



# ANNUAL STATEMENT

For the Year Ended December 31, 2012  
of the Condition and Affairs of the

## GREAT AMERICAN LIFE INSURANCE COMPANY

NAIC Group Code.....0084, 0084 (Current Period) (Prior Period)	NAIC Company Code..... 63312	Employer's ID Number..... 13-1935920
Organized under the Laws of Ohio	State of Domicile or Port of Entry Ohio	Country of Domicile US
Incorporated/Organized..... December 29, 1961	Commenced Business..... August 13, 1963	
Statutory Home Office	301 East Fourth Street..... Cincinnati ..... OH ..... US ..... 45202 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	
Main Administrative Office	301 East Fourth Street..... Cincinnati ..... OH ..... US..... 45202 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	513-357-3300- <i>(Area Code) (Telephone Number)</i>
Mail Address	Post Office Box 5420..... Cincinnati ..... OH ..... US ..... 45202 <i>(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)</i>	
Primary Location of Books and Records	301 East Fourth Street..... Cincinnati ..... OH ..... US ..... 45202 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	513-357-3300- <i>(Area Code) (Telephone Number)</i>
Internet Web Site Address	www.gafri.com	
Statutory Statement Contact	Brian Patrick Sponaugle <i>(Name)</i> bsponaugle@gafri.com <i>(E-Mail Address)</i>	513-412-2931- <i>(Area Code) (Telephone Number) (Extension)</i> 513-412-1673- <i>(Fax Number)</i>

### OFFICERS

Name	Title	Name	Title
1. Stephen Craig Lindner	President	2. Mark Francis Muething	Secretary
3. Christopher Patrick Miliano	Treasurer	4. Richard Lee Sutton	Appointed Actuary

  

OTHER	
John Paul Gruber	Senior Vice President
Terry Jon Simpson #	Vice President
Adrienne Susan Kessling	Senior Vice President
Brian Patrick Sponaugle	Vice President

### DIRECTORS OR TRUSTEES

Jeffrey Gene Hester	Stephen Craig Lindner	Christopher Patrick Miliano	Mark Francis Muething
Michael James Prager			

State of..... Ohio  
County of..... Hamilton

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

_____ (Signature) Mark Francis Muething _____ 1. (Printed Name) Secretary _____ (Title)	_____ (Signature) Christopher Patrick Miliano _____ 2. (Printed Name) Treasurer _____ (Title)	_____ (Signature) John Paul Gruber _____ 3. (Printed Name) Senior Vice President _____ (Title)
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Subscribed and sworn to before me This _____ day of February 2013	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 _____

# OFFICERS AND DIRECTORS WHO DID NOT OCCUPY THE INDICATED POSITION IN THE PREVIOUS ANNUAL STATEMENT

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**ASSETS**

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D).....	14,408,665,965		14,408,665,965	12,433,476,169
2. Stocks (Schedule D):				
2.1 Preferred stocks.....	5,010,948		5,010,948	15,147
2.2 Common stocks.....	413,171,515	1,000	413,170,515	335,237,658
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens.....	473,137,934		473,137,934	291,111,463
3.2 Other than first liens.....			0	
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	83,097,329		83,097,329	84,418,419
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....30,386,764, Schedule E-Part 1), cash equivalents (\$.....0, Schedule E-Part 2) and short-term investments (\$.....332,345,567, Schedule DA).....	362,732,331		362,732,331	210,511,685
6. Contract loans (including \$.....0 premium notes).....	139,558,788		139,558,788	144,915,808
7. Derivatives (Schedule DB).....	123,991,971		123,991,971	65,621,758
8. Other invested assets (Schedule BA).....	87,196,085		87,196,085	55,164,039
9. Receivables for securities.....			0	
10. Securities lending reinvested collateral assets (Schedule DL).....			0	
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	16,096,562,865	1,000	16,096,561,865	13,620,472,146
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	144,386,956		144,386,956	132,501,846
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	995,861	14,774	981,087	347,367
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	11,466,077		11,466,077	12,353,187
15.3 Accrued retrospective premiums.....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	5,053,823		5,053,823	11,276,613
16.2 Funds held by or deposited with reinsured companies.....			0	
16.3 Other amounts receivable under reinsurance contracts.....	4,769,072		4,769,072	
17. Amounts receivable relating to uninsured plans.....			0	
18.1 Current federal and foreign income tax recoverable and interest thereon.....	2,709,262		2,709,262	
18.2 Net deferred tax asset.....	71,090,050	31,391,350	39,698,699	56,883,115
19. Guaranty funds receivable or on deposit.....			0	
20. Electronic data processing equipment and software.....	852,892		852,892	1,564,136
21. Furniture and equipment, including health care delivery assets (\$.....0).....			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....	3,606,563		3,606,563	1,212,046
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	203,207,311	4,683,175	198,524,136	113,857,704
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25).....	16,544,700,732	36,090,300	16,508,610,432	13,950,468,160
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. TOTALS (Lines 26 and 27).....	16,544,700,732	36,090,300	16,508,610,432	13,950,468,160

**DETAILS OF WRITE-INS**

1101.....			0	
1102.....			0	
1103.....			0	
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Company-owned life insurance.....	115,196,922		115,196,922	111,049,553
2502. Funds held as collateral.....	73,701,827		73,701,827	
2503. Accrued contractual fee income.....	9,364,150		9,364,150	2,808,151
2598. Summary of remaining write-ins for Line 25 from overflow page.....	4,944,412	4,683,175	261,237	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	203,207,311	4,683,175	198,524,136	113,857,704

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Year	2 Prior Year
1. Aggregate reserve for life contracts \$.....14,123,605,167 (Exhibit 5, Line 9999999) less \$.....0 included in Line 6.3 (including \$.....21,622,951 Modco Reserve).....	14,123,605,167	11,938,228,594
2. Aggregate reserve for accident and health contracts (including \$.....0 Modco Reserve).....	750,368	750,368
3. Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including \$.....0 Modco Reserve).....	673,225,388	703,108,767
4. Contract claims:		
4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11).....	99,363,089	61,908,751
4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11).....	876,425	876,425
5. Policyholders' dividends \$.....0 and coupons \$.....0 due and unpaid (Exhibit 4, Line 10).....		
6. Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
6.1 Dividends apportioned for payment (including \$.....0 Modco).....		
6.2 Dividends not yet apportioned (including \$.....0 Modco).....		
6.3 Coupons and similar benefits (including \$.....0 Modco).....		
7. Amount provisionally held for deferred dividend policies not included in Line 6.....		
8. Premiums and annuity considerations for life and accident and health contracts received in advance less \$.....0 discount; including \$.....182 accident and health premiums (Exhibit 1, Part 1, Col. 1, sum of Lines 4 and 14).....	322,094	386,985
9. Contract liabilities not included elsewhere:		
9.1 Surrender values on canceled contracts.....		
9.2 Provision for experience rating refunds, including the liability of \$.....0 accident and health experience rating refunds of which \$.....0 is for medical loss ratio rebate per the Public Health Service Act.....		
9.3 Other amounts payable on reinsurance, including \$.....6,036,204 assumed and \$.....346,279 ceded.....	6,382,483	1,141,371
9.4 Interest Maintenance Reserve (IMR, Line 6).....	76,045,492	41,452,957
10. Commissions to agents due or accrued - life and annuity contracts \$....4,842,689, accident and health \$....224,970 and deposit-type contract funds \$.....0.....	5,067,659	4,048,406
11. Commissions and expense allowances payable on reinsurance assumed.....		
12. General expenses due or accrued (Exhibit 2, Line 12, Col. 6).....	16,034,195	16,637,353
13. Transfers to Separate Accounts due or accrued (net) (including \$.....0 accrued for expense allowances recognized in reserves, net of reinsured allowances).....		
14. Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5).....	5,887,310	5,021,971
15.1 Current federal and foreign income taxes, including \$.....0 on realized capital gains (losses).....		19,498,423
15.2 Net deferred tax liability.....		
16. Unearned investment income.....	482,970	
17. Amounts withheld or retained by company as agent or trustee.....		197,094
18. Amounts held for agents' account, including \$....1,365,564 agents' credit balances.....	1,365,564	1,790,822
19. Remittances and items not allocated.....	28,768,166	29,608,965
20. Net adjustment in assets and liabilities due to foreign exchange rates.....		
21. Liability for benefits for employees and agents if not included above.....		
22. Borrowed money \$.....0 and interest thereon \$.....0.....		
23. Dividends to stockholders declared and unpaid.....		
24. Miscellaneous liabilities:		
24.01 Asset valuation reserve (AVR Line 16, Col. 7).....	98,774,291	22,608,226
24.02 Reinsurance in unauthorized and certified (\$.....0) companies.....		
24.03 Funds held under reinsurance treaties with unauthorized and certified (\$.....0) reinsurers.....		
24.04 Payable to parent, subsidiaries and affiliates.....	162,877	705,244
24.05 Drafts outstanding.....		
24.06 Liability for amounts held under uninsured plans.....		
24.07 Funds held under coinsurance.....		
24.08 Derivatives.....		
24.09 Payable for securities.....	16,582,684	25,094,987
24.10 Payable for securities lending.....		
24.11 Capital notes \$.....0 and interest thereon \$.....0.....		
25. Aggregate write-ins for liabilities.....	81,794,892	6,898,448
26. Total liabilities excluding Separate Accounts business (Lines 1 to 25).....	15,233,864,320	12,879,964,155
27. From Separate Accounts Statement.....		
28. Total liabilities (Line 26 and 27).....	15,233,864,320	12,879,964,155
29. Common capital stock.....	2,512,500	2,512,500
30. Preferred capital stock.....		
31. Aggregate write-ins for other than special surplus funds.....	0	20,011,829
32. Surplus notes.....		
33. Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1).....	764,977,734	704,977,734
34. Aggregate write-ins for special surplus funds.....	0	0
35. Unassigned funds (surplus).....	507,255,878	343,001,941
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 29 \$.....0).....		
36.2 .....0.000 shares preferred (value included in Line 30 \$.....0).....		
37. Surplus (Total Lines 31 + 32 + 33 + 34 + 35 - 36) (including \$.....0 in Separate Accounts Statement).....	1,272,233,612	1,067,991,504
38. Totals of Lines 29, 30 and 37 (Page 4, Line 55).....	1,274,746,112	1,070,504,004
39. Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3).....	16,508,610,432	13,950,468,160

**DETAILS OF WRITE-INS**

2501. Liability for funds held as collateral.....	73,701,827	
2502. Accounts payable.....	5,223,787	4,990,562
2503. Unclaimed property.....	2,869,278	1,907,886
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	81,794,892	6,898,448
3101. SSAP 10R election 10. e.....		20,011,829
3102. ....		
3103. ....		
3198. Summary of remaining write-ins for Line 31 from overflow page.....	0	0
3199. Totals (Lines 3101 thru 3103 plus 3198) (Line 31 above).....	0	20,011,829
3401. ....		
3402. ....		
3403. ....		
3498. Summary of remaining write-ins for Line 34 from overflow page.....	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34 above).....	0	0

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**SUMMARY OF OPERATIONS**

	1 Current Year	2 Prior Year
1. Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11).....	2,955,414,952	2,802,897,447
2. Considerations for supplementary contracts with life contingencies.....	499,072	596,832
3. Net investment income (Exhibit of Net Investment Income, Line 17).....	856,797,125	760,456,897
4. Amortization of Interest Maintenance Reserve (IMR) (Line 5).....	9,244,847	5,038,168
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....		
6. Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1).....	9,685,480	7,592,354
7. Reserve adjustments on reinsurance ceded.....	(822,368)	(265,785)
8. Miscellaneous Income:		
8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts.....		
8.2 Charges and fees for deposit-type contracts.....	6,142,684	7,704,700
8.3 Aggregate write-ins for miscellaneous income.....	19,644,832	12,838,816
9. Totals (Lines 1 to 8.3).....	3,856,606,625	3,596,859,428
10. Death benefits.....	24,278,495	24,316,989
11. Matured endowments (excluding guaranteed annual pure endowments).....	168,929	10,362
12. Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8).....	295,613,504	230,034,346
13. Disability benefits and benefits under accident and health contracts.....	3,707,119	8,316,573
14. Coupons, guaranteed annual pure endowments and similar benefits.....		
15. Surrender benefits and withdrawals for life contracts.....	760,000,597	597,222,922
16. Group conversions.....	1,242	317
17. Interest and adjustments on contract or deposit-type contract funds.....	126,633,368	123,154,727
18. Payments on supplementary contracts with life contingencies.....	34,864	6,854
19. Increase in aggregate reserves for life and accident and health contracts.....	2,184,626,208	2,136,561,706
20. Totals (Lines 10 to 19).....	3,395,064,326	3,119,624,794
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1).....	177,019,513	181,068,705
22. Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1).....	(2,420,856)	(2,497,842)
23. General insurance expenses (Exhibit 2, Line 10, Columns 1, 2, 3 and 4).....	46,779,018	47,013,859
24. Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3).....	6,576,543	5,753,053
25. Increase in loading on deferred and uncollected premiums.....	430,535	(323,934)
26. Net transfers to or (from) Separate Accounts net of reinsurance.....		
27. Aggregate write-ins for deductions.....	0	0
28. Totals (Lines 20 to 27).....	3,623,449,079	3,350,638,634
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	233,157,546	246,220,794
30. Dividends to policyholders.....	217,694	
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	232,939,852	246,220,794
32. Federal and foreign income taxes incurred (excluding tax on capital gains).....	93,501,900	57,631,853
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32).....	139,437,952	188,588,941
34. Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of \$..... 6,154,679 (excluding taxes of \$..... 12,696,311 transferred to the IMR).....	16,161,920	(36,412,992)
35. Net income (Line 33 plus Line 34).....	155,599,872	152,175,949
<b>CAPITAL AND SURPLUS ACCOUNT</b>		
36. Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2).....	1,070,504,004	990,855,927
37. Net income (Line 35).....	155,599,872	152,175,949
38. Change in net unrealized capital gains (losses) less capital gains tax of \$..... 8,953,964.....	70,599,937	(48,075,354)
39. Change in net unrealized foreign exchange capital gain (loss).....		
40. Change in net deferred income tax.....	(1,835,865)	6,190,410
41. Change in nonadmitted assets.....	(414,592)	(6,909,173)
42. Change in liability for reinsurance in unauthorized and certified companies.....		
43. Change in reserve on account of change in valuation basis, (increase) or decrease (Exhibit 5A, Line 9999999, Col. 4).....		
44. Change in asset valuation reserve.....	(76,166,066)	15,582,165
45. Change in treasury stock, (Page 3, Lines 36.1 and 36.2 Col. 2 minus Col. 1).....		
46. Surplus (contributed to) withdrawn from Separate Accounts during period.....		
47. Other changes in surplus in Separate Accounts Statement.....		
48. Change in surplus notes.....		
49. Cumulative effect of changes in accounting principles.....		
50. Capital changes:		
50.1 Paid in.....	60,000,000	
50.2 Transferred from surplus (Stock Dividend).....		
50.3 Transferred to surplus.....		
51. Surplus adjustment:		
51.1 Paid in.....		
51.2 Transferred to capital (Stock Dividend).....		
51.3 Transferred from capital.....		
51.4 Change in surplus as a result of reinsurance.....	(4,186,968)	(2,797,829)
52. Dividends to stockholders.....		(40,000,000)
53. Aggregate write-ins for gains and losses in surplus.....	645,790	3,481,910
54. Net change in capital and surplus for the year (Lines 37 through 53).....	204,242,107	79,648,078
55. Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38).....	1,274,746,112	1,070,504,004
<b>DETAILS OF WRITE-INS</b>		
08.301. Contractual rider fee income.....	13,843,590	3,809,917
08.302. Interest on company-owned life insurance.....	4,147,369	4,040,063
08.303. Reinsurance experience refund.....	1,289,668	4,960,328
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	364,206	28,509
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	19,644,832	12,838,816
2701. ....		
2702. ....		
2703. ....		
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	0	0
5301. Employee and agent stock option contribution.....	645,790	735,228
5302. Correction of error - annuity reserve purchase annuitization rate.....		3,174,000
5303. SSAP 10R election 10. e. - non-admitted deferred tax asset.....		(427,318)
5398. Summary of remaining write-ins for Line 53 from overflow page.....	0	0
5399. Totals (Lines 5301 thru 5303 plus 5398) (Line 53 above).....	645,790	3,481,910

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**CASH FLOW**

	1 Current Year	2 Prior Year
<b>CASH FROM OPERATIONS</b>		
1. Premiums collected net of reinsurance.....	2,956,358,787	2,807,100,634
2. Net investment income.....	869,194,826	743,423,581
3. Miscellaneous income.....	22,559,973	6,307,409
4. Total (Lines 1 through 3).....	3,848,113,586	3,556,831,624
5. Benefit and loss related payments.....	1,055,529,270	845,943,434
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....		
7. Commissions, expenses paid and aggregate write-ins for deductions.....	228,653,194	235,249,681
8. Dividends paid to policyholders.....		
9. Federal and foreign income taxes paid (recovered) net of \$..... 18,850,990 tax on capital gains (losses).....	134,555,293	59,338,185
10. Total (Lines 5 through 9).....	1,418,737,757	1,140,531,300
11. Net cash from operations (Line 4 minus Line 10).....	2,429,375,829	2,416,300,324
<b>CASH FROM INVESTMENTS</b>		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds.....	1,722,743,445	1,410,704,882
12.2 Stocks.....	130,712,434	14,866,031
12.3 Mortgage loans.....	22,185,233	132,668,965
12.4 Real estate.....		
12.5 Other invested assets.....	77,314,279	69,516,176
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....		
12.7 Miscellaneous proceeds.....		
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	1,952,955,391	1,627,756,054
13. Cost of investments acquired (long-term only):		
13.1 Bonds.....	3,605,428,271	3,660,168,747
13.2 Stocks.....	149,332,457	130,969,489
13.3 Mortgage loans.....	204,231,500	144,187,520
13.4 Real estate.....	2,669,862	5,404,679
13.5 Other invested assets.....	95,745,261	66,100,899
13.6 Miscellaneous applications.....	69,165,771	51,631,168
13.7 Total investments acquired (Lines 13.1 to 13.6).....	4,126,573,122	4,058,462,502
14. Net increase (decrease) in contract loans and premium notes.....	(5,357,020)	(10,487,873)
15. Net cash from investments (Line 12.8 minus Lines 13.7 minus Line 14).....	(2,168,260,711)	(2,420,218,575)
<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.....	60,000,000	
16.3 Borrowed funds.....		
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	(153,481,557)	94,156,363
16.5 Dividends to stockholders.....		30,141,383
16.6 Other cash provided (applied).....	(15,412,915)	6,847,907
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	(108,894,472)	70,862,887
<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).....	152,220,646	66,944,636
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year.....	210,511,685	143,567,049
19.2 End of year (Line 18 plus Line 19.1).....	362,732,331	210,511,685

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

20.0001	Securities acquired per reinsurance agreement.....	360,700,900	
20.0002	Securities transferred per reinsurance agreement.....	113,655,740	
20.0003	Exchanges.....	20,761,777	27,239,048
20.0004	Capitalized Interest.....	641,473	742,647
20.0005	Securities acquired from liquidation distributions.....	8,336	477,836
20.0006	Securities transferred as dividends or return of capital distribution.....		9,595,659

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**ANALYSIS OF OPERATIONS BY LINES OF BUSINESS**

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health			12 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance(a)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other	
1. Premiums and annuity considerations for life and accident and health contracts.....	2,955,414,952		50,405,585	2,878,023,227			(992)	21,988,208			4,998,923	
2. Considerations for supplementary contracts with life contingencies.....	499,072			499,072								
3. Net investment income.....	856,797,126		9,608,610	786,846,076	77,957		200,654	60,011,478			52,352	
4. Amortization of Interest Maintenance Reserve (IMR).....	9,244,847			8,696,487				548,360				
5. Separate Accounts net gain from operations excluding unrealized gains or losses.....	0											
6. Commissions and expense allowances on reinsurance ceded.....	9,685,480		8,851,692	(9,801)							843,589	
7. Reserve adjustments on reinsurance ceded.....	(822,368)		(822,368)									
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from S/A.....	0											
8.2 Charges and fees for deposit-type contracts.....	6,142,684			6,142,684								
8.3 Aggregate write-ins for miscellaneous income.....	19,644,832	0	1,289,668	18,109,162	0	0	0	246,002	0	0	0	0
9. Totals (Lines 1 to 8.3).....	3,856,606,625	0	69,333,187	3,697,807,836	577,029	0	199,662	82,794,048	0	0	5,894,863	0
10. Death benefits.....	24,278,495		24,054,517				223,979					
11. Matured endowments (excluding guaranteed annual pure endowments).....	168,929		180,503				(11,575)					
12. Annuity benefits.....	295,613,504			291,341,944				4,271,560				
13. Disability benefits and benefits under accident and health contracts.....	3,707,119										3,707,119	
14. Coupons, guaranteed annual pure endowments and similar benefits.....	0											
15. Surrender benefits and withdrawals for life contracts.....	760,000,597		1,905,557	702,374,527				55,720,513				
16. Group conversions.....	1,242						1,242					
17. Interest and adjustments on contract or deposit-type contract funds.....	126,633,368			126,633,368								
18. Payments on supplementary contracts with life contingencies.....	34,864				34,864							
19. Increase in aggregate reserves for life and accident and health contracts.....	2,184,626,208		31,947,492	2,160,047,456	530,437		(84,800)	(7,064,013)			(750,364)	
20. Totals (Lines 10 to 19).....	3,395,064,326	0	58,088,069	3,280,397,294	565,301	0	128,846	52,928,060	0	0	2,956,755	0
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only).....	177,019,513		1,155,189	173,336,384				809,082			1,718,858	
22. Commissions and expense allowances on reinsurance assumed.....	(2,420,856)		70,872	(2,491,728)								
23. General insurance expenses.....	46,779,018		2,497,748	37,213,942			2,750	6,713,399			351,180	
24. Insurance taxes, licenses and fees, excluding federal income taxes.....	6,576,543		1,502,563	4,045,101			67,546	762,231			199,101	
25. Increase in loading on deferred and uncollected premiums.....	430,535		430,591				(56)					
26. Net transfers to or (from) Separate Accounts net of reinsurance.....	0											
27. Aggregate write-ins for deductions.....	0	0	0	0	0	0	0	0	0	0	0	0
28. Totals (Lines 20 to 27).....	3,623,449,079	0	63,745,031	3,492,500,994	565,301	0	199,086	61,212,772	0	0	5,225,895	0
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28).....	233,157,546	0	5,588,156	205,306,842	11,728	0	577	21,581,276	0	0	668,968	0
30. Dividends to policyholders.....	217,694		217,694									
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30).....	232,939,852	0	5,370,462	205,306,842	11,728	0	577	21,581,276	0	0	668,968	0
32. Federal income taxes incurred (excluding tax on capital gains).....	93,501,900		2,155,700	82,410,028	4,708		231	8,662,710			268,524	
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32).....	139,437,952	0	3,214,762	122,896,814	7,021	0	345	12,918,566	0	0	400,444	0

**DETAILS OF WRITE-INS**

08.301. Contractual rider fee income.....	13,843,590			13,843,590								
08.302. Interest on company-owned life insurance.....	4,147,369			3,901,367				246,002				
08.303. Reinsurance experience refund.....	1,289,668		1,289,668									
08.398. Summary of remaining write-ins for Line 8.3 from overflow page.....	364,206	0	0	364,206	0	0	0	0	0	0	0	0
08.399. Total (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above).....	19,644,832	0	1,289,668	18,109,162	0	0	0	246,002	0	0	0	0
2701. ....	0											
2702. ....	0											
2703. ....	0											
2798. Summary of remaining write-ins for Line 27 from overflow page.....	0	0	0	0	0	0	0	0	0	0	0	0
2799. Total (Lines 2701 thru 2703 plus 2798) (Line 27 above).....	0	0	0	0	0	0	0	0	0	0	0	0

(a) Includes the following amounts for FEGLI/SGLI: Line 1.....0 Line 10.....0 Line 16.....0 Line 23.....0 Line 24.....0.

**ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR**

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group	
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities
<b>Involving Life or Disability Contingencies (Reserves)</b>								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year.....	11,938,228,595		141,963,364	10,789,228,304	616,490		2,166,354	1,004,254,083
2. Tabular net premiums or considerations.....	2,959,688,273		53,834,230	2,882,465,348	499,077		17,556	22,872,062
3. Present value of disability claims incurred.....	28,067		28,067		XXX			
4. Tabular interest.....	396,030,652		6,903,569	352,643,566	45,567		95,131	36,342,819
5. Tabular less actual reserve released.....	2,044,394		25,636	2,070,531	52,835		(178)	(104,430)
6. Increase in reserve on account of change in valuation basis.....	0							
7. Other increases (net).....	15,092,371		31,478	11,470,311	143,778			3,446,804
8. Totals (Lines 1 to 7).....	15,311,112,352	0	202,786,344	14,037,878,060	1,357,747	0	2,278,863	1,066,811,338
9. Tabular cost.....	24,295,741		24,246,112		XXX		49,629	
10. Reserves released by death.....	1,921,851		1,775,372	XXX	XXX		146,479	XXX
11. Reserves released by other terminations (net).....	1,135,833,678		2,834,427	1,064,802,001	83,804		1,119	68,112,327
12. Annuity, supplementary contract, and disability payments involving life contingencies.....	25,455,915		19,577	23,800,299	127,016		82	1,508,941
13. Net transfers to or (from) Separate Accounts.....	0							
14. Total deductions (Lines 9 to 13).....	1,187,507,185	0	28,875,488	1,088,602,300	210,820	0	197,309	69,621,268
15. Reserve December 31, current year.....	14,123,605,167	0	173,910,856	12,949,275,760	1,146,927	0	2,081,554	997,190,070

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**EXHIBIT OF NET INVESTMENT INCOME**

	1 Collected During Year	2 Earned During Year
1. U.S. government bonds.....	(a).....786,495	.....864,068
1.1 Bonds exempt from U.S. tax.....	(a).....	.....
1.2 Other bonds (unaffiliated).....	(a).....769,207,803	.....780,122,421
1.3 Bonds of affiliates.....	(a).....	.....
2.1 Preferred stocks (unaffiliated).....	(b).....93,968	.....93,968
2.11 Preferred stocks of affiliates.....	(b).....	.....
2.2 Common stocks (unaffiliated).....	.....12,646,421	.....12,716,404
2.21 Common stocks of affiliates.....	.....	.....
3. Mortgage loans.....	(c).....24,349,112	.....25,407,182
4. Real estate.....	(d).....29,184,343	.....29,184,343
5. Contract loans.....	.....8,798,043	.....7,803,278
6. Cash, cash equivalents and short-term investments.....	(e).....93,013	.....99,042
7. Derivative instruments.....	(f).....9,669,658	.....22,630,987
8. Other invested assets.....	.....13,638,343	.....12,084,086
9. Aggregate write-ins for investment income.....	.....585,455	.....585,455
10. Total gross investment income.....	.....869,052,656	.....891,591,234
11. Investment expenses.....		(g).....28,649,640
12. Investment taxes, licenses and fees, excluding federal income taxes.....		(g).....1,053,219
13. Interest expense.....		(h).....
14. Depreciation on real estate and other invested assets.....		(i).....3,990,952
15. Aggregate write-ins for deductions from investment income.....		.....1,100,296
16. Total deductions (Lines 11 through 15).....		.....34,794,107
17. Net investment income (Line 10 minus Line 16).....		.....856,797,127

**DETAILS OF WRITE-INS**

0901. Miscellaneous income.....	.....449,688	.....449,688
0902. Interest on agent balance.....	.....135,767	.....135,767
0903. ....	.....	.....
0998. Summary of remaining write-ins for Line 9 from overflow page.....	.....0	.....0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.....585,455	.....585,455
1501. Ceded Investment Income.....		.....1,100,296
1502. ....		.....
1503. ....		.....
1598. Summary of remaining write-ins for Line 15 from overflow page.....		.....0
1599. Totals (Lines 1501 thru 1503 plus 1598) (Line 15 above).....		.....1,100,296

- (a) Includes \$.....92,184,351 accrual of discount less \$.....29,080,966 amortization of premium and less \$.....11,477,529 paid for accrued interest on purchases.
- (b) Includes \$.....0 accrual of discount less \$.....4,199 amortization of premium and less \$.....0 paid for accrued dividends on purchases.
- (c) Includes \$.....151,967 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (d) Includes \$.....0 for company's occupancy of its own buildings; and excludes \$.....0 interest on encumbrances.
- (e) Includes \$.....0 accrual of discount less \$.....0 amortization of premium and less \$.....0 paid for accrued interest on purchases.
- (f) Includes \$.....0 accrual of discount less \$.....93,240,971 amortization of premium.
- (g) Includes \$.....0 investment expenses and \$.....0 investment taxes, licenses and fees, excluding federal income taxes, attributable to Segregated and Separate Accounts.
- (h) Includes \$.....0 interest on surplus notes and \$.....0 interest on capital notes.
- (i) Includes \$.....3,990,952 depreciation on real estate and \$.....0 depreciation on other invested assets.

**EXHIBIT OF CAPITAL GAINS (LOSSES)**

	1 Realized Gain (Loss) on Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. government bonds.....	.....85	.....	.....85	.....	.....
1.1 Bonds exempt from U.S. tax.....	.....	.....	.....0	.....	.....
1.2 Other bonds (unaffiliated).....	.....36,271,811	.....(6,480,623)	.....29,791,189	.....(389,691)	.....
1.3 Bonds of affiliates.....	.....	.....	.....0	.....	.....
2.1 Preferred stocks (unaffiliated).....	.....	.....	.....0	.....	.....
2.11 Preferred stocks of affiliates.....	.....	.....	.....0	.....	.....
2.2 Common stocks (unaffiliated).....	.....33,017,069	.....(3,401,197)	.....29,615,873	.....10,833,656	.....
2.21 Common stocks of affiliates.....	.....(752,980)	.....	.....(752,980)	.....21,469,779	.....
3. Mortgage loans.....	.....(171,764)	.....	.....(171,764)	.....	.....
4. Real estate.....	.....	.....	.....0	.....	.....
5. Contract loans.....	.....	.....	.....0	.....	.....
6. Cash, cash equivalents and short-term investments.....	.....	.....	.....0	.....	.....
7. Derivative instruments.....	.....	.....	.....0	.....34,148,465	.....
8. Other invested assets.....	.....109,371	.....	.....109,371	.....13,491,692	.....
9. Aggregate write-ins for capital gains (losses).....	.....0	.....0	.....0	.....0	.....0
10. Total capital gains (losses).....	.....68,473,593	.....(9,881,820)	.....58,591,773	.....79,553,901	.....0

**DETAILS OF WRITE-INS**

0901. ....	.....	.....	.....0	.....	.....
0902. ....	.....	.....	.....0	.....	.....
0903. ....	.....	.....	.....0	.....	.....
0998. Summary of remaining write-ins for Line 9 from overflow page.....	.....0	.....0	.....0	.....0	.....0
0999. Totals (Lines 0901 thru 0903 plus 0998) (Line 9 above).....	.....0	.....0	.....0	.....0	.....0

**EXHIBIT 1 - PART 1 - PREMIUMS AND ANNUITY CONSIDERATIONS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS**

	1 Total	2 Industrial Life	Ordinary		5 Credit Life (Group and Individual)	Group		Accident and Health			11 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities		6 Life Insurance	7 Annuities	8 Group	9 Credit (Group & Individual)	10 Other	
<b>FIRST YEAR (other than single)</b>											
1. Uncollected.....	201		201								
2. Deferred and accrued.....	(25,601)		(25,601)								
3. Deferred, accrued and uncollected:											
3.1 Direct.....	(25,400)		(25,400)								
3.2 Reinsurance assumed.....	0										
3.3 Reinsurance ceded.....	0										
3.4 Net (Line 1 + Line 2).....	(25,400)	0	(25,400)	0	0	0	0	0	0	0	0
4. Advance.....	0										
5. Line 3.4 - Line 4.....	(25,400)	0	(25,400)	0	0	0	0	0	0	0	0
6. Collected during year:											
6.1 Direct.....	118,078		116,782							1,296	
6.2 Reinsurance assumed.....	0										
6.3 Reinsurance ceded.....	5,575		2,627							2,949	
6.4 Net.....	112,503	0	114,155	0	0	0	0	0	0	(1,652)	0
7. Line 5 + Line 6.4.....	87,103	0	88,756	0	0	0	0	0	0	(1,652)	0
8. Prior year (uncollected + deferred and accrued - advance).....	54,028		2,648							51,380	
9. First year premiums and considerations:											
9.1 Direct.....	38,650		88,734							(50,084)	
9.2 Reinsurance assumed.....	0										
9.3 Reinsurance ceded.....	5,575		2,627							2,949	
9.4 Net (Line 7 - Line 8).....	33,075	0	86,108	0	0	0	0	0	0	(53,032)	0
<b>SINGLE</b>											
10. Single premiums and considerations:											
10.1 Direct.....	2,666,809,753			2,665,198,077		(9,916)	1,621,591				
10.2 Reinsurance assumed.....	47,643			47,643							
10.3 Reinsurance ceded.....	29,183			38,107		(8,924)					
10.4 Net.....	2,666,828,213	0	0	2,665,207,614	0	(992)	1,621,591	0	0	0	0
<b>RENEWAL</b>											
11. Uncollected.....	(2,584,390)		470,308							(3,054,698)	
12. Deferred and accrued.....	14,892,957		14,892,957								
13. Deferred, accrued and uncollected:											
13.1 Direct.....	15,363,264		15,363,264								
13.2 Reinsurance assumed.....	0										
13.3 Reinsurance ceded.....	3,054,698									3,054,698	
13.4 Net (Line 11 + Line 12).....	12,308,566	0	15,363,264	0	0	0	0	0	0	(3,054,698)	0
14. Advance.....	322,094		321,912							182	
15. Line 13.4 - Line 14.....	11,986,472	0	15,041,353	0	0	0	0	0	0	(3,054,880)	0
16. Collected during year:											
16.1 Direct.....	103,661,991		53,520,091	17,700,093		1,572	20,367,832	79,495		11,992,908	
16.2 Reinsurance assumed.....	349,439,847		154,324,326	195,115,521							
16.3 Reinsurance ceded.....	160,558,723		156,607,468			1,415	1,215	79,495		3,869,130	
16.4 Net.....	292,543,115	0	51,236,949	212,815,614	0	157	20,366,617	0	0	8,123,778	0
17. Line 15 + Line 16.4.....	304,529,588	0	66,278,302	212,815,614	0	157	20,366,617	0	0	5,068,898	0
18. Prior year (uncollected + deferred and accrued - advance).....	15,975,924		15,958,824			157				16,943	
19. Renewal premiums and considerations:											
19.1 Direct.....	102,727,237		52,602,620	17,700,093		1,415	20,367,832	79,495		11,975,783	
19.2 Reinsurance assumed.....	349,439,847		154,324,326	195,115,521							
19.3 Reinsurance ceded.....	163,613,421		156,607,468			1,415	1,215	79,495		6,923,828	
19.4 Net (Line 17 - Line 18).....	288,553,663	0	50,319,478	212,815,614	0	(0)	20,366,617	0	0	5,051,955	0
<b>TOTAL</b>											
20. Total premiums and annuity considerations:											
20.1 Direct.....	2,769,575,641	0	52,691,354	2,682,898,170	0	(8,501)	21,989,423	79,495	0	11,925,699	0
20.2 Reinsurance assumed.....	349,487,490	0	154,324,326	195,163,164	0	0	0	0	0	0	0
20.3 Reinsurance ceded.....	163,648,179	0	156,610,095	38,107	0	(7,509)	1,215	79,495	0	6,926,777	0
20.4 Net (Lines 9.4 + 10.4 + 19.4).....	2,955,414,952	0	50,405,585	2,878,023,227	0	(992)	21,988,208	0	0	4,998,923	0

**EXHIBIT 1 - PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS AND  
EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (direct business only)**

	1 Total	2 Industrial Life	Ordinary		5 Credit Life (Group and Individual)	Group		Accident and Health		11 Aggregate of All Other Lines of Business
			3 Life Insurance	4 Individual Annuities		6 Life Insurance	7 Annuities	8 Group	9 Credit (Group & Individual)	
<b>DIVIDENDS AND COUPONS APPLIED (included in Part 1)</b>										
21. To pay renewal premiums.....	0									
22. All other.....	0									
<b>REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED</b>										
23. First year (other than single):										
23.1 Reinsurance ceded.....	13,587		101							13,487
23.2 Reinsurance assumed.....	0									
23.3 Net ceded less assumed.....	13,587	0	101	0	0	0	0	0	0	13,487
24. Single:										
24.1 Reinsurance ceded.....	0									
24.2 Reinsurance assumed.....	22,179			22,179						
24.3 Net ceded less assumed.....	(22,179)	0	0	(22,179)	0	0	0	0	0	0
25. Renewal:										
25.1 Reinsurance ceded.....	9,671,893		8,851,591	(9,801)						830,102
25.2 Reinsurance assumed.....	(2,443,035)		70,872	(2,513,907)						
25.3 Net ceded less assumed.....	12,114,928	0	8,780,720	2,504,106	0	0	0	0	0	830,102
26. Totals:										
26.1 Reinsurance ceded (Page 6, Line 6).....	9,685,480	0	8,851,692	(9,801)	0	0	0	0	0	843,589
26.2 Reinsurance assumed (Page 6, Line 22).....	(2,420,856)	0	70,872	(2,491,728)	0	0	0	0	0	0
26.3 Net ceded less assumed.....	12,106,336	0	8,780,820	2,481,927	0	0	0	0	0	843,589
<b>COMMISSIONS INCURRED (direct business only)</b>										
27. First year (other than single).....	11,051		10,205							846
28. Single.....	172,141,540			172,057,901			83,639			
29. Renewal.....	4,611,683		1,144,985	1,023,244			725,443			1,718,012
30. Deposit-type contract funds.....	255,238			255,238						
31. Totals (to agree with Page 6, Line 21).....	177,019,513	0	1,155,189	173,336,384	0	0	809,082	0	0	1,718,858

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**EXHIBIT 2 - GENERAL EXPENSES**

	Insurance				5 Investment	6 Total
	1 Life	2 Accident and Health		4 All Other Lines of Business		
		Cost Containment	3 All Other			
1. Rent.....	3,390,191		11,190			3,401,381
2. Salaries and wages.....	22,585,443		128,357			22,713,800
3.11 Contributions for benefit plans for employees.....	3,072,456		21,024			3,093,480
3.12 Contributions for benefit plans for agents.....						0
3.21 Payments to employees under non-funded benefit plans.....						0
3.22 Payments to agents under non-funded benefit plans.....						0
3.31 Other employee welfare.....	1,288,235		2,389			1,290,624
3.32 Other agent welfare.....	166,396					166,396
4.1 Legal fees and expenses.....	456,373					456,373
4.2 Medical examination fees.....	9,012		(10)			9,002
4.3 Inspection report fees.....	5,418					5,418
4.4 Fees of public accountants and consulting actuaries.....	438,727		22,649			461,376
4.5 Expense of investigation and settlement of policy claims.....	(11,972)		33,090			21,118
5.1 Traveling expenses.....	942,562		793			943,355
5.2 Advertising.....	438,691		(7)			438,684
5.3 Postage, express, telegraph and telephone.....	1,283,290		37,139			1,320,429
5.4 Printing and stationery.....	833,834		1,807			835,641
5.5 Cost or depreciation of furniture and equipment.....	54,296		35			54,331
5.6 Rental of equipment.....	8,475		5,363			13,838
5.7 Cost or depreciation of EDP equipment and software.....	939,872		2,520			942,392
6.1 Books and periodicals.....	124,698		499			125,197
6.2 Bureau and association fees.....	648,853		2			648,855
6.3 Insurance, except on real estate.....	2,450		2,192			4,642
6.4 Miscellaneous losses.....	116,946		82,601			199,547
6.5 Collection and bank service charges.....	518,690		13,757			532,447
6.6 Sundry general expenses.....	875,865		6,462			882,327
6.7 Group service and administration fees.....	2,288,897					2,288,897
6.8 Reimbursements by uninsured plans.....						0
7.1 Agency expense allowance.....	472,301					472,301
7.2 Agents' balances charged off (less \$.....0 recovered).....	(18,444)		(50,003)			(68,447)
7.3 Agency conferences other than local meetings.....	1,078,136		(19)			1,078,117
9.1 Real estate expenses.....					21,908,200	21,908,200
9.2 Investment expenses not included elsewhere.....					6,741,440	6,741,440
9.3 Aggregate write-ins for expenses.....	4,418,147	0	29,350	0	0	4,447,497
10. General expenses Incurred.....	46,427,838	0	351,180	0	28,649,640	(a) 75,428,658
11. General expenses unpaid December 31, prior year.....	16,578,626		58,727			16,637,353
12. General expenses unpaid December 31, current year.....	15,991,695		42,500			16,034,195
13. Amounts receivable relating to uninsured plans, prior year.....						0
14. Amounts receivable relating to uninsured plans, current year.....						0
15. General expenses paid during year (Lines 10 + 11 - 12 - 13 + 14).....	47,014,769	0	367,407	0	28,649,640	76,031,816

**DETAILS OF WRITE-INS**

09.301. PC & EDP.....	2,683,357		29,350			2,712,707
09.302. Consulting.....	1,734,790					1,734,790
09.303. ....						0
09.398. Summary of remaining write-ins for Line 9.3 from overflow page.....	0	0	0	0	0	0
09.399. Totals (Lines 09.301 thru 09.303 plus 09.398)(Line 9.3 above).....	4,418,147	0	29,350	0	0	4,447,497

(a) Includes management fees of \$.....2,773,557 to affiliates and \$.....0 to non-affiliates.

**EXHIBIT 3 - TAXES, LICENSES AND FEES (EXCLUDING FEDERAL INCOME TAXES)**

	Insurance			4 Investment	5 Total
	1 Life	2 Accident and Health			
		3 All Other Lines of Business			
1. Real estate taxes.....				1,053,219	1,053,219
2. State insurance department licenses and fees.....	1,572,567	2,381			1,574,948
3. State taxes on premiums.....	1,039,193	116,589			1,155,782
4. Other state taxes, including \$.....0 for employee benefits.....	2,349,218				2,349,218
5. U.S. Social Security taxes.....	1,447,122	13,283			1,460,405
6. All other taxes.....	(30,658)	66,848			36,190
7. Taxes, licenses and fees incurred.....	6,377,442	199,101	0	1,053,219	7,629,762
8. Taxes, licenses and fees unpaid December 31, prior year.....	4,997,663	24,308			5,021,971
9. Taxes, licenses and fees unpaid December 31, current year.....	5,602,734	284,576			5,887,310
10. Taxes, licenses and fees paid during year (Lines 7 + 8 - 9).....	5,772,371	(61,167)	0	1,053,219	6,764,423

**EXHIBIT 4 - DIVIDENDS OR REFUNDS**

	1 Life	2 Accident and Health
	1. Applied to pay renewal premiums.....	
2. Applied to shorten the endowment or premium-paying period.....		
3. Applied to provide paid-up additions.....		
4. Applied to provide paid-up annuities.....		
5. Total Lines 1 through 4.....	0	0
6. Paid-in cash.....		
7. Left on deposit.....	217,694	
8. Aggregate write-ins for dividend or refund options.....	0	0
9. Total Lines 5 through 8.....	217,694	0
10. Amount due and unpaid.....		
11. Provision for dividends or refunds payable in the following calendar year.....		
12. Terminal dividends.....		
13. Provision for deferred dividend contracts.....		
14. Amount provisionally held for deferred dividend contracts not included in Line 13.....		
15. Total Lines 10 through 14.....	0	0
16. Total from prior year.....		
17. Total dividends or refunds (Lines 9 + 15 - 16).....	217,694	0

**DETAILS OF WRITE-INS**

0801. ....		
0802. ....		
0803. ....		
0898. Summary of remaining write-ins for Line 8 from overflow page.....	0	0
0899. Totals (Line 0801 thru 0803 plus 0898) (Line 8 above).....	0	0

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS**

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
<b>Life Insurance:</b>					
0100001. AM(5) 3.00% 1948-1952.....	23,666		23,666		
0100002. 41 CET - NL 3.00% 1952-1962.....	31,942		31,942		
0100003. 41 CSO - NL 2.50% 1952-1962.....	18,140		18,140		
0100004. 41 CSO - CRVM 2.50% 1952-1962.....	5,001		5,001		
0100005. 41 CSO - CRVM 2.75% 1952-1962.....	70,591		70,591		
0100006. 41 CSO - NL 3.00% 1952-1962.....	3,680,207		3,680,207		
0100007. 41 CSO - CRVM 3.00% 1952-1962.....	611,042		611,042		
0100008. 58 CSO - NL 2.00% 1963-1974.....	54,675		54,675		
0100009. 58 CSO - NL 2.50% 1961-1984.....	387,905		387,905		
0100010. 58 CSO - CRVM 2.50% 1963-1974.....	29,108		29,108		
0100011. 58 CSO - CRVM 2.75% 1963-1974.....	60,023		60,023		
0100012. 58 CSO - NL 3.00% 1961-1988.....	6,074,952		6,074,952		
0100013. 58 CSO - CRVM 3.00% 1961-1988.....	42,117,560		42,117,560		
0100014. 58 CET - NL 2.50% 1963-1983.....	122,671		122,671		
0100015. 58 CET - NL 3.00% 1962-2000.....	1,211,733		1,211,733		
0100016. 58 CSO - CRVM 3.50% 1963-1981.....	11,564,847		11,564,847		
0100017. 58 CSO - NL 3.50% 1963-1988.....	788,795		788,795		
0100018. 58 CET - NL 3.50% 1963-1988.....	1,242,564		1,242,564		
0100019. 58 CSO - CRVM to NL 3.50% to 3.00% 1969-1981.....	16,005		16,005		
0100020. 58 CSO - CRVM to NL 3.50% 1969-1988.....	2,445,520		2,445,520		
0100021. 58 CSO - NL 4.00% 1974-1988.....	125,023		125,023		
0100022. 58 CSO - NL 3.25% 1978-1988.....	153,818		1,036		152,782
0100023. 58 CSO - CRVM 4.00% 1975-1988.....	8,138,036		8,138,036		
0100024. 58 CET - NL 4.00% 1980-1988.....	7,149		7,149		
0100025. 58 CET - NL 4.50% 1980-1982.....	112,345		112,345		
0100026. 58 CSO - NL 4.50% 1980-1988.....	1,289,487		1,289,487		
0100027. 58 CSO - CRVM 4.50% 1980-1996.....	26,395,421		26,395,421		
0100028. 58 CSO - CRVM 4.50% to 3.50% 1980-1982.....	3,900,947		3,900,947		
0100029. 58 CSO - CRVM 5.00% 1983-1985.....	22,318		22,318		
0100030. 80 CSO - CRVM 5.00% 1987-1994.....	4,221,289		4,221,289		
0100031. 80 CSO - CRVM 5.25% 1988-1992.....	11,130,639		11,130,639		
0100032. 80 CSO - CRVM 5.50% 1988-1992.....	7,906,119		7,906,119		
0100033. 80 CSO - CRVM 6.00% 1983-1986.....	2,247,186		2,247,186		
0100034. 80 CSO - NL 6.00% 1983-1994.....	880,979		880,979		
0100035. 80 CSO - CRVM 3.00% 1989-1990.....	9,684		9,684		
0100036. 80 CSO - CRVM 3.50% 1983-1995.....	249,945		249,945		
0100037. 80 CSO - NL 4.50% 1989-90, 1995-98.....	363,660		363,660		
0100038. 80 CSO - NL 5.00% 1993-1994.....	468,151		468,151		
0100039. 80 CSO - NL 5.50% 1988-1989.....	310,254		310,254		
0100040. 80 CET - NL 5.00% 1993-1994.....	62,616		62,616		
0100041. 80 CET - NL 3.50% 1983-1985.....	6,044		6,044		
0100042. 80 CET - NL 5.50% 1988-1992.....	106,176		106,176		
0100043. 80 CET - NL 6.00% 1983-1986.....	7,444		7,444		
0100044. 80 CET - NL 4.50% 1987-2006.....	117,962		117,962		
0100045. EXTENDED DEATH BENEFIT - GROUP.....	62,891				62,891
0100046. IBNR - EXTENDED DEATH BENEFITS.....	5,000				5,000
0100047. 80 CSO - NL 4.00% 1998-2004.....	105,883		105,883		
0100048. 80 CSO - CRVM 4.00% 1983-2008.....	89,640,918		89,640,918		
0100049. 80 CSO - CRVM 4.50% 1989-2005.....	323,376,256		323,376,256		
0100050. 01 CSO - CRVM 4.00% 2009-2011.....	1,756,315		1,756,315		
0100051. Annuity 2000 - NL 5.00% 2004.....	1,900,551		1,900,551		
0100052. Annuity 2000 - NL 5.50% 2003.....	7,943,737		7,943,737		
0100053. Annuity 2000 - NL 6.00% 2002.....	20,743,446		20,743,446		
0100054. 80 CSO - CRVM 4.50% 1996-2000.....	10,955,128		5,254,726		5,700,402
0100055. 80 CSO - NL 4.50% 1996-2000.....	26,037,094		13,275,941		12,761,153
0100056. 01 CSO - NL 4.00% 2006-2012.....	3,047,886		3,047,886		
0100057. 01 CSO - CRVM 4.50% 2006-2010.....	101,778		101,778		
0100058. 01 CSO - NL 4.50% 2006-2009.....	6,171		6,171		
0199997. Totals (Gross).....	624,472,693	0	605,790,465	0	18,682,228
0199998. Reinsurance ceded.....	458,077,719		441,462,319		16,615,400
0199999. Totals (Net).....	166,394,974	0	164,328,146	0	2,066,828

**Annuities (excluding supplementary contracts with life contingencies):**

0200001. 71 IAM 6.00% 1975-1982 (Imm).....	336,056	XXX	336,056	XXX	
0200002. 71 IAM 11.25% 1983-1984 (Imm).....	6,702,618	XXX	540,016	XXX	6,162,602
0200003. 71 IAM 11.00% 1985 (Imm).....	9,652,144	XXX	329,614	XXX	9,322,530
0200004. 83 IAM 9.25% 1986 (Imm).....	1,350,311	XXX	1,350,311	XXX	
0200005. 83 IAM 8.00% 1987 (Imm).....	1,494,474	XXX	1,494,474	XXX	
0200006. 83 IAM 8.75% 1988-1989 (Imm).....	4,222,695	XXX	4,222,695	XXX	
0200007. 83 IAM 8.25% 1990-1991 (Imm).....	5,319,569	XXX	5,319,569	XXX	
0200008. 83 IAM 7.75% 1992 (Imm).....	4,045,190	XXX	4,045,190	XXX	
0200009. 83 IAM 7.00% 1993 (Imm).....	3,637,475	XXX	3,637,475	XXX	
0200010. 83 IAM 6.50% 1994 (Imm).....	4,635,085	XXX	4,635,085	XXX	

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**EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS**

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
0200011. 83 IAM 7.25% 1995 (Imm)	4,282,828	XXX	4,282,828	XXX	
0200012. 83 IAM 6.75% 1996-1997 (Imm)	13,144,609	XXX	13,144,609	XXX	
0200013. 83 IAM 6.25% 1998-1999 (Imm)	7,711,104	XXX	7,711,104	XXX	
0200014. Annuity 2000 6.25% 1999 (Imm)	6,484,464	XXX	6,484,464	XXX	
0200015. Annuity 2000 7.00% 2000 (Imm)	5,267,500	XXX	5,267,500	XXX	
0200016. Annuity 2000 6.75% 2001 (Imm)	6,268,061	XXX	6,268,061	XXX	
0200017. Annuity 2000 6.50% 2002 (Imm)	9,251,456	XXX	9,251,456	XXX	
0200018. Annuity 2000 6.00% 2003 (Imm)	5,048,899	XXX	5,048,899	XXX	
0200019. Annuity 2000 5.50% 2004 (Imm)	5,969,074	XXX	5,969,074	XXX	
0200020. Annuity 2000 5.25% 2005 (Imm)	11,261,745	XXX	11,261,745	XXX	
0200021. Annuity 2000 5.25% 2006 (Imm)	12,679,447	XXX	12,679,447	XXX	
0200022. Annuity 2000 5.50% 2004-2009 (Imm)	20,694,618	XXX	20,694,618	XXX	
0200023. Annuity 2000 5.25% 2009 (Imm)	7,115,378	XXX	7,115,378	XXX	
0200024. Annuity 2000 5.25% 2010 (Imm)	8,612,765	XXX	8,612,765	XXX	
0200025. Annuity 2000 5.00% 2011 (Imm)	7,635,314	XXX	7,635,314	XXX	
0200026. Annuity 2000 4.25% 2012 (Imm)	15,041,867	XXX	15,041,867	XXX	
0200027. 71 IAM 6.00% 1975-1982 (Def)	342,451,480	XXX	338,660,717	XXX	3,790,763
0200028. 71 IAM 8.75% 1983 (Def)	74,547,305	XXX	73,649,039	XXX	898,266
0200029. 71 IAM 8.50% 1984-1985 (Def)	234,299,202	XXX	232,224,554	XXX	2,074,648
0200030. 83 IAM 7.25% 1986 (Def)	180,995,453	XXX	179,579,927	XXX	1,415,526
0200031. 83 IAM 6.50% 1987 (Def)	170,256,266	XXX	157,419,816	XXX	12,836,450
0200032. 83 IAM 7.00% 1988-1989 (Def)	392,407,636	XXX	387,197,726	XXX	5,209,910
0200033. 83 IAM 6.50% 1990 (Def)	261,589,720	XXX	244,718,047	XXX	16,871,673
0200034. 83 IAM 6.75% 1991 (Def)	218,296,685	XXX	196,495,245	XXX	21,801,440
0200035. 83 IAM 6.25% 1992 (Def)	159,386,187	XXX	127,965,084	XXX	31,421,103
0200036. 83 IAM 5.75% 1993 (Def)	161,369,031	XXX	91,124,570	XXX	70,244,461
0200037. 83 IAM 5.50% 1994 (Def)	149,700,457	XXX	80,841,221	XXX	68,859,236
0200038. 83 IAM 6.00% 1995 (Def)	164,668,312	XXX	78,188,750	XXX	86,479,562
0200039. 83 IAM 5.50% 1996-1997 (Def)	315,004,308	XXX	142,195,355	XXX	172,808,953
0200040. 83 IAM 5.25% 1998 (Def)	127,219,304	XXX	63,199,061	XXX	64,020,243
0200041. Deffered 3.50% 1989-1998 (Def)	47,272	XXX	47,272	XXX	
0200042. Deffered 4.50% 1989-1998 (Def)	2,962,245	XXX	2,962,245	XXX	
0200043. Deffered 5.50% 1989-1998 (Def)	1,037,238	XXX	1,037,238	XXX	
0200044. 51 GA 4.00% (Def)	8,880	XXX		XXX	8,880
0200045. 71 GA 6.00% (Def)	870,934	XXX		XXX	870,934
0200046. Annuity 2000 5.25% 1999 (Def)	125,877,130	XXX	65,426,723	XXX	60,450,407
0200047. Annuity 2000 5.75% 2000 (Def)	124,490,883	XXX	67,340,521	XXX	57,150,362
0200048. Annuity 2000 5.50% 2001-2002 (Def)	495,834,356	XXX	335,549,236	XXX	160,285,120
0200049. Annuity 2000 5.00% 2003 (Def)	225,686,771	XXX	163,805,826	XXX	61,880,945
0200050. Annuity 2000 4.75% 2004 (Def)	181,111,280	XXX	152,665,059	XXX	28,446,221
0200051. Annuity 2000 4.50% 2005-2006 (Def)	697,613,327	XXX	657,074,981	XXX	40,538,346
0200052. Annuity 2000 4.75% 2007-2008 (Def)	1,599,317,832	XXX	1,587,729,409	XXX	11,588,423
0200053. Annuity 2000 5.00% 2009 (Def)	743,721,415	XXX	741,669,024	XXX	2,052,391
0200054. Annuity 2000 4.50% 2010 (Def)	1,607,668,565	XXX	1,606,493,088	XXX	1,175,477
0200055. Annuity 2000 4.25% 2011 (Def)	2,483,463,694	XXX	2,482,759,340	XXX	704,354
0200056. Annuity 2000 3.75% 2012 (Def)	2,523,485,486	XXX	2,523,070,550	XXX	414,936
0299997. Totals (Gross)	13,953,253,400	XXX	12,953,469,238	XXX	999,784,162
0299998. Reinsurance ceded	6,787,569	XXX	4,193,477	XXX	2,594,092
0299999. Totals (Net)	13,946,465,831	XXX	12,949,275,761	XXX	997,190,070

**Supplementary Contracts with Life Contingencies:**

0300001. 71 IAM 11.00%	2,673		2,673		
0300002. 71 IAM 10.50% 1984-1985	13,757		13,757		
0300003. 71 IAM 7.50%	6,261		6,261		
0300004. 71 IAM 6.00% 1973, 1983-84	8,195		8,195		
0300005. 71 IAM 5.00% 1987-89, 1991-93, 2006	274,300		274,300		
0300006. 83 IAM 9.25%	3,301		3,301		
0300007. 83 IAM 8.00%	31,052		31,052		
0300008. 83 IAM 5.25% 2005	32,270		32,270		
0300009. 83 IAM 5.50% 1986-2008	36,877		36,877		
0300010. 83 IAM 6.00% 1989-2009	89,193		89,193		
0300011. 83 IAM 6.25% 1989-2008	68,647		68,647		
0300012. 83 IAM 6.50% 1989-2008	37,346		37,346		
0300013. 83 IAM 6.75% 1989-2008	137,441		137,441		
0300014. 83 IAM 7.00% 1993	29,191		29,191		
0300015. 83 IAM 7.25% 1995	59,515		59,515		
0300016. 83 IAM 7.75% 1992	42,539		42,539		
0300017. 83 IAM 8.00% 1987	6,451		6,451		
0300018. 83 IAM 8.25% 1990-1991	17,561		17,561		
0300019. 83 IAM 8.50% 1986-2008	17,099		17,099		
0300020. 83 IAM 8.75% 1988-1989	36,390		36,390		
0300021. 83 IAM 4.50% 1993-94, 2001	41,112		41,112		
0300022. 83 IAM 4.75% 1994-1998	69,126		69,126		
0300023. Annuity 2000 4.25% 2012	86,628		86,628		

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**EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS**

1	2	3	4	5	6
Valuation Standard	Total	Industrial	Ordinary	Credit (Group and Individual)	Group
0399997. Totals (Gross).....	1,146,925	0	1,146,925	0	0
0399999. Totals (Net).....	1,146,925	0	1,146,925	0	0
<b>Accidental Death Benefits:</b>					
0400001. 59 ADB WITH 58 CSO 3.00% .....	131,543		131,543		
0400002. RESERVE FOR ADDITIONAL ADB.....	173		173		
0400003. 59 ADB WITH 80 CSO 4.00% .....	74,604		74,604		
0499997. Totals (Gross).....	206,320	0	206,320	0	0
0499998. Reinsurance ceded.....	104,988		104,988		
0499999. Totals (Net).....	101,332	0	101,332	0	0
<b>Disability - Active Lives:</b>					
0500001. 52 INTERCO DISA, PER 2 BEN 4 & 5 W/ 58 CSO 3.00% .....	77,076		77,076		
0500002. 52 INTERCO DISA, PER 2 BEN 4 & 5 W/ 80 CSO 4.00% .....	53,740		53,740		
0500003. UNEARNED PREMIUM PAYOR .....	2,100		2,100		
0500004. 85 CIDA 4.50% .....	117,907		117,907		
0599997. Totals (Gross).....	250,823	0	250,823	0	0
0599998. Reinsurance ceded.....	181,166		181,166		
0599999. Totals (Net).....	69,657	0	69,657	0	0
<b>Disability - Disabled Lives:</b>					
0600001. 52 INTERCO DISA, PER 2 BEN 4 & 5 3.00% .....	3,128,548		3,128,548		
0600002. 1964 CDT 3.00% .....	18,800		18,800		
0600003. 85 CDT 4.50% .....	16,842		16,842		
0600004. 70 GROUP DIS 3.50% .....	109				109
0600005. INCURRED BUT NOT REPORTED.....	60,000		60,000		
0699997. Totals (Gross).....	3,224,299	0	3,224,190	0	109
0699998. Reinsurance ceded.....	2,075,814		2,075,814		
0699999. Totals (Net).....	1,148,485	0	1,148,376	0	109
<b>Miscellaneous Reserves:</b>					
0700001. EXCESS OF NET PREMIUMS OVER GROSS.....	9,099,071		9,099,071		
0700002. NON DEDUCTION OF DEF. FRAC. PREMIUMS.....	1,119,488		1,113,235		6,253
0700003. GUARANTEED INSURABILITY RIDERS.....	62,417		62,417		
0700004. SUBSTANDARD POLICIES.....	350,145		350,145		
0700005. UNEARNED PREMIUMS - GROUP.....	7,871				7,871
0700006. IMMEDIATE PAYMENT OF CLAIMS.....	2,692,179		2,691,686		493
0799997. Totals (Gross).....	13,331,171	0	13,316,554	0	14,617
0799998. Reinsurance ceded.....	5,053,209		5,053,209		
0799999. Totals (Net).....	8,277,962	0	8,263,345	0	14,617
9999999. Totals (Net) - Page 3, Line 1.....	14,123,605,166	0	13,124,333,542	0	999,271,624

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**EXHIBIT 5 - INTERROGATORIES**

- 1.1 Has the reporting entity ever issued both participating and non-participating contracts? Yes [ ] No [X]
- 1.2 If not, state which kind is issued  
 Non-participating
- 2.1 Does the reporting entity at present issue both participating and non-participating contracts? Yes [ ] No [X]
- 2.2 If not, state which kind is issued  
 Non-participating
3. Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements?  
 If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions. Yes [X] No [ ]
4. Has the reporting entity any assessment or stipulated premium contracts in force? If so, state:
- 4.1 Amount of insurance: \$.....
- 4.2 Amount of reserve: \$.....
- 4.3 Basis of reserve:
- 4.4 Basis of regular assessments:
- 4.5 Basis of special assessments:
- 4.6 Assessments collected during year: \$.....
5. If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.  
 None.
6. Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis?  
 6.1 If so, state the amount of reserve on such contracts on the basis actually held: \$.....
- 6.2 That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits:  
 Attach statement of methods employed in their valuation. \$.....
7. Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year? Yes [ ] No [X]
- 7.1 If yes, state the total dollar amount of assets covered by these contracts or agreements: \$.....
- 7.2 Specify the basis (fair value, amortized cost, etc.) for determining the amount:
- 7.3 State the amount of reserves established for this business: \$.....
- 7.4 Identify where the reserves are reported in the blank.
8. Does the reporting entity have any Contingent Deferred Annuity contracts or agreements in effect as of December of the current year? Yes [ ] No [X]
- 8.1 If yes, state the total dollar amount of account value covered by these contracts or agreements. \$.....
- 8.2 State the amount of reserves established for this business. \$.....
- 8.3 Identify where the reserves are reported in the blank.
9. Does the reporting entity have any Guaranteed Lifetime Income Benefit contracts, agreements or riders in effect as of December 31 of the current year? Yes [X] No [ ]
- 9.1 If yes, state the total dollar amount of any account value associated with these contracts, agreements or riders. \$.....1,961,978,575
- 9.2 State the amount of reserves established for this business. \$.....1,934,883,384
- 9.3 Identify where the reserves are reported in the blank.  
 Exhibit 5, Annuities, Ordinary

**EXHIBIT 5A - CHANGES IN BASES OF VALUATION DURING THE YEAR**

1 Description of Valuation Class	Valuation Basis		4 Increase in Actuarial Reserve Due To Change
	2 Changed From	3 Changed To	

**NONE**

**EXHIBIT 6 - AGGREGATE RESERVES FOR ACCIDENT AND HEALTH CONTRACTS**

	1 Total	2 Group Accident and Health	3 Credit Accident and Health (Group and Individual)	4 Collectively Renewable	Other Individual Contracts				
					5 Non- Cancelable	6 Guaranteed Renewable	7 Non-Renewable for Stated Reasons Only	8 Other Accident Only	9 All Other
<b>ACTIVE LIFE RESERVE</b>									
1. Unearned premium reserves.....	1,070,240	4,955				1,065,285			
2. Additional contract reserves (a).....	21,337,806	2,176,715				19,161,091			
3. Additional actuarial reserves - Asset/Liability analysis.....	0								
4. Reserve for future contingent benefits.....	0								
5. Reserve for rate credits.....	0								
6. Aggregate write-ins for reserves.....	0	0	0	0	0	0	0	0	0
7. Totals (Gross).....	22,408,046	2,181,670	0	0	0	20,226,376	0	0	0
8. Reinsurance ceded.....	22,408,046	2,181,670				20,226,376			
9. Totals (Net).....	0	0	0	0	0	0	0	0	0
<b>CLAIM RESERVE</b>									
10. Present value of amounts not yet due on claims.....	2,197,804	51,202				2,145,531		923	148
11. Additional actuarial reserves - Asset/Liability analysis.....	0								
12. Reserve for future contingent benefits.....	0								
13. Aggregate write-ins for reserves.....	0	0	0	0	0	0	0	0	0
14. Totals (Gross).....	2,197,804	51,202	0	0	0	2,145,531	0	923	148
15. Reinsurance ceded.....	2,197,804	51,202				2,145,531		923	148
16. Totals (Net).....	0	0	0	0	0	0	0	0	0
17. TOTALS (Net).....	0	0	0	0	0	0	0	0	0
18. TABULAR FUND INTEREST.....	10,909					10,909			

**DETAILS OF WRITE-INS**

0601. ....									
0602. ....									
0603. ....									
0698. Summary of remaining write-ins for Line 6 from overflow page.....	0	0	0	0	0	0	0	0	0
0699. Totals (Lines 0601 thru 0603 plus 0698) (Line 6 above).....	0	0	0	0	0	0	0	0	0
1301. ....									
1302. ....									
1303. ....									
1398. Summary of remaining write-ins for Line 13 from overflow page.....	0	0	0	0	0	0	0	0	0
1399. Totals (Lines 1301 thru 1303 + 1398) (Line 13 above).....	0	0	0	0	0	0	0	0	0

(a) Attach statement as to valuation standard used in calculating this reserve, specifying reserve bases, interest rates and methods.

**EXHIBIT 7 - DEPOSIT-TYPE CONTRACTS**

	1	2	3	4	5	6
	Total	Guaranteed Interest Contracts	Annuities Certain	Supplemental Contracts	Dividend Accumulations or Refunds	Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance.....	702,300,550		402,912,707			299,387,843
2. Deposits received during the year.....	11,188,901		11,188,901			
3. Investment earnings credited to the account.....	21,229,405		20,485,207			744,198
4. Other net change in reserves.....	101,313,246		100,409,582			903,664
5. Fees and other charges assessed.....	6,127,468		6,127,468			
6. Surrender charges.....	0					
7. Net surrender or withdrawal payments.....	170,130,503		140,100,813			30,029,690
8. Other net transfers to or (from) Separate Accounts.....	0					
9. Balance at the end of current year before reinsurance (Lines 1 + 2 + 3 + 4 - 5 - 6 - 7 - 8).....	659,774,133	0	388,768,118	0	0	271,006,015
10. Reinsurance balance at the beginning of the year.....	808,218		(72,770)	880,988		
11. Net change in reinsurance assumed.....	12,656,094		4,024,640	(188,269)	5,824,216	2,995,506
12. Net change in reinsurance ceded.....	13,058		13,058			
13. Reinsurance balance at the end of the year (Lines 10 + 11 - 12).....	13,451,255	0	3,938,812	692,719	5,824,216	2,995,506
14. Net balance at the end of the current year after reinsurance (Lines 9 + 13).....	673,225,388	0	392,706,931	692,719	5,824,216	274,001,522

**EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS**

PART 1 - Liability End of Current Year

	1 Total	2 Industrial Life	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health		
			3 Life Insurance	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other
1. Due and unpaid:											
1.1 Direct.....	0										
1.2 Reinsurance assumed.....	0										
1.3 Reinsurance ceded.....	0										
1.4 Net.....	0	0	0	0	0	0	0	0	0	0	0
2. In course of settlement:											
2.1 Resisted:											
2.11 Direct.....	0										
2.12 Reinsurance assumed.....	0										
2.13 Reinsurance ceded.....	0										
2.14 Net.....	0	0	(b).....0	(b).....0	0	(b).....0	(b).....0	0	0	0	0
2.2 Other:											
2.21 Direct.....	99,259,764		9,499,167	87,547,454			2,499	2,130,729	2,432		77,483
2.22 Reinsurance assumed.....	4,505,688		1,463,698	3,039,790			2,200				
2.23 Reinsurance ceded.....	7,051,257		6,960,624				1,349	9,369	2,432		77,483
2.24 Net.....	96,714,195	0	(b).....4,002,241	(b).....90,587,244	0	(b).....0	(b).....3,350	2,121,360	(b).....0	(b).....0	(b).....0
3. Incurred but unreported:											
3.1 Direct.....	4,586,790		3,670,944	200,000			23,587	19	263		691,977
3.2 Reinsurance assumed.....	956,754		938,414				18,340				
3.3 Reinsurance ceded.....	2,894,650		2,185,665				16,728	17	263		691,977
3.4 Net.....	2,648,894	0	(b).....2,423,693	(b).....200,000	0	(b).....0	(b).....25,199	2	(b).....0	(b).....0	(b).....0
4. Totals:											
4.1 Direct.....	103,846,554	0	13,170,111	87,747,454	0	0	26,086	2,130,748	2,695	0	769,460
4.2 Reinsurance assumed.....	5,462,442	0	2,402,112	3,039,790	0	0	20,540	0	0	0	0
4.3 Reinsurance ceded.....	9,945,907	0	9,146,289	0	0	0	18,077	9,386	2,695	0	769,460
4.4 Net.....	99,363,089	(a).....0	(a).....6,425,934	90,787,244	0	0	(a).....28,549	2,121,362	0	0	0

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(a) Including matured endowments (but not guaranteed annual pure endowments) unpaid amounting to \$.....0 in Column 2, \$.....0 in Column 3 and \$.....0 in Column 7.

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance \$.....0, Individual Annuities \$.....0, Credit Life (Group and Individual) \$.....0, and Group Life \$.....0,

are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health \$.....0, Credit (Group and Individual) Accident and Health \$.....0 and Other Accident and Health \$.....0 are included in Page 3, Line 2, (See Exhibit 6, Claim Reserve).

**EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS**

PART 2 - Incurred During the Year

	1 Total	2 Industrial Life (a)	Ordinary			6 Credit Life (Group and Individual)	Group		Accident and Health		
			3 Life Insurance (b)	4 Individual Annuities	5 Supplementary Contracts		7 Life Insurance (c)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other
1. Settlements during the year:											
1.1 Direct.....	317,455,456		59,881,505	243,587,077		1,893,841	4,589,787				7,503,246
1.2 Reinsurance assumed.....	6,561,455		3,087,753	3,473,702							
1.3 Reinsurance ceded.....	43,049,566		40,377,338	412,302		1,699,752	126,619				433,554
1.4 Net..... (d)	280,967,346	0	22,591,919	246,648,478	0	194,089	4,463,168	0	0	0	7,069,692
2. Liability December 31, current year from Part 1:											
2.1 Direct.....	103,846,554		13,170,111	87,747,454		26,086	2,130,748	2,695			769,460
2.2 Reinsurance assumed.....	5,462,442		2,402,112	3,039,790		20,540					
2.3 Reinsurance ceded.....	9,945,907		9,146,289			18,077	9,386	2,695			769,460
2.4 Net.....	99,363,089	0	6,425,934	90,787,244	0	28,549	2,121,362	0	0	0	0
3. Amounts recoverable from reinsurers December 31, current year.....	5,053,823		2,567,675								2,486,147
4. Liability December 31, prior year:											
4.1 Direct.....	69,756,782		11,465,638	54,982,977		48,342	2,316,057	577			943,191
4.2 Reinsurance assumed.....	101,323			101,323							
4.3 Reinsurance ceded.....	7,072,927		6,945,924	18,466		38,107	3,087	577			66,766
4.4 Net.....	62,785,178	0	4,519,714	55,065,834	0	10,235	2,312,970	0	0	0	876,425
5. Amounts recoverable from reinsurers December 31, prior year.....	11,276,613		2,304,557	8,972,057							
6. Incurred benefits:											
6.1 Direct.....	351,545,228	0	61,585,978	276,351,554	0	1,871,585	4,404,478	2,118	0	0	7,329,515
6.2 Reinsurance assumed.....	11,922,574	0	5,489,865	6,412,169	0	20,540	0	0	0	0	0
6.3 Reinsurance ceded.....	39,699,755	0	42,840,822	(8,578,221)	0	1,679,722	132,918	2,118	0	0	3,622,396
6.4 Net.....	323,768,047	0	24,235,020	291,341,944	0	212,403	4,271,560	0	0	0	3,707,119

(a) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$.....0 in Line 1.1, \$.....0 in Line 1.4, \$.....0 in Line 6.1 and \$.....0 in line 6.4.

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$....180,636 in Line 1.1, \$....180,503 in Line 1.4, \$....180,636 in Line 6.1 and \$....180,503 in line 6.4.

(c) Including matured endowments (but not guaranteed annual pure endowments) amounting to \$....147 in Line 1.1, \$....(11,575) in Line 1.4, \$....147 in Line 6.1 and \$....(11,575) in line 6.4.

(d) Includes \$.....0 premiums waived under total and permanent disability benefits.

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**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).....			0
2. Stocks (Schedule D):			
2.1 Preferred stocks.....			0
2.2 Common stocks.....	1,000	3,147,508	3,146,508
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens.....			0
3.2 Other than first liens.....			0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company.....			0
4.2 Properties held for the production of income.....			0
4.3 Properties held for sale.....			0
5. Cash (Schedule E-Part 1), cash equivalents (Schedule E-Part 2) and short-term investments (Schedule DA).....			0
6. Contract loans.....			0
7. Derivatives (Schedule DB).....			0
8. Other invested assets (Schedule BA).....			0
9. Receivables for securities.....			0
10. Securities lending reinvested collateral assets (Schedule DL).....			0
11. Aggregate write-ins for invested assets.....	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	1,000	3,147,508	3,146,508
13. Title plants (for Title insurers only).....			0
14. Investment income due and accrued.....			0
15. Premiums and considerations:			
15.1 Uncollected premiums and agents' balances in the course of collection.....	14,774	11,085	(3,689)
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....		139,235	139,235
15.3 Accrued retrospective premiums.....			0
16. Reinsurance:			
16.1 Amounts recoverable from reinsurers.....			0
16.2 Funds held by or deposited with reinsured companies.....			0
16.3 Other amounts receivable under reinsurance contracts.....		646,052	646,052
17. Amounts receivable relating to uninsured plans.....			0
18.1 Current federal and foreign income tax recoverable and interest thereon.....			0
18.2 Net deferred tax asset.....	31,391,350	24,996,764	(6,394,587)
19. Guaranty funds receivable or on deposit.....			0
20. Electronic data processing equipment and software.....			0
21. Furniture and equipment, including health care delivery assets.....		356	356
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0
23. Receivables from parent, subsidiaries and affiliates.....			0
24. Health care and other amounts receivable.....			0
25. Aggregate write-ins for other than invested assets.....	4,683,175	6,734,706	2,051,530
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	36,090,300	35,675,707	(414,593)
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0
28. TOTALS (Lines 26 and 27).....	36,090,300	35,675,707	(414,593)

**DETAILS OF WRITE-INS**

1101.....			0
1102.....			0
1103.....			0
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0
2501. Inventory and prepaid assets on real estate holdings.....	3,884,657	4,154,372	269,715
2502. Accounts receivable.....	798,519	2,580,334	1,781,815
2503.....			0
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	4,683,175	6,734,706	2,051,530

**Notes to Financial Statements**

## 1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

## A. Accounting Practices

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

The Ohio Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Ohio Insurance Law. The National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual* has been adopted as a component of prescribed or permitted practices by the state of Ohio. The Company has no prescribed or permitted practices that would result in differences between NAIC Statutory Accounting Principles ("NAIC SAP") and the state of Ohio basis, as shown below:

Net Income	State of Domicile	2012	2011
(1) State basis	Ohio	\$ 155,599,872	\$ 152,175,949
(2) State prescribed practices that increase/(decrease) NAIC SAP	Ohio	-	-
(3) State permitted practices that increase/(decrease) NAIC SAP	Ohio	-	-
(4) NAIC SAP		\$ 155,599,872	\$ 152,175,949
Surplus	State of Domicile	2012	2011
(5) Statutory surplus state basis	Ohio	\$ 1,274,746,112	\$ 1,070,504,004
(6) State prescribed practices that increase/(decrease) NAIC SAP	Ohio	-	-
(7) State permitted practices that increase/(decrease) NAIC SAP	Ohio	-	-
(8) NAIC SAP		\$ 1,274,746,112	\$ 1,070,504,004

## B. Use of Estimates in Preparation of the Financial Statements

The preparation of financial statements in conformity with Statutory Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results could differ from those estimates.

## C. Accounting Policy

Life premiums are recognized as revenues over the premium paying period of the related policies. Annuity considerations are recognized as revenue when received. Health premiums are earned ratably over the terms of the related insurance and reinsurance contracts or policies. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

- (1) Short-term investments are stated at cost.
- (2) Bonds with a NAIC rating 1 through 5 are stated at amortized cost using the interest method; all others are stated at the lower of amortized cost or fair value.
- (3) Common stocks are stated at fair value, except investments in stocks of wholly-owned subsidiaries which are carried on the equity basis, in accordance with Statement of Statutory Accounting Principle ("SSAP") No. 97.
- (4) Redeemable preferred stocks rated RP1 through RP3 and perpetual preferred stocks rated P1 through P3 are stated at book value; all others are stated at the lower of book value or fair value.
- (5) Policy loans are stated at the aggregate unpaid balance. Mortgage loans and real estate are stated at the aggregate carrying value less accrued interest.
- (6) Loan-backed securities are stated at either amortized cost or the lower of amortized cost or fair value. For residential mortgage-backed securities ("RMBS"), commercial mortgage-backed securities ("CMBS") and loan-backed and structured securities ("LBASS"), the NAIC has retained third-party investment management firms to assist in the determination of the appropriate NAIC designations and Book Adjusted Carrying Values based not only on the probability of loss, but also the severity of loss. Those RMBS, CMBS and LBASS securities that are not modeled but receive a current year Acceptable Rating Organizations rating are subject to the Modified Filing Exempt process which determines the appropriate NAIC designations and Book Adjusted Carrying Values. Mortgage-backed securities are amortized over a period based on estimated future principal payments, including prepayments. Prepayment assumptions are reviewed periodically and adjusted to reflect actual prepayments and changes in expectations.
- (7) The Company carries several affiliated insurance companies and non-insurance companies at statutory and GAAP equity, respectively, in accordance with SSAP No. 97. The goodwill balances have been fully amortized.
- (8) The Company has minor ownership interests in joint ventures. The Company carries these interests based on the underlying audited GAAP equity.
- (9) Derivatives to hedge the Company's fixed indexed annuities are valued at fair value consistent with the hedged items. Derivatives to hedge the risk of a significant increase in interest rates on the Company's investment portfolio are valued at fair value. The change in the fair value is recorded as an unrealized gain or loss to surplus.
- (10) The Company does not utilize anticipated investment income as a factor in the premium deficiency calculation.
- (11) Liabilities for losses and loss/claim adjustment expenses for accident and health contracts are estimated by the Company's valuation actuary using statistical claim development models to develop best estimates of liabilities for medical expense business and using tabular reserves employing mortality/morbidity tables and discount rates specified by regulatory authorities for disability income business.
- (12) The Company has not modified its capitalization policy from the prior period.
- (13) The Company has no pharmaceutical rebate receivables.

## Notes to Financial Statements

### 2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

Effective January 1, 2012, the Company adopted Statement of Statutory Accounting Principle No. 101, Income Taxes, a Replacement of SSAP No. 10R and SSAP No. 10 ("SSAP 101"). SSAP 101 amends the deferred tax asset admittance test set forth in SSAP 10R, Income Taxes – A Temporary Replacement of SSAP 10, by limiting the admissibility thresholds based on current period risk-based capital levels and modifying disclosure requirements. The adoption of SSAP 101 did not impact the Company's financial statements.

### 3. BUSINESS COMBINATIONS AND GOODWILL

#### A. Statutory Purchase Method

(1), (2), (3) and (4)

The Company purchased 100% of Consolidated Financial Corporation ("CFC") in 2000. It is an insurance agency. Original cost was \$21,811,566 resulting in goodwill of \$21,673,469. Goodwill amortization for the year ended 12/31/2011 was \$165,328. Goodwill was fully amortized at 12/31/2011. The Company sold CFC on 6/30/2012, resulting in a pretax loss of \$752,980.

B. The Company was not involved in any statutory mergers.

C. The Company did not recognize any goodwill resulting from assumption reinsurance transactions.

D. The Company did not recognize an impairment loss on the transactions described above.

### 4. DISCONTINUED OPERATIONS

The Company has no discontinued operations.

### 5. INVESTMENTS

#### A. Mortgage Loans, including Mezzanine Real Estate Loans

(1) The Company invested in ten new mortgage loans in 2012 with a minimum interest rate of 4.75% and a maximum interest rate of 7.122%.

(2) During the reporting period, the Company did not reduce interest rates of outstanding mortgage loans.

(3) The maximum percentage of any one loan to the value of security at the time of the loans, exclusive of insured or guaranteed mortgages or purchase money mortgages, was 73%.

	<u>2012</u>	<u>2011</u>
(4) As of year-end the Company held mortgages with interest more than 180 days past due with a recorded investment, excluding accrued interest	\$ -	\$ -
Total interest due on mortgages with interest more than 180 days past due	\$ -	\$ -
(5) Taxes, assessments and any amounts advanced and not included in the mortgage loan total	\$ -	\$ -
(6) Current year impaired loans with a related allowance for credit losses	\$ -	\$ -
Related allowance for credit losses	\$ -	\$ -
(7) Impaired mortgage loans without an allowance for credit losses	\$ -	\$ -
(8) Average recorded investment in impaired loans	\$ -	\$ -
(9) Interest income recognized during the period the loans were impaired	\$ -	\$ -
(10) Amount of interest income recognized on a cash basis during the period the loans were impaired	\$ -	\$ -
(11) Allowance for credit losses:		
a) Balance at beginning of period	\$ -	\$ -
b) Additions charged to operations	\$ -	\$ -
c) Direct write-downs charged against the allowances	\$ -	\$ -
d) Recoveries of amounts previously charged off	\$ -	\$ -
e) Balance at end of period	<u>\$ -</u>	<u>\$ -</u>

(12) All proceeds received on impaired loans are recorded as a recovery of principal before any interest income is recognized.

**Notes to Financial Statements****B. Debt Restructuring**

	<u>2012</u>	<u>2011</u>
(1) The total recorded investment in restructured loans, as of year-end	\$ 3,313,378	\$ 625,000
(2) The realized capital losses related to these loans	\$ (13,429)	\$ (625,000)
(3) Total contractual commitments to extend credit to debtors owing receivables whose terms have been modified in troubled debt restructurings	\$ -	\$ -
(4) The Company accrues interest income on impaired loans to the extent it is deemed collectible (delinquent less than 90 days) and the loan continues to perform under its original or restructured contractual terms. Interest income on non-performing loans is generally recognized on a cash basis.		

C. The Company has no investment in reverse mortgages.

**D. Loan-Backed Securities**

- (1) The Company uses dealer-modeled prepayment assumptions for mortgage-backed and asset-backed securities at the date of purchase to determine the effective yields; significant changes in estimated cash flows from the original purchase assumptions are accounted for on a prospective basis.
- (2) The Company has no aggregate loan-backed securities with an other-than-temporary impairment ("OTTI") in which the Company has the intent to sell or the inability or lack of intent to retain the investment in the security for a period of time to recover the amortized cost basis.
- (3) The following table shows each loan-backed security with an OTTI recognized during 2012:

CUSIP	Amortized Cost Before OTTI	Present Value of Projected Cash Flows	OTTI Charge Recognized in Income Statement	Amortized Cost After OTTI	Fair Value at Time of OTTI	Date Reported
12641QAF9	\$ 1,461,296	\$ 1,389,777	\$ 71,519	\$ 1,389,777	\$ 459,979	3/31/2012
46627MAD9	3,854,414	3,499,807	360,451	3,493,963	3,128,538	3/31/2012
46627MEC7	2,329,582	2,193,763	135,818	2,193,764	1,969,372	3/31/2012
46632YAC8	20,094,321	18,262,499	849,361	19,244,960	19,244,960	3/31/2012
46635BAD3	9,488,309	9,363,941	124,367	9,363,942	8,164,637	3/31/2012
47232DAK8	241,193	194,148	47,045	194,148	178,773	3/31/2012
47232DBB7	564,296	488,510	75,786	488,510	717,134	3/31/2012
47232DBJ0	308,472	288,276	20,196	288,276	238,096	3/31/2012
47232VAJ1	66,221	42,122	24,099	42,122	74,137	3/31/2012
47232VCN0	581,045	523,376	57,669	523,376	212,117	3/31/2012
47232VDS8	496,869	417,036	79,833	417,036	216,298	3/31/2012
47232VEG3	82,793	45,043	37,750	45,043	106,042	3/31/2012
47232VGK2	865,562	589,031	276,531	589,031	770,064	3/31/2012
525241AL9	1,527,566	971,566	79,536	1,448,030	1,448,029	3/31/2012
75970JAX4	1,886,631	1,180,818	181,373	1,705,258	1,705,258	3/31/2012
86359LNA3	6,020,839	5,931,764	89,075	5,931,764	4,625,694	3/31/2012
411161GAC7	372,217	303,580	50,658	321,559	321,560	6/30/2012
46632YAB0	621,654	580,917	40,737	580,917	579,866	6/30/2012
472321AD0	376,850	202,557	174,293	202,557	202,557	6/30/2012
472321AH1	113,056	32,975	80,081	32,975	32,974	6/30/2012
47232AAH1	1,501,516	1,244,818	256,698	1,244,818	954,406	6/30/2012
47232VEA6	1,336,802	1,317,701	19,101	1,317,701	795,245	6/30/2012
525241AL9	1,442,441	951,145	17,633	1,424,808	1,424,826	6/30/2012
93934NAR6	399,748	387,342	12,406	387,342	368,759	6/30/2012
472321AD0	357,116	216,689	140,427	216,689	216,689	9/30/2012
74951PDQ8	7,304,620	6,395,664	908,956	6,395,664	6,326,331	12/31/2012
88522RAB0	2,985,147	2,535,712	449,435	2,535,712	2,535,711	12/31/2012
61759XAC6	6,881,111	6,483,376	397,735	6,483,376	6,483,377	12/31/2012
Total			<u>\$ 5,058,569</u>			

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

a. The aggregate amount of unrealized losses:

1. Less than 12 Months	\$ 1,989,368
2. 12 Months or Longer	31,260,084

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months	\$ 211,484,030
2. 12 Months or Longer	333,564,058

(5) Based on cash flow projections received from independent sources (which reflect loan to collateral values, subordination, vintage and geographic concentration), implied cash flows inherent in security ratings and analysis of historical payment data, management believes that the Company will recover its cost basis in all securities with unrealized losses at December 31, 2012. The Company has the intent to hold securities in an unrealized loss position until they recover in value or mature.

## Notes to Financial Statements

### E. Repurchase Agreements and/or Securities Lending Transactions

- (1) For repurchase agreements and securities lending transactions, the Company requires collateral having a fair value as of the transaction date at least equal to 102 percent of the fair value of the loaned securities as of that date.
- (2) The Company has not pledged any of its assets as collateral for repurchase agreements or securities lending transactions.
- (3) The Company has not accepted collateral that it is permitted by contract or custom to sell or re-pledge.
- (4) There are no repurchase agreements or securities lending transactions administered by an affiliated agent.
- (5) The Company has no cash collateral reinvested.

### F. Real Estate

- (1) The Company did not recognize an impairment loss on real estate.
- (2) The Company did not sell or classify real estate investments as held for sale.
- (3) The Company did not experience changes to a plan of sale for an investment in real estate.
- (4) The Company does not engage in retail land sales operations.
- (5) The Company does not hold real estate investments with participating mortgage loans.

G. The Company has no investments in low-income housing tax credits ("LIHTC").

### 6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

- A. The Company has no investments in joint ventures, partnerships or limited liability companies that exceed 10% of its admitted assets.
- B. The Company did not recognize any impairment write down for its investments in joint ventures, partnerships, and limited liability companies during 2012.

### 7. INVESTMENT INCOME

- A. Due and accrued income is excluded from surplus on the following bases:
  - All investment income due and accrued with amounts that are over 90 days past due with the exception of mortgage loans in default.
- B. The amount of investment income due and accrued that is excluded from surplus is \$0.

### 8. DERIVATIVE INSTRUMENTS

The Company uses S&P 500 equity index call options purchased in the over-the-counter market as economic hedging transactions for financial accounting, regulatory and tax purposes for the S&P 500 Index liabilities of its fixed indexed annuity products. Under the fixed indexed annuity products, the crediting rate is linked to changes in the S&P 500 Index at specified periods and participation rates. The prices of the call options purchased are calculated with reference to the participation rates, caps, durations and notional amounts of the underlying contracts. The Company pays cash at the beginning of the contract and may receive cash at expiration of the option as calculated in the option contract. The credit exposure of the options is represented by the fair value (market value) of contracts at the reporting date. The Company recognized an unrealized gain of \$38.0 million during the period.

The Company holds eight payer swaptions, which are option contracts on interest rate swaps. They are intended to partially hedge the risk of a significant increase in interest rates on the fair value of the Company's investment portfolio. The credit exposure is represented by the fair value of the contracts at the reporting date. The Company recognized an unrealized loss of \$3.8 million during the period.

Counterparties to financial instruments expose the Company to credit-related losses in the event of nonperformance, but the Company does not expect any counterparties to fail to meet their obligations.

**Notes to Financial Statements****9. INCOME TAXES**

Effective January 1, 2012, the Company adopted Statement of Statutory Accounting Principle No. 101, Income Taxes, a Replacement of SSAP No. 10R and SSAP No. 10 ("SSAP 101"). SSAP 101 amends the deferred tax asset admittance test set forth in SSAP 10R, Income Taxes – A Temporary Replacement of SSAP 10, by limiting the admissibility thresholds based on current period risk-based capital levels and modifying disclosure requirements. The adoption of SSAP 101 did not impact the Company's financial statements.

**A. Deferred tax assets and deferred tax liabilities****1. The components of the net deferred tax asset/ (liability) at December 31 are as follows:**

	2012			2011			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
a. Gross deferred tax assets	\$ 82,946,521	\$ 9,779,378	\$ 92,725,899	\$ 77,689,272	\$ 21,167,753	\$ 98,857,025	\$ 5,257,249	\$ (11,388,375)	\$ (6,131,126)
b. Statutory valuation allowance adjustment	-	-	-	-	-	-	-	-	-
c. Adjusted gross deferred tax assets	82,946,521	9,779,378	92,725,899	77,689,272	21,167,753	98,857,025	5,257,249	(11,388,375)	(6,131,126)
d. Deferred tax assets nonadmitted	31,391,350	-	31,391,350	24,996,764	-	24,996,764	6,394,586	-	6,394,586
e. Subtotal net admitted deferred tax asset	51,555,171	9,779,378	61,334,549	52,692,508	21,167,753	73,860,261	(1,137,337)	(11,388,375)	(12,525,712)
f. Deferred tax liabilities	14,493,144	7,142,705	21,635,849	16,977,146	-	16,977,146	(2,484,002)	7,142,705	4,658,703
g. Net admitted deferred tax assets/(net deferred tax liability)	\$ 37,062,027	\$ 2,636,673	\$ 39,698,700	\$ 35,715,362	\$ 21,167,753	\$ 56,883,115	\$ 1,346,665	\$ (18,531,080)	\$ (17,184,415)

**2. Admission calculation components, SSAP No. 101:**

	2012			2011			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
a. Federal income taxes paid in prior years recoverable through loss carrybacks	\$ 37,062,027	\$ 9,779,378	\$ 46,841,405	\$ 35,715,362	\$ 12,593,992	\$ 48,309,354	\$ 1,346,665	\$ (2,814,614)	\$ (1,467,949)
b. Adjusted gross deferred tax assets expected to be realized (excluding the amount of deferred tax assets from 2(a) above) after application of the threshold limitation. (The lesser of 2(b)1 and 2(b)2 below)									
1. Adjusted gross deferred tax assets expected to be realized following the balance sheet date	-	-	-	-	8,573,761	8,573,761	-	(8,573,761)	(8,573,761)
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	168,006,786	XXX	XXX	147,786,138	XXX	XXX	20,220,648
c. Adjusted gross deferred tax assets (excluding the amount of deferred tax assets from 2(a) and 2(b) above) offset by gross deferred tax liabilities	14,493,144	-	14,493,144	16,977,146	-	16,977,146	(2,484,002)	-	(2,484,002)
d. Deferred tax assets admitted as the result of application of SSAP No. 101	\$ 51,555,171	\$ 9,779,378	\$ 61,334,549	\$ 52,692,508	\$ 21,167,753	\$ 73,860,261	\$ (1,137,337)	\$ (11,388,375)	\$ (12,525,712)

**3. Other admissibility criteria:**

	2012	2011
a. Ratio percentage used to determine recovery period and threshold limitation amount	943%	865%
b. Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in 2(b)2 above	\$ 1,120,045,238	\$ 985,240,922

**4. Impact of tax planning strategies:**

	2012			2011			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
a. Adjusted gross DTAs (% of total adjusted gross DTAs)	0%	0.0%	0.0%	0%	15.7%	15.7%	0%	-15.7%	-15.7%
b. Net admitted adjusted gross DTAs (% of total net admitted adjusted gross DTAs)	0%	0.0%	0.0%	0%	22.6%	22.6%	0%	-22.6%	-22.6%
c. Does the company's tax planning strategies include the use of reinsurance? Yes [ ] No [ X ]									

**Notes to Financial Statements**

B. The Company has recognized all of its deferred tax liabilities.

C. Current income taxes incurred consist of the following major components:

1. Current income tax:

	2012	2011	Change
a. Federal	\$ 93,496,618	\$ 57,631,853	\$ 35,864,765
b. Foreign	5,282	-	5,282
c. Subtotal	<u>\$ 93,501,900</u>	<u>\$ 57,631,853</u>	<u>\$ 35,870,047</u>
d. Federal income tax on net capital gains	18,850,990	10,599,490	8,251,500
e. Utilization of capital loss carry-forwards	-	-	-
f. Other	-	-	-
g. Federal and foreign income taxes incurred	<u><u>\$ 112,352,890</u></u>	<u><u>\$ 68,231,343</u></u>	<u><u>\$ 44,121,547</u></u>

2. Deferred tax assets:

	2012	2011	Change
a. Ordinary			
1 Discounting of unpaid losses	\$ -	\$ -	\$ -
2 Unearned premium reserve	-	-	-
3 Policyholder reserve	27,261,938	27,517,702	(255,764)
4 Investments	-	-	-
5 Deferred acquisition costs	43,881,896	36,622,422	7,259,474
6 Policyholder dividends accrual	-	-	-
7 Fixed assets	-	-	-
8 Compensation and benefits accrual	118,355	147,608	(29,253)
9 Pension accrual	2,075,522	1,998,560	76,962
10 Receivables - nonadmitted	1,644,282	2,636,002	(991,720)
11 Net operating loss carry-forward	869,442	1,200,669	(331,227)
12 Tax credit carry-forward	-	-	-
13 Other	1,769,792	1,688,823	80,969
14 Accruals	5,325,294	5,877,485	(552,191)
15 Amortization of intangibles	-	-	-
16 Underwriting expenses	-	-	-
99 Subtotal	<u>\$ 82,946,521</u>	<u>\$ 77,689,271</u>	<u>\$ 5,257,250</u>
b. Statutory valuation allowance adjustment	-	-	-
c. Nonadmitted	31,391,350	24,996,764	6,394,586
d. Admitted ordinary deferred tax assets	<u>\$ 51,555,171</u>	<u>\$ 52,692,507</u>	<u>\$ (1,137,336)</u>
e. Capital			
1 Investments	\$ 9,779,028	\$ 20,066,125	\$ (10,287,097)
2 Net capital loss carry-forward	-	-	-
3 Real estate	-	-	-
4 Other	-	-	-
5 Non-insurance subsidiaries	350	1,101,628	(1,101,278)
99 Subtotal	<u>\$ 9,779,378</u>	<u>\$ 21,167,753</u>	<u>\$ (11,388,375)</u>
f. Statutory valuation allowance adjustment	-	-	-
g. Nonadmitted	-	-	-
h. Admitted capital deferred tax assets	<u>\$ 9,779,378</u>	<u>\$ 21,167,753</u>	<u>\$ (11,388,375)</u>
i. Admitted deferred tax assets	<u><u>\$ 61,334,549</u></u>	<u><u>\$ 73,860,260</u></u>	<u><u>\$ (12,525,711)</u></u>

3. Deferred tax liabilities:

	2012	2011	Change
a. Ordinary			
1 Investments	\$ 4,442	\$ 32,619	\$ (28,177)
2 Fixed assets	3,933,076	4,977,782	(1,044,706)
3 Deferred and uncollected premium	4,412,638	4,449,072	(36,434)
4 Policyholder reserves	4,772,867	5,897,539	(1,124,672)
5 Other	155,619	285,858	(130,239)
6 Policy loans	1,214,502	1,334,276	(119,774)
99 Subtotal	<u>\$ 14,493,144</u>	<u>\$ 16,977,146</u>	<u>\$ (2,484,002)</u>
b. Capital			
1 Investments	\$ 7,142,705	\$ -	\$ 7,142,705
2 Real estate	-	-	-
3 Other	-	-	-
99 Subtotal	<u>\$ 7,142,705</u>	<u>\$ -</u>	<u>\$ 7,142,705</u>
c. Deferred tax liabilities	<u><u>\$ 21,635,849</u></u>	<u><u>\$ 16,977,146</u></u>	<u><u>\$ 4,658,703</u></u>

4. Net deferred tax assets/liabilities \$ 39,698,700 \$ 56,883,114 \$ (17,184,414)

**Notes to Financial Statements**

- D. The provision for federal income taxes incurred on operations is different from that which would be obtained by applying the statutory federal income tax rate to income before income taxes. The significant items causing this difference are as follows:

	<u>2012</u>	<u>2011</u>
Provision computed at statutory rate (operations and realized gains/losses)	\$ 105,890,854	\$ 81,017,669
Permanent differences:		
Affiliated dividend	-	(2,100,000)
Dividend exclusion	(53,360)	(40,222)
Stock options	(19,136)	43,654
Company-owned life insurance	(1,451,579)	(1,414,022)
Ceding commission	(1,465,439)	(1,017,580)
Provision to return adjustments	(245,953)	(171,084)
Other	151,662	85,990
Total permanent differences	<u>(3,083,805)</u>	<u>(4,613,264)</u>
Timing adjustments:		
Investment differences	(4,457,086)	(2,098,472)
Reserves	1,059,749	3,073,520
DAC tax adjustment	7,259,475	6,024,349
Accounts payable	(87,474)	301,609
Provision to return (primarily investment-related items)	(6,319,365)	(660,734)
Fixed assets	142,501	(885,764)
Sale of subsidiary	(1,368,920)	(464,645)
Other	(531,665)	276,257
Total timing adjustments	<u>(4,302,785)</u>	<u>5,566,120</u>
Other adjustments		
Unrealized gain (loss) on options	13,296,978	(13,781,489)
Other	551,648	42,307
Total other adjustments	<u>13,848,626</u>	<u>(13,739,182)</u>
Federal income tax expense on operations and realized gains/losses	<u>\$ 112,352,890</u>	<u>\$ 68,231,343</u>
Gross change in deferred tax asset		
Timing adjustments	\$ 4,302,785	\$ (5,566,120)
Impact of non-admitted assets	2,092,998	(795,382)
Unrealized gains/losses	8,953,964	(9,888,555)
Software development	(1,111,993)	(494,268)
Credit swaps	(1,921,500)	-
Sale of subsidiary	(1,368,927)	(464,645)
Other	(157,499)	1,130,004
Total change in deferred tax asset recorded directly to surplus	<u>10,789,828</u>	<u>(16,078,966)</u>
Total statutory income tax expense	<u>\$ 123,142,718</u>	<u>\$ 52,152,377</u>

- E. (1) At December 31, 2012, the Company has no pre-tax capital loss carry-forwards. Due to the merger of Old West Annuity & Life Insurance Company into the Company at December 31, 2007, the Company has a pre-tax operating loss carry-forward of \$2,484,119. The operating loss carry-forward will expire in 2025.

- (2) The following are income taxes on operations and realized gains incurred in the current and prior years that will be available for recoupment in the event of future net losses:

<u>Period</u>	<u>Ordinary</u>	<u>Capital</u>	<u>Total</u>
2012	\$ 89,870,635	\$ 20,301,375	\$ 110,172,010
2011	52,062,655	12,784,513	64,847,168
2010	56,009,683	4,185,247	60,194,930

- (3) At December 31, 2012, the Company had no deposits to disclose under Section 6603 of the Internal Revenue Service Code.

**Notes to Financial Statements**

F. The Company's federal income tax return is consolidated.

(1) The Company's federal income tax return is consolidated with the following entities:

AAG Holding Company, Inc.	Great American Life Insurance Company
AAG Insurance Agency, Inc.	Great American Lloyd's Insurance Company
American Empire Insurance Company	Great American Lloyd's, Inc.
American Empire Surplus Lines Insurance Company	Great American Management Services, Inc.
American Empire Underwriters, Inc.	Great American Protection Insurance Company
American Financial Enterprises, Inc.	Great American Re Inc.
American Financial Group, Inc.	Great American Security Insurance Company
American Money Management Corporation	Great American Spirit Insurance Company
American Premier Underwriters, Inc.	Great Southwest Corporation
American Retirement Life Insurance Company	Hangar Acquisition Corp.
American Signature Underwriters, Inc.	Indianapolis Union Railway Company (The)
Annuity Investors Life Insurance Company	Key Largo Group, Inc.
APU Holding Company	Lehigh Valley Railroad Company
Associates of the Jersey Company (The)	Loyal American Holding Corporation
Brothers Pennsylvanian Corporation	Loyal American Life Insurance Company
Brothers Property Corporation	Magnolia Alabama Holdings, Inc.
Brothers Property Management Corporation	Manhattan National Holding Corporation
Cal Coal, Inc.	Manhattan National Life Insurance Company
Central Reserve Life Insurance Company	Mid-Continent Assurance Company
Ceres Group, Inc.	Mid-Continent Casualty Company
Consolidated Financial Corporation	Mid-Continent Excess and Surplus Insurance Company
Continental General Corporation	Mid-Continent Specialty Insurance Services, Inc.
Continental General Insurance Company	Oklahoma Surety Company
Continental Print & Photo Co.	One East Fourth, Inc.
Crop Managers Insurance Agency, Inc.	Owasco River Railway, Inc. (The)
Dempsey & Siders Agency, Inc.	PCC Maryland Realty Corp.
Dixie Terminal Corporation	PCC Real Estate, Inc.
Eden Park Insurance Brokers, Inc.	PCC Technical Industries, Inc.
Farmers Crop Insurance Alliance, Inc.	Penn Central Energy Management Company
FCIA Management Company, Inc.	Penn Towers, Inc.
FlexTech Holding Co., Inc.	Pioneer Carpet Mills, Inc.
GAI Insurance Company, Ltd.	Pittsburgh and Cross Creek Railroad Company
GAI Warranty Company	PLLS, Ltd.
GAI Warranty Company of Florida	Premier International Insurance Company
GALAC Holding Company	Premier Lease & Loan Services Insurance Agency, Inc.
GALIC Brothers, Inc.	Premier Lease & Loan Services of Canada, Inc.
Global Premier Finance Company	Professional Risk Brokers, Inc.
Great American Advisors, Inc.	Provident American Life & Health Insurance Company
Great American Agency of Texas, Inc.	Purity Financial Corporation
Great American Alliance Insurance Company	QQAgency of Texas, Inc.
Great American Assurance Company	Republic Indemnity Company of America
Great American Casualty Insurance Company	Republic Indemnity Company of California
Great American Claims Services, Inc.	Risico Management Corporation
Great American Contemporary Insurance Company	Skipjack Marina Corp.
Great American E & S Insurance Company	Superior NWWN of Ohio, Inc.
Great American Fidelity Insurance Company	TEJ Holdings, Inc.
Great American Financial Resources, Inc.	Terminal Realty Penn Co.
Great American Holding, Inc.	Three East Fourth, Inc.
Great American Insurance Agency, Inc.	United Benefit Life Insurance Company
Great American Insurance Company	United Teacher Associates Insurance Company
Great American Insurance Company of New York	United Teacher Associates, Ltd.
Great American Life Assurance Company	Waynesburg Southern Railroad Company

(2) Pursuant to the tax allocation agreement, the Company's tax expense will be determined based upon its inclusion in the consolidated tax return of American Financial Group, Inc. and its includable subsidiaries. Estimated payments are to be made quarterly during the year. Following year-end, additional settlements will be made on the original due date of the return and, when extended, at the time the return is filed. The method of allocation among the companies under the agreement is based upon separate return calculations with current credit for net losses to the extent the losses provide a benefit in the consolidated tax return.

G. Federal or Foreign Income Tax Loss Contingencies

The Company does not have any tax loss contingencies for which it is reasonably possible that the total liability will significantly increase within twelve months of the reporting date.

**Notes to Financial Statements**

## 10. INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES

## A. &amp; B.

The Company is an indirect subsidiary of Great American Financial Resources, Inc. ("GAFRI"), which is a subsidiary of American Financial Group, Inc. ("AFG"); 100% of the Company's outstanding common stock is directly owned by AAG Holding Company, Inc. ("AAGH"). See Schedule Y, Part 1, Organizational Chart.

During 2012 the Company paid (received) federal income tax payments in cash to (from) AAGH:

3/6/2012	\$ 19,497,000
4/9/2012	\$ 17,266,000
6/6/2012	\$ 56,573,000
9/12/2012	\$ 2,438,000
9/14/2012	\$ (6,564,707)
12/11/2012	\$ 45,346,000

The Company paid no dividends to its parent in 2012. The Company paid ordinary dividends to its parent of \$10,000,000 on April 29, 2011 and \$30,000,000 on December 29, 2011.

On May 10, 2012, GAFRI and certain of its subsidiaries entered into an agreement to sell their Medicare Supplement and other non-long term care health businesses to Cigna Health and Life Insurance Company (the "Buyer"). Pursuant to the sale on August 31, 2012, the Buyer became the ultimate parent of American Retirement Life Insurance Company, Central Reserve Life Insurance Company, Loyal American Life Insurance Company, Provident American Life & Health Insurance Company, United Benefit Life Insurance Company, and Ceres Sales of Ohio, LLC (the "Sold Entities"). Prior to the sale of the Sold Entities, those companies (other than Ceres Sales of Ohio, which is not an insurance company) reinsured any life or annuity business they held to GALIC through a 100% coinsurance agreement. Also, GALIC, Continental General Insurance Company and United Teacher Associates Insurance Company reinsured all Medicare Supplement and other non-long term care health business they held into Loyal American Life Insurance Company through a 100% coinsurance agreement, prior to the sale of the Sold Entities. Completion of these transactions was subject to receipt of certain regulatory approvals and was completed in third quarter 2012. This reinsurance transaction and sale did not have significant impacts on the operations and capital of GALIC.

- C. On December 17, 2012, the Company received a \$60,000,000 cash contribution from AAGH.
- D. At December 31, 2012, the Company reported \$162,877 as amounts due to the parent and affiliated companies. The terms of the agreement require that these amounts are settled within 90 days.
- E. The Company has no material guarantees or undertakings for the benefit of an affiliate.
- F. Management or service contracts and all cost sharing arrangements involving the Company or any affiliate:
  - (1) The Company has an agreement with GAFRI, subject to the direction of the Finance Committee of the Company, whereby GAFRI, along with services provided by American Money Management Corporation (an affiliate), provides for money management and accounting services related to the investment portfolio.
  - (2) Certain administrative, management, accounting, data processing, collection, and investment services are provided under agreements between the Company and affiliates at charges not unfavorable to the Company or the affiliate.
- G. The Company's outstanding shares are 100% owned by AAGH, a subsidiary of GAFRI.
- H. The Company does not own an upstream intermediate entity or its ultimate parent.
- I. The Company has no investment in a subsidiary that exceeds 10% of admitted assets.
- J. The Company did not recognize any impairment or write down for its investments in subsidiary, controlled or affiliated companies during the statement period.
- K. The Company has no investment in a foreign insurance subsidiary.
- L. The Company owns 100% of the outstanding stock of Manhattan National Holding Corporation ("MNHC"), a wholly-owned non-insurance subsidiary. MNHC owns 100% of the stock of Manhattan National Life Insurance Company ("MNLIC"), a stock life insurance company domiciled in Illinois. The Company utilizes the look-through approach for the valuation of MNHC instead of obtaining audited financial statements for MNHC. The Company's carrying value in MNHC is \$11,798,974, and represents the carrying value of MNLIC, which is presented on the basis of accounting practices prescribed or permitted by the Illinois Department of Insurance.

## 11. DEBT

- A. The Company has no capital notes or reverse repurchase agreements outstanding.
- B. Federal Home Loan Bank ("FHLB") Agreements

The Company had no outstanding debt with the Federal Home Loan Bank. See Note 32 (G) for the Company's funding agreements with the FHLB.

## 12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

- A. The Company does not participate in a defined benefit plan.
- B. Defined Contribution Plan - See item D below.
- C. The Company does not participate in multiemployer plans.

**Notes to Financial Statements****D. Consolidated/Holding Company Plans****(1) Employees' Retirement Plan**

AFG has established the American Financial Group, Inc. 401(K) Retirement and Savings Plan (the "Plan") for the benefit of employees of AFG and its participating subsidiaries. Substantially all employees meeting minimum requirements regarding service are eligible to participate in this Plan. The Plan is a defined contribution plan in which participating employees are entitled to share in contributions made by the Company on their behalf. The Plan has three types of contributions, including (1) Retirement Contributions made by the Company, (2) 401(k) Contributions made by participating employees, and (3) Matching Contributions made by the Company. The benefits for the Retirement Contributions Account are based on eligible compensation as defined by the Plan for each year of participation. Funding is determined annually. Each Company contributes an amount for the Retirement Contributions Account based upon the relationship of its total eligible compensation to total eligible compensation under the Plan for all participating subsidiaries. In addition, participating employees are permitted to make 401(k) Contributions to the Plan. Matching Contributions may be made by the Company based on the amount of 401(k) Contributions made by the participating employees. Plan costs are funded as they accrue and vested benefits are fully funded. Both Retirement Contributions and Matching Contributions to the Plan are subject to the discretion of the Board of Directors of the Company, and the Company has no liability for future contributions to the Plan. At December 31, 2012, the fair value of the Plan's Retirement Contributions Account assets was \$343,838,568 and the fair value of the Plan's Matching Contributions Account assets was \$129,176,449. GAFRI's share of the expense for the Plan during 2012 was \$2,221,385.

**(2) Deferred Compensation Plans**

Effective October 1, 1994, GAFRI offered to its officers and selected employees the opportunity to defer receipt of a specific percentage of the employee's compensation. Amounts deferred were credited either with a fixed rate of interest or a rate based on the performance of GAFRI's common stock, based on the participant's election. Effective November 1, 2007, this plan was merged into a similar plan maintained by AFG and existing balances were transferred to that plan. The AFG plan offers additional options into which participants may elect to invest their balances.

**(3) Post Retirement Benefits**

GAFRI provides postretirement health care and life insurance benefits to employees meeting age and service requirements through plans sponsored by AFG. The retiree medical care plan is a contributory plan covering all eligible employees hired prior to 1993; employees hired after 1992 pay the full cost of retiree medical coverage. GAFRI has established a cap on the total amount of health care costs that are subsidized for the majority of current retirees and all eligible future retirees. GAFRI currently pays the full cost of life insurance coverage for past retirees, but no coverage is provided for new retirees after 2005. The medical plan is funded by monthly payments to a trust. Life insurance benefits are provided by insurance contracts. AFG, Inc. has the right to modify or terminate either of these plans in the future. GAFRI has the right to terminate its participation at any time in the future.

GAFRI accrues its postretirement benefits over the period the employees qualify for such benefits. At December 31, 2012, GAFRI's accumulated postretirement benefit obligation was \$768,751 using a discount rate of 2.75% of which all is currently accrued. Net postretirement benefits costs for the year ended December 31, 2012, was a \$62,065 credit which includes service cost, interest cost, and amortization of the transition obligation.

The weighted average annual assumed rate of increase in the health care cost trend rate is 7.5% for 2013 and is assumed to decrease gradually to 5% over 7 years and to remain at that level thereafter. The effect of a 1% increase in the assumed health care cost trend rate for each year would have an immaterial impact on the postretirement benefit obligation at December 31, 2012.

**E. Postemployment Benefits and Compensated Absences**

The Company accrues obligations for postemployment benefits and compensated absences in accordance with SSAP No. 11.

**F. The Medicare Modernization Act**

(1) In December 2003, the Medicare Prescription Drug, Improvement and Modernization Act of 2003 ("the Act") became law. Under the Act, starting in 2006, retirees will have the ability to obtain prescription drug benefits through a new Medicare Part D program and companies that continue to provide postretirement prescription drug benefits to their retirees may be eligible to receive a new federal subsidy.

(2) & (3) The Medicare Modernization Act had no impact on the Company's postretirement benefits.

**13. CAPITAL AND SURPLUS, SHAREHOLDERS' DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS**

(1) The Company's capital is common stock. There are 1,200,000 shares authorized and 201,000 shares issued and outstanding, with a per share par value of \$12.50. There are no other classes of capital stock.

(2) The Company has no preferred stock outstanding.

(3) The maximum amount of dividends which can be paid to stockholders by life insurance companies domiciled in the State of Ohio without prior approval of the Insurance Commissioner is the greater of 10% of surplus as regards policyholders or net income as of the preceding December 31, but only to the extent of earned surplus as of the preceding December 31. The maximum amount of dividends payable in 2013 without prior approval is \$155,599,872 based on net income as of the preceding December 31. At December 31, 2012, surplus as regards policyholders was \$1,272,233,612, earned surplus was \$507,255,878, and 2012 net income was \$155,599,872.

(4) The Company paid no dividends to its parent in 2012. The Company paid ordinary dividends to its parent of \$10,000,000 on April 29, 2011 and \$30,000,000 on December 29, 2011.

(5) Within the limitations of (3) above, there are no restrictions placed on the portion of Company profits that may be paid as ordinary dividends to stockholders.

(6) The Company has placed no restrictions on unassigned surplus funds.

(7) The total amount of advances to surplus not repaid is \$0. The Company is not organized as a mutual insurer or similar entity.

(8) The amounts of stock held by the Company, including stock of affiliated companies, for special purposes are:

- |                                       |          |
|---------------------------------------|----------|
| a. For conversion of preferred stock: | 0 shares |
| b. For employee stock options:        | 0 shares |
| c. For stock purchase warrants:       | 0 shares |

(9) The Company has no special surplus funds.

**Notes to Financial Statements**

(10) The portion of unassigned funds (surplus) represented or reduced by each item below is as follows:

a. Unrealized gains and losses (excluding subsidiaries):	\$ 37,221,118
b. Nonadmitted asset values:	\$(36,090,300)
c. Separate account business:	\$ -
d. Asset valuation reserves:	\$(98,774,291)
e. Provision for reinsurance:	\$ -

(11) The Company has not issued any surplus debentures or similar obligations.

(12) & (13) There has been no restatement of surplus due to quasi-reorganization.

**14. CONTINGENCIES**

- A. At December 31, 2012, the Company has outstanding loan commitments to third parties of \$47,542,000. Private placement loans to these companies at that date were \$103,394,000.
- B. At December 31, 2012, the Company held a guaranty fund assessment liability for future assessments of \$3,205,305.
- C. The Company has no gain contingencies to report.
- D. The Company is not aware of any claims related to extra contractual obligations and bad faith losses stemming from lawsuits.
- E. The Company is not aware of any other material loss contingencies as of the Balance Sheet date, or any date subsequent up to the filing of this statement.

**15. LEASES**

- A. The Company does not have any material lease obligations. Leasing agreements are held by AFG.
- B. Leasing is not part of the Company's business activities.

**16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK**

The Company does not have financial instruments with off-balance sheet risk or financial instruments with concentrations of credit risk, except as described in Note 8 – Derivative Instruments.

**17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES**

- A. The Company had no transfers of receivables reported as sales.
- B. The Company had no transfer or servicing of financial assets or extinguishments of liabilities.
- C. The Company had no wash sales.

**18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED A&H PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS**

The Company had no gain or loss to the reporting entity from uninsured A&H plans and the uninsured portion of partially insured plans.

**19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS**

The Company had no direct premiums written by managing general agents or third party administrators.

**20. FAIR VALUE MEASUREMENTS**

A.

**1. Fair Value Measurements at Reporting Date**

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

	Level 1	Level 2	Level 3	Total
Assets:				
Bonds:				
U.S. Government and government agencies	\$ -	\$ -	\$ -	\$ -
States, municipalities and political subdivisions	-	-	-	-
Foreign government	-	-	-	-
Residential MBS	-	2,898,091	1,303,481	4,201,572
Commerical MBS	-	-	-	-
All other bonds	-	77	80	157
Total bonds	-	2,898,168	1,303,561	4,201,729
Non-affiliated common stock	130,862,189	9,069,903	82,934,403	222,866,495
Non-affiliated preferred stock	-	-	15,146	15,146
Equity index call options	-	122,993,181	-	122,993,181
Interest rate swaptions	-	998,790	-	998,790
Total assets accounted for at fair value	<u>\$ 130,862,189</u>	<u>\$ 135,960,042</u>	<u>\$ 84,253,110</u>	<u>\$ 351,075,341</u>

**Notes to Financial Statements****2. Fair Value Measurements in Level 3 of the Fair Value Hierarchy**

	Beginning Balance at 1/1/2012	Transfers into Level 3	Transfers out of Level 3	Total Gains and (losses) included in Net Income	Total Gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending Balance at 12/31/2012
States, municipalities and political subdivisions	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Residential MBS	1,917,771	1,338,535	(1,925,923)	(27,051)	149	-	-	-	-	1,303,481
All other bonds	60	-	-	-	-	20	-	-	-	80
Non-affiliated common stock	44,348,300	6,000,000	(3,205,354)	(515,269)	1,822,471	34,484,255	-	-	-	82,934,403
Non-affiliated preferred stock	-	15,146	-	-	-	-	-	-	-	15,146
<b>Total</b>	<b>\$ 46,266,131</b>	<b>\$ 7,353,681</b>	<b>\$ (5,131,277)</b>	<b>\$ (542,320)</b>	<b>\$ 1,822,620</b>	<b>\$ 34,484,275</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ 84,253,110</b>

**3. Fair Value Recognition of Transfers Between Levels**

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

**4. Inputs and Techniques Used in Estimating Fair Value**

Level 1 - Quoted prices for identical assets or liabilities in active markets (markets in which transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis). The Company's Level 1 financial instruments consist primarily of publicly traded equity securities for which quoted market prices in active markets are available.

Level 2 - Quoted prices for similar instruments in active markets; quoted prices for identical or similar assets or liabilities in inactive markets (markets in which there are few transactions, the prices are not current, price quotations vary substantially over time or among market makers, or in which little information is released publicly); and valuations based on other significant inputs that are observable in active markets. The Company's Level 2 financial instruments include corporate and municipal fixed maturity securities, RMBS, interest rate swaptions, and equity index call options. Level 2 inputs include benchmark yields, reported trades, corroborated broker/dealer quotes, issuer spreads and benchmark securities. When non-binding broker quotes can be corroborated by comparison to similar securities priced using observable inputs, they are classified as Level 2.

Level 3 - Valuations derived from market valuation techniques generally consistent with those used to estimate the fair value of Level 2 financial instruments in which one or more significant inputs are unobservable or when the market for a security exhibits significantly less liquidity relative to markets supporting Level 2 fair value measurements. The unobservable inputs may include management's own assumptions about the assumptions market participants would use based on the best information available in the circumstances. The Company's Level 3 is comprised of financial instruments whose fair value is estimated based on non-binding broker quotes or internally developed using significant inputs not based on, or corroborated by, observable market information.

The Company's investment manager, American Money Management Corporation ("AMMC" an affiliate) is responsible for the valuation process and uses data from outside sources (including nationally recognized pricing services and broker/dealers) in establishing fair value. Valuation techniques utilized by pricing services and prices obtained from external sources are reviewed by AMMC's internal investment professionals who are familiar with the securities being priced and the markets in which they trade to ensure the fair value determination is representative of an exit price. To validate the appropriateness of the prices obtained, the investment manager considers widely published indices (as benchmarks), recent trades, changes in interest rates, general economic conditions and the credit quality of the specific issuers. In addition, AMMC communicates directly with the pricing service regarding the methods and assumptions used in pricing, including verifying, on a test basis, the inputs used by the service to value specific securities.

B. The Company has no additional fair value disclosures.

C. The Company has categorized all the financial assets in the financial statements into the three-level fair value hierarchy as reflected in the following table. See item 4 above for a discussion of each of these three levels.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
<b>Assets</b>						
<b>Bonds:</b>						
U.S. Government and government agencies	\$ 39,007,742	\$ 37,551,160	\$ 3,934,116	\$ 15,413,507	\$ 19,660,119	\$ -
States, municipalities and political subdivisions	1,720,518,331	1,586,323,693	-	1,705,551,205	14,967,126	-
Foreign government	29,302,407	25,720,522	-	29,302,407	-	-
Residential MBS	3,089,651,929	2,847,797,927	-	2,801,819,528	287,832,401	-
Commercial MBS	2,125,474,342	1,869,555,429	-	2,104,182,320	21,292,022	-
All other bonds	8,834,892,430	8,041,717,234	6,988,800	8,282,723,487	545,180,142	-
<b>Total bonds</b>	<b>\$ 15,838,847,181</b>	<b>\$ 14,408,665,965</b>	<b>\$ 10,922,916</b>	<b>\$ 14,938,992,454</b>	<b>\$ 888,931,810</b>	<b>\$ -</b>
Non affiliated common stock	222,866,495	222,866,495	130,862,189	9,069,903	82,934,403	-
Non affiliated preferred stock	5,437,146	5,010,948	-	5,422,000	15,146	-
Other Invested assets - schedule BA	87,196,085	87,196,085	-	-	87,196,085	-
Mortgage loans	477,801,034	473,137,934	-	-	477,801,034	-
Equity index call options	122,993,181	122,993,181	-	122,993,182	-	-
Interest rate swaptions	998,790	998,790	-	998,790	-	-
Policy loans	139,558,788	139,558,788	-	-	139,558,788	-
<b>Total financial assets</b>	<b>\$ 16,895,698,700</b>	<b>\$ 15,460,428,186</b>	<b>\$ 141,785,105</b>	<b>\$ 15,077,476,329</b>	<b>\$ 1,676,437,266</b>	<b>\$ -</b>

**21. OTHER ITEMS**

A. The Company had no extraordinary events or transactions.

B. The Company had no troubled debt restructuring.

**Notes to Financial Statements**

## C. Other Disclosures

- (1) Assets in the amount of \$466,791,458 and \$5,280,184 at December 31, 2012 and 2011, respectively, were on deposit with government authorities or trustees as required by law. The Company has no unusual items or exposures related to forward commitments.
- (2) The Company entered into a coinsurance agreement with Great American Life Assurance Company ("GALAC"), an affiliated life insurance company domiciled in Ohio, effective June 30, 2011 for statutory accounting purposes. Under this agreement the Company assumes 100% of GALAC's life and annuity business, with statutory reserves as of December 31, 2012 of approximately \$9.4 million. GALAC was sold to an unaffiliated insurance company on July 3, 2012.

D. The Company has no material balances for uninsured plans or amounts due from agents that are reasonably possible to be uncollectible.

E. The Company has no business interruption insurance recoveries.

F. The Company has no state transferable tax credits.

## G. Subprime Mortgage Related Risk Exposure

- (1) Included in determining the Company's exposure to sub-prime mortgage loans are the debt and equity securities of companies whose principal business includes the origination, securitization, providing of mortgage insurance on, investment in or management of sub-prime mortgage loans. Also included in such determination are those residential mortgage backed securities and collateral debt obligations in which the ultimate collateral supporting anticipated cash flows are sub-prime mortgage loans. In general, we limit the Company's purchases of sub-prime residential mortgage backed securities to those securities with AAA ratings and whose underlying collateral is fixed-rate (as opposed to adjustable rate).

- (2) Direct exposure through investments in subprime mortgage loans:

	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Value of Land and Buildings	Other Than Temporary Impairment Losses Recognized	Default Rate
a. Mortgages in the process of foreclosure	\$ -	\$ -	\$ -	\$ -	0%
b. Mortgages in good standing	2,571,518	2,571,518	5,809,827	-	0%
c. Mortgages with restructure terms	-	-	-	-	0%
d. Total	<u>\$ 2,571,518</u>	<u>\$ 2,571,518</u>	<u>\$ 5,809,827</u>	<u>\$ -</u>	0%

- (3) Direct exposure to subprime mortgage risk through investments in the following securities:

	Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a. Residential mortgage backed securities	\$ 469,251,227	\$ 467,236,004	\$ 496,031,544	\$ 18,648,658
b. Commercial mortgage backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investments in SCAs	-	-	-	-
f. Other assets	13,754,318	15,747,896	15,747,896	-
g. Total	<u>\$ 483,005,545</u>	<u>\$ 482,983,900</u>	<u>\$ 511,779,440</u>	<u>\$ 18,648,658</u>

- (4) The Company has no net underwriting exposure to subprime mortgage risk through Mortgage Guaranty coverage or Financial Guaranty coverage.

## H. Retained Assets

- (1) The Company established retained asset accounts through December 31, 2012, called Great American Benefit Choice Accounts ("GABCA Accounts") for lump sum death benefits of at least \$5,000. State Street Bank and Trust Company ("State Street") provides the banking service for accountholders, and drafts are payable through State Street. GABCA Accounts are maintained in the general account of the Company and funds in GABCA Accounts are guaranteed by the Company and are protected by state guarantee associations. The Company's liabilities for retained assets are disclosed on Page 3, Line 3 – Liability for deposit-type contracts and the corresponding assets for these liabilities are not segregated, but are held in cash, short-term assets, and bonds. The Company credited 0.5% interest on these accounts from January 1, 2011 through December 31, 2011. The interest rate was changed to 0.25% on January 1, 2012. The Company's retained asset accounts are assessed fees for special services as requested, including: (a) \$12 for each stop payment order; (b) \$10 for each draft that cannot be honored due to insufficient funds or other reasons; and (c) \$2 per copy for a cleared draft or statement. The lump sum election and related GABCA Account was one settlement option under a policy or contract. Through December 31, 2011, a GABCA Account was the Company's default method of lump sum settlement for individual beneficiaries receiving death claim proceeds of at least \$5,000, where allowed by individual states. The Company honored requests for alternate lump sum settlement options if specified by the beneficiary. This program was discontinued effective December 31, 2011 and no new death claims are being settled using this option.

- (2) The number and balance of the individual retained asset accounts in force at December 31:

	In Force			
	2012		2011	
	(a) Number	(b) Balance	(c) Number	(d) Balance
a. Up to and including 12 months	-	\$ -	954	\$ 29,725,299
b. 13 to 24 months	535	12,576,791	654	17,599,939
c. 25 to 36 months	435	10,624,707	416	11,695,388
d. 37 to 48 months	289	7,644,898	20	336,314
e. 49 to 60 months	9	136,122	-	-
f. Over 60 months	-	-	-	-
g. Total	<u>1,268</u>	<u>\$ 30,982,518</u>	<u>2,044</u>	<u>\$ 59,356,940</u>

**Notes to Financial Statements**

(3) The rollforward of the individual retained asset accounts are as follows:

	Individual		Group	
	Number	Balance/Amount	Number	Balance/Amount
a. Number/balance of retained asset accounts ("RA") at 1/1/2012	2,044	\$ 59,356,940	-	\$ -
b. Number/amount of RA accounts issued/added during the year	3	282,780	-	-
c. Investment earnings credited to RA accounts during the year	N/A	105,886	N/A	-
d. Fees and other charges assessed to RA accounts during the year	N/A	(805)	N/A	-
e. Number/amount of RA accounts transferred to state unclaimed property funds during the year	-	-	-	-
f. Number/amount of RA accounts closed/withdrawn during the year	(779)	(28,762,283)	-	-
g. Number/balance of RA accounts at the end of the year	1,268	\$ 30,982,518	-	\$ -

**22. EVENTS SUBSEQUENT**

There have been no events subsequent to December 31, 2012 that have had a material financial effect on the Company.

**23. REINSURANCE****A. Ceded Reinsurance Report****Section 1 – General Interrogatories**

- Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?  
Yes ( ) No ( x ) : (If yes, give full details)
- Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?  
Yes ( ) No ( x ) : (If yes, give full details)

**Section 2 – Ceded Reinsurance Report – Part A**

- Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment of premium or other similar credits?  
Yes ( ) No ( x )
  - If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the Company to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the Company may consider the current or anticipated experience the business reinsured in making this estimate. \$0.
  - What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability, for these agreements in this statement? \$0.
- Does the Company have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?  
Yes ( ) No ( x ) : (If yes, give full details)

**Section 3 – Ceded Reinsurance Report – Part B**

- What is the estimated amount of the aggregate reduction in surplus, (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2 above) of termination of ALL reinsurance agreements, by either party, as of the date of this statement? Where necessary, the company may consider the current or anticipated experience of the business reinsured in making this estimate. \$0.
- Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Company as of the effective date of the agreement?  
Yes ( x ) No ( )

On May 10, 2012, GAFRI and certain of its subsidiaries entered into an agreement to sell their Medicare Supplement and other non-long term care health businesses to Cigna Health and Life Insurance Company (the "Buyer"). Pursuant to the sale on August 31, 2012, the Buyer became the ultimate parent of American Retirement Life Insurance Company, Central Reserve Life Insurance Company, Loyal American Life Insurance Company ("Loyal"), Provident American Life & Health Insurance Company, United Benefit Life Insurance Company, and Ceres Sales of Ohio, LLC (the "Sold Entities"). Prior to the sale of the Sold Entities, those companies (other than Ceres Sales of Ohio, which is not an insurance company) reinsured any life or annuity business they held to GALIC through a 100% coinsurance agreement. Also, GALIC, Continental General Insurance Company and United Teacher Associates Insurance Company reinsured all Medicare Supplement and other non-long term care health business they held into Loyal American Life Insurance Company through a 100% coinsurance agreement, prior to the sale of the Sold Entities. Completion of these transactions was subject to receipt of certain regulatory approvals and was completed in third quarter 2012. The Company does not expect this reinsurance or sale to have significant impacts on the operations and capital of GALIC.

Also effective August 31, 2012, the Company entered into an agreement to retrocede 90% of the life and annuity business assumed from Loyal American Life Insurance Company to Hannover Life Reassurance Company of America. This business was previously reinsured directly from Loyal to Hannover Life Reassurance of Ireland.

## Notes to Financial Statements

B. Uncollectible Reinsurance

The Company did not write off any uncollectible reinsurance during 2012.

C. Commutation of Ceded Reinsurance

The Company was not involved in any commutation of ceded reinsurance during 2012.

24. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

The Company does not have any retrospectively rated contracts or contracts subject to redetermination.

25. CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

Reserves on accident and health contracts for incurred and loss adjustment expenses attributable to insured events of prior years developed as anticipated during 2012. See Schedule H – Part 3 and Five Year Historical Data. Original estimates are increased or decreased as additional information becomes known regarding individual claims. However, no significant trends or unanticipated events were noted in 2012. None of the Company's accident and health contracts are subject to retrospective rating or experience refunds.

26. INTERCOMPANY POOLING ARRANGEMENTS

The Company does not participate in intercompany pooling arrangements.

27. STRUCTURED SETTLEMENTS

The Company carries all reserves for structured settlement policies.

28. HEALTH CARE RECEIVABLES

The Company has no health care receivables.

29. PARTICIPATING POLICIES

- A. Participating policies represent approximately 0.18% of the total life insurance inforce at December 31, 2012.
- B. Policyholder dividends are recognized on the policy anniversary.
- C. Dividends to policyholders in 2012 were \$217,694.
- D. There are no other amounts of additional income allocated to participating policyholders.

30. PREMIUM DEFICIENCY RESERVES

The Company has no premium deficiency reserves for 2012.

31. RESERVES FOR LIFE CONTRACTS AND ANNUITY CONTRACTS

- (1) The Company waives deduction of deferred fractional premiums upon death of insured and returns any portion of the final premium beyond the date of death. Surrender values are not promised in excess of the legally computed reserves.
- (2) Reserves for substandard policies are equal to the standard reserve for the particular plan, age and duration plus 50%-75% of the extra premium charged for the year.
- (3) As of December 31, 2012 the Company had \$563,918,009 of insurance in force for which the gross premiums are less than the net premiums according to the required valuation standard. Reserves to cover the above insurance are shown in Exhibit 5, Miscellaneous Reserves.
- (4) The tabular interest has been determined by the formula as described in the instructions. The tabular less actual reserve released has been determined by the formula as described in the instructions. The tabular cost has been determined by the formula as described in the instructions.
- (5) The method for determining tabular interest on funds not involving life contingencies (Exhibit 7, line 3) and individual and group annuities in their accumulation phase is as described in the formula for tabular interest contained in the instructions.
- (6) Other reserve changes include primarily the change in Commissioners Annuity Reserve Valuation Method (CARVM) allowance not captured elsewhere. The Company recorded an adjustment to surplus in the Summary of Operations (Page 4, Line 53) at March 31, 2011 in the amount of \$3,174,000 for a correction of the annuity reserves at December 31, 2010. The adjustment is the result of correcting the annuitization purchase rate in the December 31, 2010 annuity reserve calculation for one annuity product.

**Notes to Financial Statements**

## 32. ANALYSIS OF ANNUITY ACTUARIAL RESERVES AND DEPOSIT TYPE LIABILITIES BY WITHDRAWAL CHARACTERISTICS

Withdrawal Characteristics of Annuity Actuarial Reserves and Deposit – Type Contract Funds and other Liabilities without Life or Disability Contingencies

	General Account	Separate Account with Guarantees	Separate Account Nonguaranteed	Total	% of Total
A. Subject to discretionary withdrawal:					
(1) With fair value adjustment	\$ 1,355,421,078	\$ -	\$ -	\$ 1,355,421,078	9.3%
(2) At book value less current surrender charge of 5% or more	6,310,584,675	-	-	6,310,584,675	43.1%
(3) At fair value	-	-	-	-	0.0%
(4) Total with adjustment or at fair value (total of 1 through 3)	7,666,005,753	-	-	7,666,005,753	52.4%
(5) At book value without adjustment (minimal or no charge or adjustment)	6,277,460,294	-	-	6,277,460,294	42.9%
B. Not subject to discretionary withdrawal	684,245,494	-	-	684,245,494	4.7%
C. Total (gross: direct + assumed)	14,627,711,541	-	-	14,627,711,541	100.0%
D. Reinsurance ceded	6,873,397	-	-	6,873,397	
E. Total (net)* (C) - (D)	\$ 14,620,838,144	\$ -	\$ -	\$ 14,620,838,144	

\* Reconciliation of total annuity actuarial reserves and deposit fund liabilities.

	Amount
F. Life & Accident & Health Annual Statement:	
1. Exhibit 5, Annuities Section, Total (net)	\$ 13,946,465,831
2. Exhibit 5, Supplementary Contracts with Life Contingencies Section, Total (net)	1,146,925
3. Exhibit 7, Deposit-Type Contracts, Line 14, Column 1	673,225,388
4. Subtotal	14,620,838,144
Separate Accounts Annual Statement:	
5. Exhibit 3, Line 0299999, Column 2	-
6. Exhibit 3, Line 0399999, Column 2	-
7. Policyholder dividend and coupon accumulations	-
8. Policyholder premiums	-
9. Guaranteed interest contracts	-
10. Other contract deposit funds	-
11. Subtotal	-
12. Combined Total	\$ 14,620,838,144

G. The Company became a member of the Federal Home Loan Bank ("FHLB") on August 14, 2009. Through its association with the FHLB and by purchasing a set amount of FHLB stock, the Company can enter into deposit contracts. The Company owned \$25.7 million and \$22.0 million of FHLB stock at December 31, 2012 and December 31, 2011, respectively. The Company accessed \$240.0 million through the FHLB membership in the 4<sup>th</sup> quarter of 2011. Per the funding agreement, the Company was required to purchase an additional 48,000 shares (\$4.8 million) of the FHLB stock. The Company also posted collateral to the FHLB of assets with a fair value of approximately \$315.7 million as of December 31, 2012. The deposit contract liabilities and related assets are accounted for in the Company's general account.

	Current Year	Prior Year
(2) FHLB stock purchased/owned as part of the agreement	\$ 25,725,702	\$ 22,005,766
(3) Collateral pledged to the FHLB	\$ 315,651,141	\$ 301,312,214
(4) Funding capacity currently available	\$ 1,800,000,000	\$ 1,400,000,000
(5) Total reserves related to funding agreement	\$ 240,023,498	\$ 240,030,903
(6) Agreement assets and liabilities		
General Account:		
a. Assets	\$ 315,651,141	\$ 301,312,214
b. Liabilities	\$ 240,023,498	\$ 240,030,903
Separate Account:		
a. Assets	-	-
b. Liabilities	-	-

**Notes to Financial Statements****33. PREMIUM AND ANNUITY CONSIDERATIONS DEFERRED AND UNCOLLECTED**

A. Deferred and uncollected life insurance premiums and annuity considerations as of December 31, 2012, were as follows:

Type	<u>Gross</u>	<u>Net of Loading</u>
(1) Industrial	\$ -	\$ -
(2) Ordinary New Business	16,413	4,160
(3) Ordinary Renewal	19,731,260	15,658,262
(4) Credit Life	-	-
(5) Group Life	-	-
(6) Group Annuity	<u>-</u>	<u>-</u>
(7) Total	<u>\$ 19,747,673</u>	<u>\$ 15,662,422</u>

**34. SEPARATE ACCOUNTS**

The Company has no separate accounts.

**35. LOSS/CLAIM ADJUSTMENT EXPENSES**

Reserves for loss/claim adjustment expenses are contained within the claim liability reserve for incurred but not reported claims. For 2012 and 2011 the loss/claim adjustment expense reserves were \$31,208 and \$56,456, respectively.

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**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: 12/31/2011
- 3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2011
- 3.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2011
- 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). 11/20/2012
- 3.4 By what department or departments?  
State of Ohio, Department of Insurance

- 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 ]
- 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 the entity, NAIC company code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Co. 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 [ X ]
- 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 [ X ]
- 7.2 If yes,
- 7.21 State the percentage of foreign control .....%
- 7.22 State the nationality(ies) of the foreign person(s) or entity(ies); or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact and identify the type of entity(ies) (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 [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [ X ] No [ ]
- 8.4 If response to 8.3 is yes, please provide the names and locations (city and state of the main office) of 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 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 FDIC	6 SEC
Great American Advisors	Cincinnati, Ohio	NO	NO	NO	YES

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?  
Ernst & Young LLP, 1900 Scripps Center, 312 Walnut Street, Cincinnati, OH 45202

- 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 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 the domiciliary state insurance laws? Yes [ ] No [ X ] N/A [ ]
- 10.6 If the answer to 10.5 is no or n/a, please explain.  
The Audit Committee of American Financial Group, Inc., the Company's SOX compliant parent, will be deemed to serve as the Company's Audit Committee for the purposes of compliance with Ohio insurance law.

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?  
Richard Lee Sutton, 301 East Fourth Street, Cincinnati, OH 45202, Officer

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**GENERAL INTERROGATORIES**

12.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes  No   
 12.11 Name of real estate holding company  
 Pineapple Square Properties, LLC; GALIC - Pointe, LLC; and GALIC - Sorrento, LLC  
 12.12 Number of parcels involved .....3  
 12.13 Total book/adjusted carrying value \$.....16,337,179

12.2 If yes, provide explanation.  
 The Company owns a 12% Class A Preferred membership interest in Pineapple Square Properties, LLC.  
 The Company owns a 65% membership interest in GALIC - Pointe, LLC and GALIC - Sorrento, LLC.

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?  
 Not Applicable

13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes  No   
 13.3 Have there been any changes made to any of the trust indentures during the year? Yes  No   
 13.4 If answer to (13.3) is yes, has the domiciliary or entry state approved the changes? Yes  No  N/A   
 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  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   
 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   
 14.31 If the response to 14.3 is yes, provide the nature of any waiver(s).

15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes  No   
 15.2 If the response to 15.1 is yes, indicate the American Bankers Association (ABA) Routing Number and the name of the 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

**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   
 17. Does the reporting entity keep a complete permanent record of the proceedings of its Board of Directors and all subordinate committees thereof? Yes  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

**PART 1 - COMMON INTERROGATORIES - 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   
 20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):  
 20.11 To directors or other officers \$.....0  
 20.12 To stockholders not officers \$.....0  
 20.13 Trustees, supreme or grand (Fraternal only) \$.....0  
 20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):  
 20.21 To directors or other officers \$.....0  
 20.22 To stockholders not officers \$.....0  
 20.23 Trustees, supreme or grand (Fraternal only) \$.....0  
 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   
 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   
 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   
 23.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount. \$.....2,647,515

**PART 1 - COMMON INTERROGATORIES - INVESTMENT**

24.01 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 24.03)? Yes  No   
 24.02 If no, give full and complete information relating thereto.  
 24.03 For 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 17 where this information is also provided).  
 See Note 17  
 24.04 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes  No  N/A

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**PART 1 - COMMON INTERROGATORIES - INVESTMENT**

- 24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs. ....
- 24.06 If answer to 24.04 is no, report amount of collateral for other programs. ....
- 24.07 Does your securities lending program require 102% (domestic securities) and 105% (foreign securities) from the counterparty at the outset of the contract? Yes [ ] No [ ] N/A [X]
- 24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes [ ] No [ ] N/A [X]
- 24.09 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]
- 24.10 For the reporting entity's security lending program, state the amount of the following as of December 31 of the current year:
- 24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. ....
- 24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. ....
- 24.103 Total payable for securities lending reported on the liability page. ....
- 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 24.03) Yes [X] No [ ]
- 25.2 If yes, state the amount thereof at December 31 of the current year:
- 25.21 Subject to repurchase agreements \$.....0
- 25.22 Subject to reverse repurchase agreements \$.....0
- 25.23 Subject to dollar repurchase agreements \$.....0
- 25.24 Subject to reverse dollar repurchase agreements \$.....0
- 25.25 Pledged as collateral \$.....275,312,174
- 25.26 Placed under option agreements \$.....0
- 25.27 Letter stock or securities restricted as to sale \$.....144,805,558
- 25.28 On deposit with state or other regulatory body \$.....5,287,577
- 25.29 Other \$.....474,687,827

25.3 For category (25.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount
Not registered with SEC	AERIELLE IP HOLDINGS LLC	0
Not registered with SEC	AGAMI SYSTEMS, INC. SERIES C CONVERTIBLE	0
Not registered with SEC	AMMC CLO III LTD 07-25-2016	375,000
Not registered with SEC	AMMC CLO IV LTD 03-23-2017	2,250,000
Not registered with SEC	AMMC CLO V LTD 8-08-17	1,815,000
Not registered with SEC	AMMC VI LIMITED VAR 05-03-18	2,587,501
Not registered with SEC	AMMC CLO VII, LIMITED VAR 12-19-19	2,951,999
Not registered with SEC	AMMC CLO VIII, LV	141,134
Not registered with SEC	AMMC 2011-9A CLO 01/15/22	12,430,809
Not registered with SEC	AMMC 2012-11A SUB 0.00 10/30/2023	8,330,000
Not registered with SEC	AMMC 2012-10A SUB 0.00 04/11/2022	11,349,000
Not registered with SEC	BENCHMARK ACQUISITION CO	0
Not registered with SEC	BENCHMARK ACQUISITION CO WTS 2-20-12	0
Membership limitation	CALTUS PARTNERS III L.P.	2,279,857
Partnership limitation	FINANCIAL EDGE FUND, L.P.	3,272,600
Not registered with SEC	FEDERAL HOME LOAN BANK OF CINCINNATI	25,725,800
Membership limitation	GALIC POINTE LLC	3,103,750
Membership limitation	GALIC SORRENTO LLC	8,429,094
Not registered with SEC	GENESIS GRP WTS \$0.01 09/17/2014	233,294
Not registered with SEC	JOBSON MEDICAL LLC	0
Membership limitation	KKR EPM CO-INVEST L.P.	1,312,008
Partnership limitation	MADRONA VENTURE FUND	170,785
Not registered with SEC	MAXJET AIRWAYS, INC	0
Not registered with SEC	MORGAN JOSEPH TRIARTISAN GRP D 5%	15,146
Not registered with SEC	MOTRICITY INC WRTS \$.9694	9,903
Partnership limitation	NB STRATEGIC CO INVESTMENT PARTNERS II L.P.	866,916
Membership limitation	NP ACQUISITION LLC	8,124,675
Not registered with SEC	OCTAGON VII 0 12-2-2016	2,600,000
Partnership limitation	ORCHARD TOSCA INVESTMENT PARTNERS LP	9,669,312
Not registered with SEC	ORGANOVO HOLDINGS INC	5,200,000
Membership limitation	PANDA HEREFORD ETHANOL ACQUISITION LLC	0
Membership limitation	PINEAPPLE SQUARE PROP CLASS A 10.00%	4,804,335
Partnership limitation	RIVER CITIES CAPITAL FUND IV L.P.	4,643,516
Partnership limitation	SEAPOINT VENTURE II L.P.	4,295,890
Partnership limitation	SNOW, PHIPPS, & GUGGENHEIM, L.P.	8,175,037
Partnership limitation	SNOW, PHIPPS, & GUGGENHEIM II, L.P.	3,688,010
Membership limitation	STANLEY MARTIN COMMUNITY, LLC	650,000
Membership limitation	THREE OCEAN PARTNERS LLC	500,000
Partnership limitation	VIDA SIDE POCKET I L.P.	3,500,000
Partnership limitation	VOYAGER CAPITAL FUND II L.P.	29,687
Not registered with SEC	XCEL BRANDS, INC. WARRANT \$0.01 EXPIRING 09/28/2018	1,275,500
Not registered with SEC	NAYLOR PUBLISHING WTS	0

- 26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [X] No [ ]
- 26.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [X] 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 [X]

- 27.2 If yes, state the amount thereof at December 31 of the current year: .....
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
The Bank of New York Mellon	One Wall Street, New York, NY 10286

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 [X]

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**PART 1 - COMMON INTERROGATORIES - INVESTMENT**

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, brokers/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
Not Applicable	American Money Management Corporation	301 East Fourth Street, Cincinnati, OH 45202

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 [ X ] No [ ]

29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adj. Carrying Value
89147U 10 0	TORTOISE ENERGY CAPITAL CORPORATION	2,445,573
29.2999. TOTAL		2,445,573

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

1 Name of Mutual Fund (from the above table)	2 Name of Significant Holding of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to Holding	4 Date of Valuation
TORTOISE ENERGY CAPITAL CORPORATION	Magellan Midstream Partners, L.P.	178,527	12/31/2012
TORTOISE ENERGY CAPITAL CORPORATION	Sunoco Logistics Partners L.P.	168,745	12/31/2012
TORTOISE ENERGY CAPITAL CORPORATION	Williams Partners L.P.	166,299	12/31/2012
TORTOISE ENERGY CAPITAL CORPORATION	Plains All American Pipeline, L.P.	158,962	12/31/2012
TORTOISE ENERGY CAPITAL CORPORATION	Enterprise Products Partners, L.P.	136,952	12/31/2012

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.....	14,741,011,531	16,171,192,747	1,430,181,216
30.2 Preferred stocks.....	5,010,948	5,437,146	426,198
30.3 Totals.....	14,746,022,479	16,176,629,893	1,430,607,414

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

Fair values for Bonds and Preferred stocks are determined by internal investment professionals at American Money Management Corporation (the manager of the Company's investment portfolio) using data from nationally recognized pricing services, broker quotes, and available trade information. When data from these sources is not available (typically less than 1% of the portfolio), prices are developed internally by the investment professionals using widely published indices (as benchmarks), interest rates, issuer spreads, credit quality of the specific issuer and general economic conditions.

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 [ X ] No [ ]

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 [ X ]

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. For the securities that were priced using broker prices, the Company obtains data from brokers that are familiar with the securities being priced and the markets in which they trade.

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:

61686ZZZ1 MORGAN JOSEPH TRIARTISAN GROUP SERIES D  
755999ZA0 ROC FINANCE TL B LIBOR +700 8/19/2017

**PART 1 - COMMON INTERROGATORIES - OTHER**

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? \$.....874,248

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
Standard & Poors	874,248

34.1 Amount of payments for legal expenses, if any? \$.....379,942

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

35.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any? \$.....318,550

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
ASPPA (American Society of Pension Professionals & Actuaries)	256,500

## GENERAL INTERROGATORIES

### PART 2 - LIFE INTERROGATORIES

- 1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes  No
- 1.2 If yes, indicate premium earned on U.S. business only \$.....9,347,422
- 1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? \$.....0
- 1.31 Reason for excluding
- 
- 1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above. \$.....0
- 1.5 Indicate total incurred claims on all Medicare Supplement insurance. \$.....6,378,402
- 1.6 Individual policies:
- Most current three years:
- 1.61 Total premium earned \$.....1,385,903
- 1.62 Total incurred claims \$.....913,687
- 1.63 Number of covered lives .....552
- All years prior to most current three years:
- 1.64 Total premium earned \$.....7,961,519
- 1.65 Total incurred claims \$.....5,464,715
- 1.66 Number of covered lives .....3,009
- 1.7 Group policies:
- Most current three years:
- 1.71 Total premium earned \$.....0
- 1.72 Total incurred claims \$.....0
- 1.73 Number of covered lives .....0
- All years prior to most current three years:
- 1.74 Total premium earned \$.....0
- 1.75 Total incurred claims \$.....0
- 1.76 Number of covered lives .....0
- 
2. Health test:
- |                                  | 1<br>Current Year  | 2<br>Prior Year    |
|----------------------------------|--------------------|--------------------|
| 2.1 Premium Numerator.....       | .....5,350,223     | .....11,364,475    |
| 2.2 Premium Denominator.....     | .....2,955,414,952 | .....2,802,897,447 |
| 2.3 Premium Ratio (2.1/2.2)..... | .....0.2           | .....0.4           |
| 2.4 Reserve Numerator.....       | .....1,070,240     | .....2,040,414     |
| 2.5 Reserve Denominator.....     | 14,214,690,294     | 11,994,376,209     |
| 2.6 Reserve Ratio (2.4/2.5)..... | .....0.0           | .....0.0           |
- 
- 3.1 Does this reporting entity have Separate Accounts? Yes  No
- 3.2 If yes, has a Separate Accounts statement been filed with this Department? Yes  No  N/A
- 3.3 What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account? .....
- 3.4 State the authority under which Separate Accounts are maintained:
- 
- 3.5 Was any of the reporting entity's Separate Accounts business reinsured as of December 31? Yes  No
- 3.6 Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31? Yes  No
- 3.7 If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)?" .....
- 
- 4.1 Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)? Yes  No
- 4.2 Net reimbursement of such expenses between reporting entities:
- 4.21 Paid \$.....22,498,128
- 4.22 Received \$.....20,814,893
- 
- 5.1 Does the reporting entity write any guaranteed interest contracts? Yes  No
- 5.2 If yes, what amount pertaining to these items is included in:
- 5.21 Page 3, Line 1 .....
- 5.22 Page 4, Line 1 .....
- 
6. For stock reporting entities only:
- 6.1 Total amount paid in by stockholders as surplus funds since organization of the reporting entity: \$.....764,977,734
- 
7. Total dividends paid stockholders since organization of the reporting entity:
- 7.11 Cash \$.....881,667,601
- 7.12 Stock \$.....0

## GENERAL INTERROGATORIES

### PART 2 - LIFE INTERROGATORIES

8.1 Does the company reinsure any Workers' Compensation Carve-Out business defined as:  
 Reinsurance (including retrocessional reinsurance) assumed by life and health insurers of medical,  
 wage loss and death benefits of the occupational illness and accident exposures, but not the employers  
 liability exposures, of business originally written as workers' compensation insurance. Yes [ ] No [X]

8.2 If yes, has the reporting entity completed the Workers' Compensation Carve-Out Supplement to the Annual Statement? Yes [ ] No [ ]

8.3 If 8.1 is yes, the amounts of earned premiums and claims incurred in this statement are:

	1 Reinsurance Assumed	2 Reinsurance Ceded	3 Net Retained
8.31 Earned premium.....	.....	.....	.....
8.32 Paid claims.....	.....	.....	.....
8.33 Claim liability and reserve (beginning of year).....	.....	.....	.....
8.34 Claim liability and reserve (end of year).....	.....	.....	.....
8.35 Incurred claims.....	.....	.....	.....

8.4 If reinsurance assumed included amounts with attachment points below \$1,000,000, the distribution of the amounts reported in Lines 8.31 and 8.34 for Col. (1) are:

Attachment Point	1 Earned Premium	2 Claim Liability and Reserve
8.41 < \$25,000.....	.....	.....
8.42 \$25,000 -- 99,999.....	.....	.....
8.43 \$100,000 -- 249,999.....	.....	.....
8.44 \$250,000 -- 999,999.....	.....	.....
8.45 \$1,000,000 or more.....	.....	.....

8.5 What portion of earned premium reported in 8.31, Col. 1 was assumed from pools? .....

9.1 Does the company have variable annuities with guaranteed benefits? Yes [ ] No [X]

9.2 If 9.1 is yes, complete the following table for each type of guaranteed benefit.

Type		3 Waiting Period Remaining	4 Account Value Related to Col. 3	5 Total Related Account Values	6 Gross Amount of Reserve	7 Location of Reserve	8 Portion Reinsured	9 Reinsurance Reserve Credit
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit							

10. For reporting entities having sold annuities to another insurer when the insurer purchasing the annuities has obtained a release of liability from the claimant (payee) as the result of the purchase of an annuity from the reporting entity only:

10.1 Amount of loss reserves established by these annuities during the current year? \$.....0

10.2 List the name and location of the insurance company purchasing the annuities and the statement value on the purchase date of the annuities.

1 P&C Insurance Company and Location	2 Statement Value on Purchase Date of Annuities (i.e., Present Value)
	\$

11.1 Do you act as a custodian for health savings account? Yes [ ] No [X]

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

11.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]

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

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**FIVE-YEAR HISTORICAL DATA**

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

Show amounts of life insurance in this exhibit in thousands (omit \$000)

	1 2012	2 2011	3 2010	4 2009	5 2008
<b>Life Insurance in Force (Exhibit of Life Insurance)</b>					
1. Ordinary - whole life and endowment (Line 34, Col. 4).....	1,935,077	1,638,724	1,712,270	1,800,831	1,889,336
2. Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4).....	13,009,446	13,620,799	14,706,973	16,065,107	17,577,432
3. Credit life (Line 21, Col. 6).....					
4. Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4).....	40,413	27,340	29,273	31,162	33,143
5. Industrial (Line 21, Col. 2).....					
6. FEGLI/SGLI (Lines 43 & 44, Col. 4).....					
7. Total (Line 21, Col. 10).....	14,984,936	15,286,863	16,448,516	17,897,100	19,499,911
<b>New Business Issued (Exhibit of Life Insurance)</b>					
8. Ordinary - whole life and endowment (Line 34, Col. 2).....	1,192	1,517	3,492	23,172	17,697
9. Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2).....	1,545	2,284	3,858	3,522	2,151
10. Credit life (Line 2, Col. 6).....					
11. Group (Line 2, Col. 9).....					
12. Industrial (Line 2, Col. 2).....					
13. Total (Line 2, Col. 10).....	2,737	3,801	7,350	26,694	19,848
<b>Premium Income - Lines of Business (Exhibit 1-Part 1)</b>					
14. Industrial life (Line 20.4, Col. 2).....					
15.1 Ordinary life insurance (Line 20.4, Col. 3).....	50,405,585	21,278,795	18,896,543	20,808,514	10,241,194
15.2 Ordinary individual annuities (Line 20.4, Col. 4).....	2,878,023,227	2,745,671,590	1,882,438,616	954,342,801	1,099,244,444
16. Credit life (group and individual) (Line 20.4, Col. 5).....					
17.1 Group life insurance (Line 20.4, Col. 6).....	(992)	(4,013)	(1,819)	(1,224)	1,889
17.2 Group annuities (Line 20.4, Col. 7).....	21,988,208	24,459,603	26,950,902	32,208,189	39,282,465
18.1 A&H - group (Line 20.4, Col. 8).....				(6,059,042)	520,824
18.2 A&H - credit (group and individual) (Line 20.4, Col. 9).....					
18.3 A&H - other (Line 20.4, Col. 10).....	4,998,923	11,491,472	13,686,405	(89,681,748)	38,142,782
19. Aggregate of all other lines of business (Line 20.4, Col. 11).....					
20. Total.....	2,955,414,952	2,802,897,447	1,941,970,648	911,617,490	1,187,433,598
<b>Balance Sheet (Pages 2 and 3)</b>					
21. Total admitted assets excluding Separate Accounts business (Page 2, Line 26, Col. 3)....	16,508,610,432	13,950,468,160	11,470,510,707	9,962,026,196	9,648,623,417
22. Total liabilities excluding Separate Accounts business (Page 3, Line 26).....	15,233,864,320	12,879,964,155	10,479,654,780	9,087,389,839	8,854,366,222
23. Aggregate life reserves (Page 3, Line 1).....	14,123,605,167	11,938,228,594	9,804,893,997	8,464,237,803	8,095,448,177
24. Aggregate A&H reserves (Page 3, Line 2).....		750,368	697,259	678,753	105,932,282
25. Deposit-type contract funds (Page 3, Line 3).....	673,225,388	703,108,767	492,730,922	516,576,726	544,841,998
26. Asset valuation reserve (Page 3, Line 24.01).....	98,774,291	22,608,226	38,190,391	12,904,235	17,093,195
27. Capital (Page 3, Lines 29 & 30).....	2,512,500	2,512,500	2,512,500	2,512,500	2,512,500
28. Surplus (Page 3, Line 37).....	1,272,233,612	1,067,991,504	988,343,427	872,123,857	791,744,695
<b>Cash Flow (Page 5)</b>					
29. Net Cash from operations (Line 11).....	2,429,375,829	2,416,300,324	1,656,477,604	629,553,640	678,184,137
<b>Risk-Based Capital Analysis</b>					
30. Total adjusted capital.....	1,379,774,052	1,095,226,064	1,032,272,908	890,034,122	814,128,302
31. Authorized control level risk-based capital.....	161,509,169	142,043,509	120,096,413	106,753,228	120,381,785
<b>Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3) (Line No. /Page 2, Line 12, Col. 3) x 100.0</b>					
32. Bonds (Line 1).....	89.5	91.3	90.8	89.6	90.2
33. Stocks (Lines 2.1 and 2.2).....	2.6	2.5	1.9	2.0	2.5
34. Mortgage loans on real estate (Lines 3.1 and 3.2).....	2.9	2.1	2.5	1.7	1.8
35. Real estate (Line 4.1, 4.2 and 4.3).....	0.5	0.6	0.7	0.9	0.8
36. Cash, cash equivalents and short-term investments (Line 5).....	2.3	1.5	1.3	2.6	2.1
37. Contract loans (Line 6).....	0.9	1.1	1.4	1.8	1.9
38. Derivatives (Line 7).....	0.8	0.5	0.8	XXX	XXX
39. Other invested assets (Line 8).....	0.5	0.4	0.5	0.7	0.3
40. Receivables for securities (Line 9).....			0.1	0.1	0.0
41. Securities lending reinvested collateral assets (Line 10).....				XXX	XXX
42. Aggregate write-ins for invested assets (Line 11).....				0.8	0.3
43. Cash, cash equivalents and invested assets (Line 12).....	100.0	100.0	100.0	100.0	100.0

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**FIVE-YEAR HISTORICAL DATA**

(continued)

	1 2012	2 2011	3 2010	4 2009	5 2008
<b>Investments in Parent, Subsidiaries and Affiliates</b>					
44. Affiliated bonds (Sch. D Summary, Line 12 Col. 1).....			2,630,354	3,126,250	
45. Affiliated preferred stocks (Sch. D Summary, Line 18 Col. 1).....					
46. Affiliated common stocks (Sch. D Summary, Line 24 Col. 1).....	190,305,018	170,776,054	170,118,786	151,681,160	202,862,680
47. Affiliated short-term investments (subtotal included in Sch. DA, Verif. Col. 5, Line 10).....					
48. Affiliated mortgage loans on real estate.....					
49. All other affiliated.....	19,657,519	23,544,494	18,442,468	42,699,070	
50. Total of above Lines 44 to 49.....	209,962,537	194,320,548	191,191,608	197,506,480	202,862,680
51. Total investment in parent included in Lines 44 to 49 above.....					
<b>Total Nonadmitted and Admitted Assets</b>					
52. Total nonadmitted assets (Page 2, Line 28, Col. 2).....	36,090,300	35,675,707	28,774,603	24,373,516	43,151,945
53. Total admitted assets (Page 2, Line 28, Col. 3).....	16,508,610,432	13,950,468,160	11,470,510,707	9,962,026,196	9,648,623,417
<b>Investment Data</b>					
54. Net investment income (Exhibit of Net Investment Income).....	856,797,127	760,456,897	672,782,461	551,265,595	557,452,961
55. Realized capital gains (losses) (Page 4, Line 34, Column 1).....	16,161,920	(36,412,992)	7,501,486	(107,675,363)	(164,411,479)
56. Unrealized capital gains (losses) (Page 4, Line 38, Column 1).....	70,599,937	(48,075,354)	23,987,576	94,197,052	(79,764,393)
57. Total of above Lines 54, 55 and 56.....	943,558,984	675,968,551	704,271,523	537,787,284	313,277,089
<b>Benefits and Reserve Increase (Page 6)</b>					
58. Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1 less Lines 10, 11, 12, 13, 14 and 15, Cols. 9, 10 & 11).....	1,080,061,525	851,584,618	785,278,711	847,549,716	961,639,841
59. Total contract benefits - A&H (Lines 13 & 14, Cols. 9, 10 & 11).....	3,707,119	8,316,573	10,145,479	6,723,038	2,850,587
60. Increase in life reserves - other than group and annuities (Line 19, Cols. 2 & 3).....	31,947,492	8,905,239	4,890,100	4,504,912	(13,042,084)
61. Increase in A&H reserves (Line 19, Cols. 9, 10 & 11).....	(750,364)	53,109	18,508	(105,253,531)	18,322,265
62. Dividends to policyholders (Line 30, Col 1).....	217,694				
<b>Operating Percentages</b>					
63. Insurance expense percent (Page 6, Col. 1, Lines 21, 22, & 23 less Line 6)/(Page 6 Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.00.....	7.2	7.8	8.0	12.2	11.2
64. Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.00.....	5.4	7.0	8.2	8.5	7.2
65. A&H loss percent (Schedule H, Part 1, Lines 5 & 6, Col. 2).....	61.9	74.3	73.5	104.3	53.2
66. A&H cost containment percent (Schedule H, Part 1, Line 4, Col. 2).....					
67. A&H expense percent excluding cost containment expenses (Schedule H, Part 1, Line 10, Col. 2).....	26.6	23.5	33.0	(5.6)	48.6
<b>A&amp;H Claim Reserve Adequacy</b>					
68. Incurred losses on prior years' claims - group health (Sch. H, Part 3, Line 3.1, Col. 2).....					441,573
69. Prior years' claim liability and reserve - group health (Sch. H, Part 3, Line 3.2, Col. 2).....				579,670	506,912
70. Incurred losses on prior years' claims - health other than group (Sch. H, Part 3, Line 3.1, Col. 1 less Col. 2).....	636,366	1,087,115	1,008,687	1,316,157	5,080,362
71. Prior years' claim liability and reserve - health other than group (Sch. H, Part 3, Line 3.2, Col. 1 less Col. 2).....	1,050,295	1,215,916	1,311,439	5,593,155	4,950,897
<b>Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)</b>					
72. Industrial life (Col. 2).....					
73. Ordinary - life (Col. 3).....	3,214,762	1,895,537	9,277,924	6,543,625	14,762,948
74. Ordinary - individual annuities (Col. 4).....	122,896,814	163,054,606	126,976,402	58,605,439	129,972,984
75. Ordinary - supplementary contracts (Col. 5).....	7,021	28,636	(1,936)	62,776	81,479
76. Credit life (Col. 6).....					
77. Group life (Col. 7).....	345	41,903	(437)	13,952	(2,070,831)
78. Group annuities (Col. 8).....	12,918,566	22,892,962	17,945,395	11,835,541	11,132,662
79. A&H - group (Col. 9).....				76,119	(597,803)
80. A&H - credit (Col. 10).....					
81. A&H - other (Col. 11).....	400,444	675,297	(484,713)	(1,016,752)	7,150,036
82. Aggregate of all other lines of business (Col. 12).....					
83. Total (Col. 1).....	139,437,952	188,588,941	153,712,635	76,120,699	160,431,474

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?

Yes [ ] No [X]

If no, please explain:

The Company was not party to a merger.

**EXHIBIT OF LIFE INSURANCE**

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10 Total Amount of Insurance (a)
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Individual Policies and Group Certificates	6 Amount of Insurance (a)	Number of		9 Amount of Insurance (a)	
							7 Policies	8 Certificates		
1. In force end of prior year.....			80,727	15,259,523			14	5,580	27,340	15,286,863
2. Issued during year.....			85	2,737						2,737
3. Reinsurance assumed.....			45,312	565,844			129	2,907	17,702	583,546
4. Revived during year.....			43	13,518						13,518
5. Increased during year (net).....			1	6,828					104	6,932
6. Subtotals, Lines 2 to 5.....	0	0	45,441	588,927	0	0	129	2,907	17,806	606,733
7. Additions by dividends during year.....	XXX		XXX		XXX		XXX	XXX		0
8. Aggregate write-ins for increases.....	0	0	0	0	0	0	0	0	0	0
9. Totals (Lines 1 and 6 to 8).....	0	0	126,168	15,848,450	0	0	143	8,487	45,146	15,893,596
<b>Deductions during year:</b>										
10. Death.....			2,343	64,651			XXX	360	2,019	66,670
11. Maturity.....			11	103			XXX	1	6	109
12. Disability.....							XXX			0
13. Expiry.....			431	7,709				116	616	8,325
14. Surrender.....			1,715	91,600				3	7	91,607
15. Lapse.....			3,468	729,789			10	268	2,063	731,852
16. Conversion.....			22	3,711			XXX	XXX	XXX	3,711
17. Decreased (net).....				6,364					22	6,386
18. Reinsurance.....										0
19. Aggregate write-ins for decreases.....	0	0	0	0	0	0	0	0	0	0
20. Totals (Lines 10 to 19).....	0	0	7,990	903,927	0	0	10	748	4,733	908,660
21. In force end of year (Line 9 minus Line 20).....	0	0	118,178	14,944,523	0	0	133	7,739	40,413	14,984,936
22. Reinsurance ceded end of year.....	XXX		XXX	10,717,400	XXX		XXX	XXX	22,942	10,740,342
23. Line 21 minus Line 22.....	XXX	0	XXX	4,227,123	XXX	(b)	XXX	XXX	17,471	4,244,594

**DETAILS OF WRITE-INS**

0801. ....										
0802. ....										
0803. ....										
0898. Summary of remaining write-ins for Line 8 from overflow page..	0	0	0	0	0	0	0	0	0	0
0899. Totals (Lines 0801 thru 0803 plus 0898) (Line 8 above).....	0	0	0	0	0	0	0	0	0	0
1901. ....										
1902. ....										
1903. ....										
1998. Summary of remaining write-ins for Line 19 from overflow page	0	0	0	0	0	0	0	0	0	0
1999. Totals (Lines 1901 thru 1903 plus 1998) (Line 19 above).....	0	0	0	0	0	0	0	0	0	0

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) Group \$.....0; Individual \$.....0.

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**EXHIBIT OF LIFE INSURANCE (continued)**  
 ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
24. Additions by dividends.....	XXX		XXX	
25. Other paid-up insurance.....			13,105	42,159
26. Debit ordinary insurance.....	XXX	XXX		

**ADDITIONAL INFORMATION ON ORDINARY INSURANCE**

Term Insurance Excluding Extended Term Insurance	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
27. Term policies-decreasing.....			397	7,549
28. Term policies-other.....	9	1,453	51,647	11,748,947
29. Other term insurance-decreasing.....	XXX		XXX	262
30. Other term insurance.....	XXX	.92	XXX	1,235,589
31. Totals (Lines 27 to 30).....	9	1,545	52,044	12,992,347
Reconciliation to Lines 2 and 21:				
32. Term additions.....	XXX		XXX	
33. Totals, extended term insurance.....	XXX	XXX	2,716	17,100
34. Totals, whole life and endowment.....	76	1,192	63,418	1,935,077
35. Totals (Lines 31 to 34).....	85	2,737	118,178	14,944,524

**CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS**

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Non-Participating	2 Participating	3 Non-Participating	4 Participating
36. Industrial.....				
37. Ordinary.....	2,737		14,917,214	27,311
38. Credit Life (Group and Individual).....				
39. Group.....			40,413	
40. Totals (Lines 36 to 39).....	2,737	0	14,957,627	27,311

**ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE**

	Credit Life		Group	
	1 Number of Individual Policies and Group Certificates	2 Amount of Insurance (a)	3 Number of Certificates	4 Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies.....	XXX		XXX	
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis.....		XXX	2,372	XXX
43. Federal Employees' Group Life Insurance included in Line 21.....				
44. Servicemen's Group Life Insurance included in Line 21.....				
45. Group Permanent Insurance included in Line 21.....			5,230	25,738

**ADDITIONAL ACCIDENTAL DEATH BENEFITS**

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a).....	204,944
--	---------

**BASIS OF CALCULATION OF ORDINARY TERM INSURANCE**

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Children, etc., policies and riders included above.
47.1 none
47.2 actual for spouse, \$1,000 per unit for children

**POLICIES WITH DISABILITY PROVISIONS**

Disability Provision	Industrial		Ordinary		Credit		Group	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Policies	6 Amount of Insurance (a)	7 Number of Certificates	8 Amount of Insurance (a)
48. Waiver of Premium.....			6,968	457,209				
49. Disability Income.....			224	27,390			59	1,129
50. Extended Benefits.....			XXX	XXX				
51. Other.....								
52. Total.....	0	(b) 0	7,192	(b) 484,599	0	(b) 0	59	(b) 1,129

(a) Amounts of life insurance in this exhibit shall be shown in thousands (omit 000).

(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

**EXHIBIT OF NUMBER OF POLICIES, CONTRACTS, CERTIFICATES, INCOME PAYABLE  
AND ACCOUNT VALUES IN FORCE FOR SUPPLEMENTARY CONTRACTS,  
ANNUITIES, ACCIDENT & HEALTH AND OTHER POLICIES**

**SUPPLEMENTARY CONTRACTS**

	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year.....	65	28		
2. Issued during year.....				
3. Reinsurance assumed.....	77	9		
4. Increased during year (net).....				
5. Total (Lines 1 to 4).....	142	37	0	0
Deductions during year:				
6. Decreased (net).....	4	7		
7. Reinsurance ceded.....				
8. Totals (Lines 6 and 7).....	4	7	0	0
9. In force end of year.....	138	30	0	0
10. Amount on deposit.....	136,754	(a) 25,018		(a)
11. Income now payable.....	86	23		
12. Amount of income payable.....	(a) 183,586	(a) 134,663	(a)	(a)

**ANNUITIES**

	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year.....	22,246	211,103	37	52,560
2. Issued during year.....	2,300	35,312		13
3. Reinsurance assumed.....	165	3,656		61
4. Increased during year (net).....				
5. Total (Lines 1 to 4).....	24,711	250,071	37	52,634
Deductions during year:				
6. Decreased (net).....	4,368	16,543		2,708
7. Reinsurance ceded.....				
8. Totals (Lines 6 and 7).....	4,368	16,543	0	2,708
9. In force end of year.....	20,343	233,528	37	49,926
Income now payable:				
10. Amount of income payable.....	(a) 156,459,262	XXX	XXX	(a) 1,788,956
Deferred fully paid:				
11. Account balance.....	XXX	(a) 11,216,136,148	XXX	(a) 253,626,441
Deferred not fully paid:				
12. Account balance.....	XXX	(a) 2,058,855,344	XXX	(a) 744,000,023

**ACCIDENT AND HEALTH INSURANCE**

	Group		Credit		Other	
	1 Certificates	2 Premiums in force	3 Policies	4 Premiums in force	5 Policies	6 Premiums in force
1. In force end of prior year.....	148	79,873			6,436	12,761,895
2. Issued during year.....						
3. Reinsurance assumed.....						
4. Increased during year (net).....		XXX		XXX		XXX
5. Total (Lines 1 to 4).....	148	XXX	0	XXX	6,436	XXX
Deductions during year:						
6. Conversions.....		XXX	XXX	XXX	XXX	XXX
7. Decreased (net).....	5	XXX		XXX	1,280	XXX
8. Reinsurance ceded.....	143	XXX		XXX	5,156	XXX
9. Totals (Lines 6 to 8).....	148	XXX	0	XXX	6,436	XXX
10. In force end of year.....	0	(a)	0	(a)	0	(a)

**DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS**

	1	2
	Deposit Funds Contracts	Dividend Accumulations Contracts
1. In force end of prior year.....		
2. Issued during year.....	107	510
3. Reinsurance assumed.....	1,890	3,412
4. Increased during year (net).....		
5. Total (Lines 1 to 4).....	1,997	3,922
Deductions during year:		
6. Decreased (net).....	330	768
7. Reinsurance ceded.....		
8. Totals (Lines 6 and 7).....	330	768
9. In force end of year.....	1,667	3,154
10. Amount of account balance.....	(a) 2,995,507	(a) 5,824,216

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the Annual Statement Instructions.

Annual Statement for the year 2012 of the **GREAT AMERICAN LIFE INSURANCE COMPANY**  
**SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS**

Allocated by States and Territories

1	2	3	Direct Business Only						
			Life Contracts		4	5	6	7	
			Life Insurance Premiums	Annuity Considerations					Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees
States, Etc.	Active Status								
1.	Alabama.....	AL	L	468,552	47,790,028	221,073		48,479,652	
2.	Alaska.....	AK	L	31,222	308,892	60,531		400,645	
3.	Arizona.....	AZ	L	1,103,841	40,262,467	4,686		41,370,994	112,067
4.	Arkansas.....	AR	L	416,540	20,500,582	7,064		20,924,186	
5.	California.....	CA	L	10,821,652	204,261,415	(6,685)		215,076,383	295,921
6.	Colorado.....	CO	L	676,092	27,855,265	133,388		28,664,744	
7.	Connecticut.....	CT	L	818,893	99,256,159	8,755		100,083,807	374,811
8.	Delaware.....	DE	L	138,327	8,573,067			8,711,394	
9.	District of Columbia.....	DC	L	69,572	2,356,351			2,425,923	
10.	Florida.....	FL	L	4,170,012	267,311,105	710,462		272,191,579	823,128
11.	Georgia.....	GA	L	2,028,542	62,802,587	137,617		64,968,746	286,438
12.	Hawaii.....	HI	L	403,652	4,376,622	137		4,780,411	
13.	Idaho.....	ID	L	194,367	12,315,534			12,509,901	
14.	Illinois.....	IL	L	1,913,045	102,410,264	188,403		104,511,712	281,306
15.	Indiana.....	IN	L	549,417	75,890,753	376,955		76,817,125	217,988
16.	Iowa.....	IA	L	265,805	15,258,338	507,067		16,031,210	
17.	Kansas.....	KS	L	439,779	15,972,854	480,779		16,893,412	153,336
18.	Kentucky.....	KY	L	493,112	53,085,479	1,145,613		54,724,204	
19.	Louisiana.....	LA	L	545,963	49,968,064	60		50,514,087	283,802
20.	Maine.....	ME	L	233,749	15,249,213	5,813		15,488,775	183,846
21.	Maryland.....	MD	L	1,406,939	53,203,226	6,129		54,616,294	503,542
22.	Massachusetts.....	MA	L	1,025,924	53,166,268	7,312		54,199,505	1,205,043
23.	Michigan.....	MI	L	591,673	141,285,748	15,814		141,893,234	293,056
24.	Minnesota.....	MN	L	758,561	50,707,031	2,273		51,467,865	125,343
25.	Mississippi.....	MS	L	310,305	29,311,187	21,073		29,642,564	35,860
26.	Missouri.....	MO	L	674,455	40,776,747	621,050		42,072,252	73,464
27.	Montana.....	MT	L	30,485	3,326,956	10,162		3,367,602	
28.	Nebraska.....	NE	L	253,266	8,993,592	146,689		9,393,547	96,204
29.	Nevada.....	NV	L	676,365	19,673,633	6,257		20,356,255	30,785
30.	New Hampshire.....	NH	L	152,328	21,338,336	104,465		21,595,130	
31.	New Jersey.....	NJ	L	1,867,148	110,230,055	5,744		112,102,947	426,899
32.	New Mexico.....	NM	L	454,042	8,051,168	100		8,505,309	224,920
33.	New York.....	NY	N	398,424	20,208,955	6,527		20,613,906	94,857
34.	North Carolina.....	NC	L	2,072,079	125,585,104	2,158,791		129,815,974	319,623
35.	North Dakota.....	ND	L	89,109	3,573,631			3,662,741	
36.	Ohio.....	OH	L	1,333,961	155,519,062	123,811		156,976,834	811,955
37.	Oklahoma.....	OK	L	1,072,183	20,498,944	395,006		21,966,132	443,953
38.	Oregon.....	OR	L	304,231	23,268,931	97,737		23,670,900	
39.	Pennsylvania.....	PA	L	2,310,388	158,113,923	58,009		160,482,321	1,258,490
40.	Rhode Island.....	RI	L	140,199	13,692,746	12,809		13,845,754	68,748
41.	South Carolina.....	SC	L	914,288	71,070,596	1,211,399		73,196,284	307,405
42.	South Dakota.....	SD	L	87,113	2,314,268	11,018		2,412,398	
43.	Tennessee.....	TN	L	948,593	95,229,519	1,005,806		97,183,919	9,620
44.	Texas.....	TX	L	5,570,525	112,422,307	466,859		118,459,691	1,302,731
45.	Utah.....	UT	L	283,021	36,841,577	121,913		37,246,511	76,963
46.	Vermont.....	VT	L	87,418	6,911,792	20,390		7,019,600	
47.	Virginia.....	VA	L	2,032,499	78,191,989	379,133		80,603,620	88,783
48.	Washington.....	WA	L	889,576	59,983,285	339,531		61,212,392	351,915
49.	West Virginia.....	WV	L	164,571	13,262,876	5,651		13,433,099	
50.	Wisconsin.....	WI	L	537,363	39,803,101	688,164		41,028,628	26,099
51.	Wyoming.....	WY	L	55,959	1,748,179			1,804,138	
52.	American Samoa.....	AS	N					0	
53.	Guam.....	GU	L	174,698				174,698	
54.	Puerto Rico.....	PR	N	5,133	50,000			55,133	
55.	US Virgin Islands.....	VI	L	7,391				7,391	
56.	Northern Mariana Islands.....	MP	N					0	
57.	Canada.....	CAN	N	5,202				5,202	
58.	Aggregate Other Alien.....	OT	XXX	49,963	727,817	0	0	777,780	0
59.	Subtotal.....	(a)	52	53,517,508	2,704,887,593	12,031,336	0	2,770,436,437	11,188,901
90.	Reporting entity contributions for employee benefit plans.....	XXX						0	
91.	Dividends or refunds applied to purchase paid-up additions and annuities.....	XXX						0	
92.	Dividends or refunds applied to shorten endowment or premium paying period.....	XXX						0	
93.	Premium or annuity considerations waived under disability or other contract provisions.....	XXX		111,021		42,363		153,385	
94.	Aggregate other amounts not allocable by State.....	XXX		0	0	0	0	0	0
95.	Totals (Direct Business).....	XXX		53,628,530	2,704,887,593	12,073,700	0	2,770,589,822	11,188,901
96.	Plus reinsurance assumed.....	XXX		154,324,326	195,163,164			349,487,490	
97.	Totals (All Business).....	XXX		207,952,856	2,900,050,757	12,073,700	0	3,120,077,312	11,188,901
98.	Less reinsurance ceded.....	XXX		156,602,586	39,322	7,006,272		163,648,179	28,659
99.	Totals (All Business) less reinsurance ceded.....	XXX		51,350,270	2,900,011,435	(b)	5,067,428	2,956,429,133	11,160,242

**DETAILS OF WRITE-INS**

58001.	Other Foreign.....	XXX		49,963	727,817			777,780	
58002.	.....	XXX						0	
58003.	.....	XXX						0	
58998.	Summ. of remaining write-ins for line 58 from overflow page.....	XXX		0	0	0	0	0	0
58999.	Total (Lines 58001 thru 58003 plus 58998) (Line 58 above).....	XXX		49,963	727,817	0	0	777,780	0
9401.	.....	XXX						0	
9402.	.....	XXX						0	
9403.	.....	XXX						0	
9498.	Summ. of remaining write-ins for line 94 from overflow page.....	XXX		0	0	0	0	0	0
9499.	Total (Lines 9401 thru 9403 plus 9498) (Line 94 above).....	XXX		0	0	0	0	0	0

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

**Explanation of basis of allocation by states, etc., of premiums and annuity considerations.**

Premiums and annuity considerations are allocated on the residences of policyholders.

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

(b) Column 4 should balance with Exhibit 1, Lines 6.4, 10.4 and 16.4, Cols. 8, 9, and 10, or with Schedule H, Part 1, Column 1, Line 1. Indicate which: Exhibit 1, Lines 6.4, 10.4 and 16.4, Cols. 8, 9, and 10

**Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group  
Part 1 - Organizational Chart**

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.	OH	31-1544320	
American Financial Capital Trust II	DE	31-6549738	
American Financial Capital Trust III	DE	16-6543606	
American Financial Capital Trust IV	DE	16-6543609	
American Financial Enterprises, Inc.	CT	31-0996797	
American Money Management Corporation	OH	31-0828578	
American Real Estate Capital Company, LLC (80%)	OH	27-1577326	
MidMarket Capital Partners, LLC (65%)	DE	27-2829629	
APU Holding Company	OH	41-2112001	
American Premier Underwriters, Inc.	PA	23-6000765	
The Associates of the Jersey Company	NJ	23-6297584	
Cal Coal, Inc.	IL	37-1094159	
Great Southwest Corporation	DE	95-2802826	
The Indianapolis Union Railway Company	IN	35-6001691	
Lehigh Valley Railroad Company	PA	13-6400464	
Pennsylvania Lehigh Oil & Gas Holdings LLC	PA	46-1665396	
Magnolia Alabama Holdings, Inc.	DE	20-1548213	
Magnolia Alabama Holdings LLC	AL	20-1574094	
Michigan Oil & Gas Holdings, LLC	MI	46-1852532	
Ohio Oil & Gas Holdings, LLC	OH	46-1480078	
The Owasco River Railway, Inc.	NY	13-6021353	
PCC Real Estate, Inc.	NY	31-1236926	
PCC Technical Industries, Inc.	DE	76-0080537	
PCC Maryland Realty Corp.	MD	31-1388401	
Penn Central Energy Management Company	DE	06-1209709	
Penn Towers, Inc.	PA	23-1537928	
Pennsylvania-Reading Seashore Lines (66.67%)	NJ	23-6000766	
Pittsburgh and Cross Creek Railroad Company (83%)	PA	23-6207599	
Terminal Realty Penn Co.	DC	23-1707450	
Waynesburg Southern Railroad Company	PA	23-1675796	
GAI Insurance Company, Ltd. *	BMU		
Hangar Acquisition Corp.	OH	31-1446308	
Lease & Loan Insurance Services Limited	GBR		
Premier Lease & Loan Services Insurance Agency, Inc.	WA	91-1242743	
Premier Lease & Loan Services of Canada, Inc.	WA	91-1508644	
Republic Indemnity Company of America *	CA	95-2801326	22179
Republic Indemnity Company of California *	CA	31-1054123	43753
Risico Management Corporation	DE	31-1262960	
Dixie Terminal Corporation	OH	31-0823725	
Flextech Holding Co., Inc.	OH	31-1733037	
GAI Holding Bermuda Ltd.	BMU	98-0606803	
GAI Indemnity, Ltd. #	GBR	98-0556144	
Marketform Group Limited	GBR		
Marketform Holdings Limited	GBR		
Caduceus Underwriting Limited	GBR		
Lavenham Underwriting Limited #	GBR	98-0412245	
Marketform Limited	GBR		
Gabinete Marketform SL	ESP		
Marketform Australia Pty Limited	AUS		
Studio Marketform SRL	ITA		
Marketform Management Services Limited	GBR		
Marketform Managing Agency Limited	GBR		
Sampford Underwriting Limited #	GBR	98-0431601	
Marketform Trust Company Limited	GBR		

\* Denotes insurer

@ Company affiliated but not owned

# Participant in Lloyd's Syndicate 2468

Subsidiaries 100% owned by respective parent unless otherwise stated

^ Total percentage owned by respective parent and other affiliated companies

**Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group**  
**Part 1 - Organizational Chart**

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.	OH	31-1544320	
└─ Great American Financial Resources, Inc. ^	DE	06-1356481	
└─┬─ AAG Holding Company, Inc.	OH	31-1475936	
└─┬─┬─ Great American Financial Statutory Trust IV	CT	58-646032	
└─┬─┬─┬─ Great American Life Insurance Company *	OH	13-1935920	63312
└─┬─┬─┬─┬─ Aerielle IP Holdings, LLC ^	OH	45-2969767	
└─┬─┬─┬─┬─┬─ Aerielle, LLC ^	DE	26-4391696	
└─┬─┬─┬─┬─┬─┬─ Annuity Investors Life Insurance Company *	OH	31-1021738	93661
└─┬─┬─┬─┬─┬─┬─┬─ Bay Bridge Marina Hemingway's Restaurant, LLC (85%)	MD	27-4078277	
└─┬─┬─┬─┬─┬─┬─┬─┬─ Bay Bridge Marina Management, LLC (85%)	MD	27-0513333	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─ Brothers Management, LLC (99%)	FL	20-1246122	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ FT Liquidation, LLC	OH	45-3988240	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ GALIC - Bay Bridge Marina, LLC	MD	20-4604276	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ GALIC - Sorrento, LLC ^	FL		
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ GALIC - Stoneleigh, LLC	FL	45-3829557	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ GALIC Brothers, Inc. (80%)	OH	31-1391777	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ GALIC Pointe, LLC ^	FL	45-1144095	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ Manhattan National Holding Corporation	OH	26-3260520	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ Manhattan National Life Insurance Company *	IL	45-0252531	67083
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ Skipjack Marina Corp.	MD	52-2179330	
└─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─┬─ United Teacher Associates, Ltd. ^	TX	74-2180806	
└─┬─ United Teacher Associates Insurance Company *	TX	58-0869673	63479
└─┬─ AAG Insurance Agency, Inc.	KY	31-1422717	
└─┬─ Ceres Group, Inc.	DE	34-1017531	
└─┬─ Ceres Administrators, L.L.C.	DE	34-1880408	
└─┬─ Ceres Sales, LLC	DE	34-1947043	
└─┬─ HealthMark Sales, LLC	DE	34-1920479	
└─┬─ Continental General Corporation	NE	47-0717079	
└─┬─ Continental General Insurance Company *	OH	47-0463747	71404
└─┬─ Continental Print & Photo Co.	NE	47-0562685	
└─┬─ QQAgency of Texas, Inc.	TX	34-1947042	
└─┬─ Great American Advisors, Inc.	OH	31-1395344	
└─┬─ Great American Holding, Inc.	OH	42-1575938	
└─┬─ Agricultural Services, LLC	OH	27-3062314	
└─┬─ United States Commodities Producers, LLC (75%)	MT	45-4110027	
└─┬─ United States Livestock Producers, LLC (75%)	NV	27-2354685	
└─┬─ Livestock Market Enhancement Risk Retention Group * ^	NV	27-4395897	14084
└─┬─ American Empire Surplus Lines Insurance Company *	DE	31-0912199	35351
└─┬─ American Empire Insurance Company *	OH	31-0973761	37990
└─┬─ American Empire Underwriters, Inc.	TX	59-1671722	
└─┬─ GAI Australia Pty Ltd	AUS		
└─┬─ Great American International Insurance Limited *	IRL		
└─┬─ Mid-Continent Casualty Company *	OH	73-0556513	23418
└─┬─ Mid-Continent Assurance Company *	OH	73-1406844	15380
└─┬─ Mid-Continent Excess and Surplus Insurance Company *	DE	38-3803661	13794
└─┬─ Mid-Continent Specialty Insurance Services, Inc.	OK	30-0571535	
└─┬─ Oklahoma Surety Company *	OH	73-0773259	23426
└─┬─ Premier International Insurance Company *	TCA	98-0627464	

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^ Total percentage owned by respective parent and other affiliated companies

**Schedule Y - Information Concerning Activities of Insurer Members of a Holding Company Group  
Part 1 - Organizational Chart**

	Domiciliary Location	FEIN	NAIC Co. Code
American Financial Group, Inc.	OH	31-1544320	
Great American Insurance Company *	OH	31-0501234	16691
American Signature Underwriters, Inc.	OH	31-1463075	
Brothers Property Corporation (80%)	OH	59-2840291	
Brothers Le Pavillon, LLC	DE	20-5173494	
Brothers Le Pavillon (SPE), LLC	DE	20-5173589	
Brothers Pennsylvanian Corporation	PA	25-1754638	
Brothers Property Management Corporation	OH	59-2840294	
Crescent Centre Apartments ^	OH	20-4498054	
Crop Managers Insurance Agency, Inc.	KS	31-1277904	
Dempsey & Siders Agency, Inc.	OH	31-0589001	
Eden Park Insurance Brokers, Inc.	CA	31-1341668	
El Aguila, Compañía de Seguros, S.A. de C.V. *	MEX		
Financidora de Primas Condor, S.A. de C.V. (99%)	MEX		
Farmers Crop Insurance Alliance, Inc.	KS	39-1404033	
FCIA Management Company, Inc.	NY	13-3628555	
Foreign Credit Insurance Association @	NY		
GAI Warranty Company	OH	31-1753938	
GAI Warranty Company of Florida	FL	31-1765544	
GAI Warranty Company of Canada Inc.	CAN		
Global Premier Finance Company	OH	61-1329718	
Great American Agency of Texas, Inc.	TX	74-2693636	
Great American Alliance Insurance Company *	OH	95-1542353	26832
Great American Assurance Company *	OH	15-6020948	26344
Great American Casualty Insurance Company *	OH	61-0983091	39896
Great American Claims Services, Inc.	DE	31-1228726	
Great American Contemporary Insurance Company *	OH	36-4079497	10646
Great American E & S Insurance Company *	DE	31-0954439	37532
Great American Fidelity Insurance Company *	DE	31-1036473	41858
Great American Insurance Agency, Inc.	OH	31-1652643	
Great American Insurance Company of New York *	NY	13-5539046	22136
Great American Lloyd's Insurance Company * @	TX	31-0974853	38024
Great American Lloyd's, Inc.	TX	31-1073664	
Great American Management Services, Inc.	OH	31-0856644	
Great American Protection Insurance Company *	OH	31-1288778	38580
Great American Re Inc.	DE	31-0918893	
Great American Security Insurance Company *	OH	31-1209419	31135
Great American Spirit Insurance Company *	OH	31-1237970	33723
Insurance (GB) Limited *	GBR		
Key Largo Group, Inc.	FL	59-1263251	
National Interstate Corporation (51.9%)	OH	34-1607394	
American Highways Insurance Agency, Inc.	OH	34-1899058	
Explorer RV Insurance Agency, Inc.	OH	31-1548235	
Hudson Indemnity, Ltd.	CYM	98-0191335	
Hudson Management Group, Ltd.	VIR	66-0660039	
National Interstate Insurance Agency, Inc.	OH	34-1607396	
Commercial For Hire Transportation Purchasing Group @	SC	36-4670968	
National Interstate Insurance Company *	OH	34-1607395	32620
National Interstate Insurance Company of Hawaii, Inc. *	OH	99-0345306	11051
Triumphe Casualty Company *	OH	95-3623282	41106
Vanliner Group, Inc.	DE	43-1415856	
TransProtection Service Company	MO	43-1254631	
Vanliner Insurance Company *	MO	86-0114294	21172
Vanliner Reinsurance Limited *	BMU		
Safety Claims and Litigation Services, LLC	MT	20-5546054	
Penn Central U.K. Limited	GBR		
Pinecrest Place LLC	FL	27-2226948	
PLLS Canada Insurance Brokers Inc. ^	CAN	871850814	
Professional Risk Brokers, Inc.	IL	31-1293064	
Strategic Comp Holdings, L.L.C.	LA	72-1331800	
Strategic Comp Services, L.L.C.	LA	36-4517754	
Strategic Comp, L.L.C.	LA	32-0050970	
One East Fourth, Inc.	OH	31-0686194	
Pioneer Carpet Mills, Inc.	OH	31-0883227	
Superior NWVN of Ohio, Inc.	OH	31-1737792	
TEJ Holdings, Inc.	OH	31-1119320	
Three East Fourth, Inc.	OH	31-0728327	

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# Participant in Lloyd's Syndicate 2468

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