or Affiliated Companies

**N O N E**

Schedule D - Part 6 - Section 2

**N O N E**

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE DA - PART 1**

Showing All SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1 CUSIP Identi- fication	2 Description	Codes		5 Date Acquired	6 Name of Vendor	7 Maturity Date	8 Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value				13 Par Value	14 Actual Cost	Interest					21 Paid for Accrued Interest		
		3 Code	4 For- eign					9 Unrealized Valuation Increase/ (Decrease)	10 Current Year's (Amor- tization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Total Foreign Exchange Change in Book/ Adjusted Carrying Value			15 Amount Due and Accrued Dec. 31 of Current Year on Bonds not in Default	16 Non- Admitted Due and Accrued	17 Rate of	18 Effective Rate of	19 When Paid		20 Amount Received During Year	
0599999. Total - U.S. Government Bonds																					
1099999. Total - All Other Government Bonds																					
1799999. Total - U.S. States, Territories and Possessions Bonds																					
2499999. Total - U.S. Political Subdivisions Bonds																					
3199999. Total - U.S. Special Revenues Bonds																					
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds																					
4899999. Total - Hybrid Securities																					
5599999. Total - Parent, Subsidiaries and Affiliates Bonds																					
7799999. Total - Issuer Obligations																					
7899999. Total - Residential Mortgage-Backed Securities																					
7999999. Total - Commercial Mortgage-Backed Securities																					
8099999. Total - Other Loan-Backed and Structured Securities																					
8399999. Total Bonds																					
8699999. Total - Parent, Subsidiaries and Affiliates																					
	Nationwide Cash Mgmt Par tn			12/31/2012	Various	12/31/2013	6,412,340					6,412,340	6,412,340			0.021	0.022	MON	176		
9099999. Subtotal - Other Short-Term Invested Assets																					
9199999 - Totals																					

E17

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open

**N O N E**

Schedule DB - Part A - Section 2 - Options, Caps, Floors, Collars, Swaps and Forwards Terminated

**N O N E**

Schedule DB - Part B - Section 1 - Futures Contracts Open

**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made

**N O N E**

Schedule DB - Part B - Section 2 - Futures Contracts Terminated

**N O N E**

Schedule DB - Part B - Section 2B - Brokers with whom cash deposits have been made

**N O N E**

Schedule DB - Part D - Counterparty Exposure for Derivative Instruments Open

**N O N E**

Schedule DL - Part 1 - Reinvested Collateral Assets Owned

**N O N E**

Schedule DL - Part 2 - Reinvested Collateral Assets Owned

**N O N E**



ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE E - PART 2 - CASH EQUIVALENTS**

Show Investments Owned December 31 of Current Year

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due and Accrued	8 Amount Received During Year
<b>NONE</b>							
8699999 - Total Cash Equivalents							

ANNUAL STATEMENT FOR THE YEAR 2012 OF THE CRESTBROOK INSURANCE COMPANY

**SCHEDULE E - PART 3 - SPECIAL DEPOSITS**

States, Etc.	1 Type of Deposit	2 Purpose of Deposit	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
			3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
1. Alabama	AL					
2. Alaska	AK					
3. Arizona	AZ	B For protection of state's ph's			600,000	657,000
4. Arkansas	AR					
5. California	CA	B Multiple			130,838	138,023
6. Colorado	CO					
7. Connecticut	CT					
8. Delaware	DE					
9. District of Columbia	DC					
10. Florida	FL					
11. Georgia	GA					
12. Hawaii	HI					
13. Idaho	ID					
14. Illinois	IL					
15. Indiana	IN					
16. Iowa	IA					
17. Kansas	KS					
18. Kentucky	KY					
19. Louisiana	LA					
20. Maine	ME					
21. Maryland	MD					
22. Massachusetts	MA					
23. Michigan	MI					
24. Minnesota	MN					
25. Mississippi	MS					
26. Missouri	MO					
27. Montana	MT					
28. Nebraska	NE					
29. Nevada	NV	B For protection of state's ph's			251,611	265,430
30. New Hampshire	NH					
31. New Jersey	NJ					
32. New Mexico	NM					
33. New York	NY					
34. North Carolina	NC					
35. North Dakota	ND					
36. Ohio	OH	B For protection of all ph's	2,567,808	2,827,295		
37. Oklahoma	OK					
38. Oregon	OR					
39. Pennsylvania	PA					
40. Rhode Island	RI					
41. South Carolina	SC					
42. South Dakota	SD					
43. Tennessee	TN					
44. Texas	TX					
45. Utah	UT					
46. Vermont	VT					
47. Virginia	VA					
48. Washington	WA					
49. West Virginia	WV					
50. Wisconsin	WI					
51. Wyoming	WY					
52. American Samoa	AS					
53. Guam	GU					
54. Puerto Rico	PR					
55. U.S. Virgin Islands	VI					
56. Northern Mariana Islands	MP					
57. Canada	CAN					
58. Aggregate Alien and Other	OT	XXX				
59. Subtotal	XXX	XXX	2,567,808	2,827,295	982,449	1,060,453
DETAILS OF WRITE-INS						
5801.						
5802.						
5803.						
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	XXX				
5899. Totals (Lines 5801 thru 5803 plus 5898)(Line 58 above)	XXX	XXX				

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