

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds.....	406,434,369	0	406,434,369	424,703,536
2. Stocks:				
2.1 Preferred stocks.....	0	0	0	0
2.2 Common stocks.....	681,787,988	20,945,903	660,842,085	637,925,172
3. Mortgage loans on real estate:				
3.1 First liens.....	0	0	0	0
3.2 Other than first liens.....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....	35,487,652	0	35,487,652	36,485,140
4.2 Properties held for the production of income (less \$.....0 encumbrances).....	0	0	0	0
4.3 Properties held for sale (less \$.....0 encumbrances).....	0	0	0	0
5. Cash (\$....43,322,527), cash equivalents (\$.....0) and short-term investments (\$....36,718,130).....	80,040,657	0	80,040,657	76,536,280
6. Contract loans (including \$.....0 premium notes).....	0	0	0	0
7. Derivatives.....	0	0	0	0
8. Other invested assets.....	74,554,628	0	74,554,628	73,609,298
9. Receivables for securities.....	10,038,140	0	10,038,140	10,000,000
10. Securities lending reinvested collateral assets.....	0	0	0	0
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	1,288,343,434	20,945,903	1,267,397,531	1,259,259,426
13. Title plants less \$.....0 charged off (for Title insurers only).....	0	0	0	0
14. Investment income due and accrued.....	2,955,422	0	2,955,422	3,554,857
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	191,564,996	131,333	191,433,663	202,708,104
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$....2,001,355 earned but unbilled premiums).....	387,408,613	1,077,128	386,331,485	378,626,596
15.3 Accrued retrospective premiums.....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	189,553,498	0	189,553,498	202,156,893
16.2 Funds held by or deposited with reinsured companies.....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts.....	0	0	0	0
17. Amounts receivable relating to uninsured plans.....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon.....	2,805,169	0	2,805,169	3,628,931
18.2 Net deferred tax asset.....	0	0	0	0
19. Guaranty funds receivable or on deposit.....	157,668	0	157,668	177,730
20. Electronic data processing equipment and software.....	33,533,632	31,415,601	2,118,031	3,944,689
21. Furniture and equipment, including health care delivery assets (\$.....0).....	6,206,953	6,206,953	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates.....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates.....	46,734,214	0	46,734,214	38,769,248
24. Health care (\$.....0) and other amounts receivable.....	0	0	0	0
25. Aggregate write-ins for other than invested assets.....	6,434,799	5,540,724	894,075	933,436
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	2,155,698,398	65,317,642	2,090,380,756	2,093,759,910
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0	0
28. Total (Lines 26 and 27).....	2,155,698,398	65,317,642	2,090,380,756	2,093,759,910

DETAILS OF WRITE-INS

1101.	0	0	0	0
1102.	0	0	0	0
1103.	0	0	0	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. Accounts receivable.....	802,765	802,765	0	386
2502. Prepaid expenses.....	4,643,292	4,643,292	0	0
2503. Equities and deposits in pools and associations.....	426,780	0	426,780	409,624
2598. Summary of remaining write-ins for Line 25 from overflow page.....	561,962	94,667	467,295	523,426
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	6,434,799	5,540,724	894,075	933,436

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$....52,489,969).....	394,580,438	392,080,569
2. Reinsurance payable on paid losses and loss adjustment expenses.....	173,101,468	193,161,115
3. Loss adjustment expenses.....	93,677,901	94,075,081
4. Commissions payable, contingent commissions and other similar charges.....	9,422,568	13,676,179
5. Other expenses (excluding taxes, licenses and fees).....	10,739,671	37,057,125
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	7,069,468	7,575,265
7.1 Current federal and foreign income taxes (including \$.....0 on realized capital gains (losses)).....	0	0
7.2 Net deferred tax liability.....	0	0
8. Borrowed money \$....89,000,000 and interest thereon \$....2,106,033.....	91,106,033	89,895,361
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$....629,924,025 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act).....	251,220,040	249,858,057
10. Advance premium.....	16,030,466	10,186,754
11. Dividends declared and unpaid:		
11.1 Stockholders.....	0	0
11.2 Policyholders.....	11,253	24,286
12. Ceded reinsurance premiums payable (net of ceding commissions).....	115,567,387	122,142,861
13. Funds held by company under reinsurance treaties.....	28,175	28,175
14. Amounts withheld or retained by company for account of others.....	7,920,901	10,223,034
15. Remittances and items not allocated.....	1,195,512	913,191
16. Provision for reinsurance (including \$.....0 certified).....	9,516	9,516
17. Net adjustments in assets and liabilities due to foreign exchange rates.....	0	0
18. Drafts outstanding.....	46,526,505	46,342,085
19. Payable to parent, subsidiaries and affiliates.....	45,763,147	49,385,522
20. Derivatives.....	0	0
21. Payable for securities.....	10,013	0
22. Payable for securities lending.....	0	0
23. Liability for amounts held under uninsured plans.....	0	0
24. Capital notes \$.....0 and interest thereon \$.....0.....	0	0
25. Aggregate write-ins for liabilities.....	57,657,732	28,425,161
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	1,321,638,194	1,345,059,337
27. Protected cell liabilities.....	0	0
28. Total liabilities (Lines 26 and 27).....	1,321,638,194	1,345,059,337
29. Aggregate write-ins for special surplus funds.....	456,458	368,486
30. Common capital stock.....	0	0
31. Preferred capital stock.....	0	0
32. Aggregate write-ins for other than special surplus funds.....	0	0
33. Surplus notes.....	0	0
34. Gross paid in and contributed surplus.....	0	0
35. Unassigned funds (surplus).....	768,286,104	748,332,087
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 30 \$.....0).....	0	0
36.2 .....0.000 shares preferred (value included in Line 31 \$.....0).....	0	0
37. Surplus as regards policyholders (Lines 29 to 35, less 36).....	768,742,562	748,700,573
38. Totals (Page 2, Line 28, Col. 3).....	2,090,380,756	2,093,759,910

DETAILS OF WRITE-INS

2501. Escheated funds payable.....	1,496,465	1,401,424
2502. Premium deficiency reserve.....	36,720	36,720
2503. Equities and deposits in pools and associations.....	194,364	209,977
2598. Summary of remaining write-ins for Line 25 from overflow page.....	55,930,183	26,777,040
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	57,657,732	28,425,161
2901. Retroactive reinsurance gain (loss).....	456,458	368,486
2902. .....0	0	0
2903. .....0	0	0
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	456,458	368,486
3201. .....0	0	0
3202. .....0	0	0
3203. .....0	0	0
3298. Summary of remaining write-ins for Line 32 from overflow page.....	0	0
3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....	0	0

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct..... (written \$....106,762,298).....	109,132,725	103,611,421	426,720,342
1.2 Assumed..... (written \$....372,595,066).....	374,129,888	367,651,744	1,493,234,938
1.3 Ceded..... (written \$....341,397,974).....	346,595,512	337,911,224	1,374,843,558
1.4 Net..... (written \$....137,959,390).....	136,667,101	133,351,941	545,111,722
DEDUCTIONS:			
2. Losses incurred (current accident year \$....73,620,039):			
2.1 Direct.....	51,306,968	58,105,192	241,933,617
2.2 Assumed.....	197,003,549	243,475,731	931,843,859
2.3 Ceded.....	173,151,992	218,676,912	839,674,575
2.4 Net.....	75,158,525	82,904,011	334,102,901
3. Loss adjustment expenses incurred.....	15,772,453	17,378,389	72,760,718
4. Other underwriting expenses incurred.....	50,155,024	50,242,191	189,452,219
5. Aggregate write-ins for underwriting deductions.....	0	0	(5,780)
6. Total underwriting deductions (Lines 2 through 5).....	141,086,002	150,524,591	596,310,058
7. Net income of protected cells.....	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	(4,418,901)	(17,172,650)	(51,198,336)
INVESTMENT INCOME			
9. Net investment income earned.....	4,397,985	3,925,645	22,072,166
10. Net realized capital gains (losses) less capital gains tax of \$....10,603.....	608,603	24,844,533	13,480,342
11. Net investment gain (loss) (Lines 9 + 10).....	5,006,588	28,770,178	35,552,508
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$....40,900 amount charged off \$....374,706).....	(333,806)	(240,376)	(1,320,483)
13. Finance and service charges not included in premiums.....	807,850	837,546	3,387,379
14. Aggregate write-ins for miscellaneous income.....	104,743	75,324	(770,111)
15. Total other income (Lines 12 through 14).....	578,787	672,494	1,296,785
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	1,166,474	12,270,022	(14,349,043)
17. Dividends to policyholders.....	16,468	23,465	101,971
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17).....	1,150,006	12,246,557	(14,451,014)
19. Federal and foreign income taxes incurred.....	128,159	(1,829,810)	(4,034,304)
20. Net income (Line 18 minus Line 19) (to Line 22).....	1,021,847	14,076,367	(10,416,710)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	748,700,573	785,493,605	785,493,605
22. Net income (from Line 20).....	1,021,847	14,076,367	(10,416,710)
23. Net transfers (to) from Protected Cell accounts.....	0	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....2,167,649.....	17,992,294	(33,175,727)	(66,635,628)
25. Change in net unrealized foreign exchange capital gain (loss).....	0	0	0
26. Change in net deferred income tax.....	2,173,015	2,140,903	1,258,600
27. Change in nonadmitted assets.....	34,365,824	9,911,420	39,300,818
28. Change in provision for reinsurance.....	0	0	447,811
29. Change in surplus notes.....	0	0	0
30. Surplus (contributed to) withdrawn from protected cells.....	0	0	0
31. Cumulative effect of changes in accounting principles.....	0	0	0
32. Capital changes:			
32.1 Paid in.....	0	0	0
32.2 Transferred from surplus (Stock Dividend).....	0	0	0
32.3 Transferred to surplus.....	0	0	0
33. Surplus adjustments:			
33.1 Paid in.....	0	0	0
33.2 Transferred to capital (Stock Dividend).....	0	0	0
33.3 Transferred from capital.....	0	0	0
34. Net remittances from or (to) Home Office.....	0	0	0
35. Dividends to stockholders.....	0	0	0
36. Change in treasury stock.....	0	0	0
37. Aggregate write-ins for gains and losses in surplus.....	(35,510,991)	535,237	(747,923)
38. Change in surplus as regards policyholders (Lines 22 through 37).....	20,041,989	(6,511,800)	(36,793,032)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	768,742,562	778,981,805	748,700,573

DETAILS OF WRITE-INS

0501. Premium deficiency reserve.....	0	0	(5,780)
0502.	0	0	0
0503.	0	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....	0	0	(5,780)
1401. Miscellaneous income (expense).....	20,779	12,316	.46,750
1402. Gain (loss) on sale of fixed assets.....	(238)	(1,466)	(598,398)
1403. Governmental fines and penalties.....	(3,770)	(3,812)	(23,697)
1498. Summary of remaining write-ins for Line 14 from overflow page.....	87,972	68,286	(194,766)
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	104,743	75,324	(770,111)
3701. Deferred gain on asset transfers between parent and affiliate.....	181,375	12,724	.24,962
3702. Net excess of pension liability over intangible asset.....	25,544,523	0	(1,295,398)
3703. Affiliate cost basis adjustment.....	0	522,513	.522,513
3798. Summary of remaining write-ins for Line 37 from overflow page.....	(61,236,889)	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....	(35,510,991)	535,237	(747,923)

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	140,774,812	120,627,427	501,761,840
2. Net investment income.....	7,789,963	6,180,477	26,537,291
3. Miscellaneous income.....	490,815	604,208	1,491,550
4. Total (Lines 1 through 3).....	149,055,590	127,412,112	529,790,681
5. Benefit and loss related payments.....	80,334,258	47,672,362	301,295,430
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions.....	71,927,941	70,267,544	256,138,815
8. Dividends paid to policyholders.....	29,501	131,977	186,684
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	(685,000)	(2,376,349)	(4,624,032)
10. Total (Lines 5 through 9).....	151,606,700	115,695,534	552,996,897
11. Net cash from operations (Line 4 minus Line 10).....	(2,551,110)	11,716,578	(23,206,216)
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	33,018,503	11,850,893	113,516,939
12.2 Stocks.....	3,729,198	74,372,579	96,421,923
12.3 Mortgage loans.....	0	0	0
12.4 Real estate.....	0	0	382,839
12.5 Other invested assets.....	1,314,241	81,944	5,786,207
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	0	0	0
12.7 Miscellaneous proceeds.....	10,013	10,342,322	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	38,071,955	96,647,738	216,107,908
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	15,692,855	163,665,703	383,392,942
13.2 Stocks.....	3,358,264	6,141,188	38,293,352
13.3 Mortgage loans.....	0	0	0
13.4 Real estate.....	0	115,780	634,126
13.5 Other invested assets.....	542,391	46,195,694	58,762,518
13.6 Miscellaneous applications.....	38,140	0	10,000,000
13.7 Total investments acquired (Lines 13.1 to 13.6).....	19,631,650	216,118,365	491,082,938
14. Net increase (decrease) in contract loans and premium notes.....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	18,440,305	(119,470,627)	(274,975,030)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds.....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....	0	0	0
16.5 Dividends to stockholders.....	0	0	0
16.6 Other cash provided (applied).....	(12,384,818)	318,865,451	311,700,027
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(12,384,818)	318,865,451	311,700,027
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	3,504,377	211,111,402	13,518,781
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	76,536,280	63,017,499	63,017,499
19.2 End of period (Line 18 plus Line 19.1).....	80,040,657	274,128,901	76,536,280

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

20.0001	0	0	0
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NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

A. Accounting Practices:

The accompanying financial statements of State Automobile Mutual Insurance Company (the "Company" or "State Auto Mutual") are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance, which has adopted the National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures* manual (NAIC SAP).

A reconciliation of the Company's net income and capital and surplus between the practices prescribed and permitted by the state of Ohio and NAIC SAP is shown below:

Description	State of Domicile	Amount (\$)	
		2013	2012
Net income, OH basis	OH	1,021,847	(10,416,710)
State prescribed practice		-	-
State permitted practice		-	-
Net income, NAIC SAP basis	OH	1,021,847	(10,416,710)
Statutory surplus, OH basis	OH	768,742,562	748,700,573
State prescribed practice		-	-
State permitted practice		-	-
Statutory surplus, NAIC SAP basis	OH	768,742,562	748,700,573

Litchfield Mutual Fire Insurance Company ("Litchfield") was merged with Patrons Mutual Insurance Company of Connecticut ("Patrons Mutual") on March 31, 2013.

2. Accounting Changes and Corrections of Errors:

A. Accounting Change:

All employees of the State Auto Group are employees of State Auto P&C, which holds assets and liabilities related to the employee benefit plans of the State Auto Group, and is the plan sponsor of the employee benefit plans. State Auto P&C adopted the provisions of SSAP No. 102 *Accounting for Pensions, A Replacement of SSAP No. 89* effective January 1, 2013. This SSAP requires that any underfunded defined benefit pension amounts, as determined when the projected benefit obligation exceeds the fair value of plan assets, to be recognized as a liability under SSAP No. 5R *Liabilities, Contingencies and Impairments of Assets* ("SSAP No. 5R"). Such liability is required to be reported in the first quarter statutory financial statement after the transition date with a corresponding entry to unassigned funds. At transition, the Company's share of the net liability from unrecognized transition obligations/assets, prior service costs/credits, and unrecognized gains/losses was \$73,436,815 and is included as a component of the ending balance of unassigned funds as of January 1, 2013. This net impact was reflected as a contra-liability as the plan is in an underfunded state.

All employees of the State Auto Group are employees of State Auto P&C, which holds assets and liabilities related to the employee benefit plans of the State Auto Group, and is the plan sponsor of the employee benefit plans. State Auto P&C adopted the provisions of SSAP No. 92 *Accounting for Postretirement benefits other than Pensions, a Replacement of SSAP No. 14* effective January 1, 2013. This SSAP requires that any underfunded postretirement benefit amounts, as determined when the projected benefit obligation exceeds the fair value of plan assets, to be recognized as a liability under SSAP No. 5R. Such liability is required to be reported in the first quarter statutory financial statement after the transition date with a corresponding entry to unassigned funds. At transition, the Company's share of the net asset from unrecognized transition obligations/assets, prior service costs/credits, and unrecognized gains/losses was \$10,691,959 and is included as a component of the ending balance of unassigned funds as of January 1, 2013. This net impact was reflected as a contra-liability as the plan is in an underfunded state.

3. Business Combinations and Goodwill:

A. Statutory Purchase Method:

1. On February 10, 2009, the Company purchased 100% interest in RHC, a Missouri corporation. RHC writes specialty property and casualty business through four insurance subsidiaries, Rockhill, Plaza, American Compensation and Bloomington Compensation and is a third party administrator providing workers compensation case and claim management services.
2. The RHC transaction described in Note 3A was accounted for as a statutory purchase.
3. The cost of the RHC purchase was \$248,627,800 resulting in goodwill of \$150,178,743, of which \$20,664,894 was nonadmitted at March 31, 2013.
4. Goodwill amortization for the period ended March 31, 2013 relating to the purchase of RHC was \$3,754,469.

4. Discontinued Operations:

No substantial change from December 31, 2012.

5. Investments:

A. Mortgage Loans: Not applicable.

B. Debt Restructuring: Not applicable.

C. Reverse Mortgages: Not applicable.

D. Loan-Backed Securities:

1. Prepayment assumptions for mortgage-backed securities, asset-backed securities and collateralized mortgage obligations were generated using a purchased prepayment model. The prepayment model uses a number of factors to estimate prepayment activity including the time of year (seasonality), current levels of interest rates (refinancing incentive), economic activity (including housing turnover) and term and age of the underlying collateral (burnout, seasoning).
2. The Company has not recognized any other than temporary impairments on its loan-backed securities.
3. The Company has not recognized any other than temporary impairments on its loan-backed securities.
4. The Company has loan-backed securities in which the fair value is less than cost or amortized cost for which an other than temporary impairment has not been recognized.

	Amount (\$)
a. The aggregate amount of unrealized losses	
1. Less than 12 Months	(35,748)
2. 12 Months or Longer	-
b. The aggregate related fair value of securities with unrealized losses	
1. Less than 12 Months	3,632,931
2. 12 Months or Longer	-

5. The Company regularly reviews its investment portfolio for factors that may indicate that a decline in fair value of an investment is other than temporary. The Company considers various factors, such as the duration and extent the security has been below cost, underlying credit rating of the issuer, receipt of scheduled principal and interest cash flows, and the Company's ability and intent to hold the security until recovery.

E. Repurchase Agreements: Not applicable.

F. Real Estate: Not applicable.

G. Low Income Housing Tax Credits: Not applicable.

6. Joint Ventures, Partnerships and Limited Liability Companies:

No substantial change from December 31, 2012.

7. Investment Income:

No substantial change from December 31, 2012.

8. Derivative Instruments:

No substantial change from December 31, 2012.

9. Income Taxes:

No substantial change from December 31, 2012.

10. Information Concerning Parent, Subsidiaries and Affiliates:**A. Nature of the Relationships:**

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

C. Change in Terms of Intercompany Agreements:

The Pooling Arrangement was amended to increase Patrons Mutual's participation percentage to 0.5% from 0.4% due to its merger with Litchfield, effective March 31, 2013.

11. Debt:

A. In May 2009, the Company borrowed money in the amounts of \$50,000,000 and \$20,000,000 from State Auto P&C and Milbank, respectively. The principal amount is due 2019. At the option of the Company, early repayment may be made. Interest is due semi-annually at a fixed annual interest rate of 7%. The total loan interest incurred through March 31, 2013 and 2012, and December 31, 2012, was \$1,208,219, \$1,218,306 and \$4,906,749, respectively.

B. On February 9, 2009, the Company borrowed \$19,000,000 from the Federal Home Loan Bank of Cincinnati ("FHLB") for a period of ten years at a fixed rate of 4.89%. This is an interest-only loan with principle due at the maturity date of February 9, 2019. This loan is collateralized by treasury bonds and mortgage-backed securities on deposit with FHLB. The total loan interest incurred through March 31, 2013, March 31, 2012 and December 31, 2012 was \$229,093, \$231,006 and \$929,100, respectively.

	Amount (\$)	
	March 31, 2013	December 31, 2012
FHLB stock purchased/owned as part of the agreement	3,900,100	3,900,100
Collateral pledged to the FHLB	20,822,627	20,855,324
Borrowing capacity currently available	95,001,119	106,477,942
Agreement assets and liabilities:		
General Account:		
a. Assets	-	-
b. Liabilities	-	-
Separate Account:		
c. Assets	24,722,727	24,755,424
d. Liabilities	-	-

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans:**A. Defined Benefit Plan:**

State Auto P&C sponsors a defined benefit pension plan covering substantially all State Auto Group employees hired prior to January 1, 2010. State Auto P&C also sponsors a postretirement health care benefit plan covering substantially all State Auto Group employees hired prior to January 1, 2010, and their beneficiaries if they retire from the State Auto Group upon reaching an age at which each such employee is eligible to retire.

The following provides the status of the Companies' share of the Pension and Supplemental Executive Retirement Plan ("SERP") (shown net below as 'Pension Benefits') plans, as well as, the Other Benefits plan as of December 31, 2012 and the transition date:

	Amount (\$)			
	Pension Benefits		Other Benefits	
	January 1, 2013	December 31, 2012	January 1, 2013	December 31, 2012
Accumulated benefit obligation	(117,135,481)	(113,212,059)	N/A	N/A
Projected benefit obligation	(124,514,314)	(124,514,314)	(13,118,062)	(13,118,062)
Plus: non-vested liability	(4,757,736)	(4,757,736)	-	-
Total projected benefit obligation	(129,272,050)	(129,272,050)	(13,118,062)	(13,118,062)
Plan assets at fair value	84,880,322	84,880,322	986,986	986,986
Funded status	(44,391,728)	(44,391,728)	(12,131,076)	(12,131,076)
Transition obligation (asset)	-	-	-	(382,164)
Prior service cost (credit)	-	194,921	-	(11,392,072)
Prior service cost (non-vested)	-	4,757,736	-	-
Unrecognized losses (gains)	-	68,484,158	-	1,082,277
Total unrecognized items	-	73,436,815	-	(10,691,959)
Net overfunded plan asset (liability for benefits)	(44,391,728)	29,045,087	(12,131,076)	(22,823,035)

In the March 31, 2013 financial statements, underfunded Pension and SERP obligations were reflected as follows:

- Accrued benefit cost – \$28,188,219
- Pension benefits liability (aggregate write-in for liabilities) – (\$43,480,151)

In the March 31, 2013 financial statements, underfunded Other Benefits obligations were reflected as follows:

- Accrued Benefit Cost – (\$22,433,502)
- Retiree medical benefits liability (aggregate write-in for liabilities) – (\$12,002,016)

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans (continued):

(6)	Amount (\$)			
	Pension Benefits		Other Benefits	
	2013	2012	2013	2012
Components of net periodic benefit cost				
(a) Service cost	4,648,433	5,545,067	-	95,231
(b) Interest cost	5,144,683	4,971,931	509,784	591,317
(c) Expected return on plan assets for the period	(6,454,510)	(6,122,848)	(74,024)	(71,168)
(d) Transition asset or obligation	-	-	(218,380)	(218,380)
(e) Gains and losses	4,643,345	4,033,252	-	33,867
(f) Prior service cost recognized	2,430,435	70,326	(823,529)	(823,529)
(h) Total net period (benefit) cost	10,412,386	8,497,728	(606,149)	(392,663)

13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations:

No substantial change from December 31, 2012.

14. Contingencies:**F. All Other Contingencies:**

In April 2013, a putative class action lawsuit (Schumacher vs. State Automobile Mutual Insurance Company, et al.) was filed against State Auto Mutual, State Auto Financial and State Auto P&C in Federal District Court in Ohio. Plaintiffs' claims relate to State Auto Group's homeowners insurance to value ("ITV") program and allege that the Company's homeowners policy limits and premiums were improperly increased, causing them to purchase coverage in excess of that which was necessary to insure them in the event of loss. Plaintiffs' claims include breach of good faith and fair dealing, negligent misrepresentation and fraud, violation of the Ohio Deceptive Trade Practices Act, and fraudulent inducement. Plaintiffs are seeking class certification and compensatory and punitive damages to be determined by the court. The Company intends to deny any and all liability to plaintiffs or the alleged class and to vigorously defend this lawsuit.

Based on the Company's current understanding and assessment of this case, this matter is not expected to have a material adverse effect on results of operations.

15. Leases:

No substantial change from December 31, 2012.

16. Information about Financial Instruments with Off-Balance-Sheet Risk and Financial Instruments with Concentrations of Credit Risk:

No substantial change from December 31, 2012.

17. Sale, Transfer and Servicing of Financial Instruments and Extinguishments of Liabilities:**B. Transfer and Servicing of Financial Assets:**

2. Servicing Assets and Servicing Liabilities:
 - b. Specified Servicing Fees: None.
4. Securitizations, Asset-backed Financing Agreements and Similar Transfers with Continued Involvement:
 - a. Income Statements Presented: None.
 - b. Statement of Financial Position Presented: None.

C. Wash Sales: None.**18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans:**

No substantial change from December 31, 2012.

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators:

No substantial change from December 31, 2012.

20. Fair Value Measurement:**A. Inputs Used for Assets and Liabilities Measured and Reported at Fair Value:**

Level 1 – Quoted Prices in Active Markets for Identical Assets and Liabilities: This category, for items measured at fair value on a recurring basis, includes exchange-traded common stocks and other invested assets. The estimated fair value of the equity securities within this category are based on unadjusted market prices provided by the Securities Valuation Office ("SVO") and are thus classified as level 1. The Company's other invested assets include an investment that consists primarily of holdings in publicly-traded mutual funds. The Company believes that its prices for these publicly-traded mutual funds, which are based on an observable market price for an identical asset in an active market, reflect their fair values.

Level 2 – Significant Other Observable Inputs: This category, for items measured at fair value on a recurring basis, includes other invested assets. The Company's other invested assets include one international private equity fund, Silchester International Partners Ltd. that invests in equity securities of foreign issuers and is managed by a third party investment manager. The estimated fair value of the fund within this category is based on net asset value obtained from third party trustee statements and have been classified as level 2 in item 1 below.

Level 3 – Significant Unobservable Inputs: This category, for items measured at fair value on a recurring basis, includes common stocks that are not publicly traded. The estimated fair value of the equity securities within this category are based on per share cost and are thus classified as level 3. The Company holds equity securities as a member of Federal Home Loan Bank of Cincinnati (FHLB), which is not publicly traded. SVO does not provide a fair value for this security. The company also holds equity securities of BroadStreet Capital that are valued at US GAAP equity value. These equity securities have been disclosed in Level 3 in item 1 below.

1. The Company has categorized its assets that are measured at fair value into the three-level fair value hierarchy as reflected in the following table. The Company has no liabilities that are measured and reported at fair value. See item 3 below for a discussion of the Company's transfer policy. See item 4 below for a discussion of Level 2 and Level 3 assets.

Fair Value Measurements at Reporting Date	Amount (\$)			
Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Common stock				
Industrial and misc	45,531,490	-	18,832,504	64,363,994
Total common stocks	45,531,490	-	18,832,504	64,363,994
Other invested assets				
Any other class of asset	3,757,444	-	-	3,757,444
Partnership interests	-	19,058,843	-	19,058,843
Total other invested assets	3,757,444	19,058,843	-	22,816,287
Total assets at fair value	49,288,934	19,058,843	18,832,504	87,180,281

20. Fair Value Measurement (continued):

2. Fair Value Measurements in (Level 3) of the Fair Value Hierarchy:

Description	Amount (\$)									Ending Balance at 03/31/2013
	Beginning Balance at 01/01/2013	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	
a. Assets:										
Common stock										
Industrial and misc	18,099,900	-	-	-	732,604	-	-	-	-	18,832,504
Total assets	18,099,900	-	-	-	732,604	-	-	-	-	18,832,504

3. Transfers between level categorizations may occur due to changes in the availability of market observable inputs. Transfers in and out of level categorizations are reported as having occurred at the beginning of the quarter in which the transfer occurred. There were no transfers between level categorizations as of March 31, 2013.

4. As of March 31, 2013 and December 31, 2012, the reported fair value of the Company's investment in Level 2, the fund, was \$19,058,843 and \$17,721,641, respectively. See item A above for a discussion of valuation techniques and inputs used in determining fair value. Since the Company can redeem its investment in the fund at net asset value per share at the measurement date, it is classified as Level 2. As of March 31, 2013, and December 31, 2012, the reported fair value of the Company's investment in Level 3, equity securities of FHLB, was \$3,900,100 and \$3,900,100, respectively. See item A above for a discussion of valuation techniques and inputs used in determining fair value. Since these equity securities are not publicly traded, they are classified as Level 3. As of March 31, 2013, and December 31, 2012, the reported fair value of the Company's investment in Level 3, equity securities of BroadStreet Capital, was \$14,932,404 and \$14,199,800, respectively. See item A above for a discussion of valuation techniques and inputs used in determining fair value.

5. The Company has no derivative assets or liabilities.

B. Other Fair Value Disclosures: Not applicable.

C. Fair Values for All Financial Instruments by levels 1, 2, and 3:

See Item A for a discussion on valuation techniques for assets and liabilities that are measured and reported at fair value.

The Company utilizes information provided by the SVO to estimate fair value measurements for the majority of its fixed maturities. If market data is not provided by the SVO, fair value is determined by using data provided by a nationally recognized pricing service.

The Company estimates the fair value of the notes payable to affiliates using market quotations for U.S. treasury securities with similar maturity dates and applies an appropriate credit spread.

March 31, 2013:

Type of Financial Instrument	Amount (\$)					Not Practicable (Carrying Value)
	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	
Bonds	422,172,851	406,434,369	-	422,172,851	-	-
Common stocks	64,363,994	64,363,994	45,531,490	-	18,832,504	-
Cash equivalents and short-term investments	36,718,130	36,718,130	36,718,130	-	-	-
Other invested assets	66,925,253	66,925,253	3,757,445	19,058,843	-	44,108,965
Borrowed money	79,278,947	70,000,000	-	79,278,947	-	-

December 31, 2012:

Type of Financial Instrument	Amount (\$)					Not Practicable (Carrying Value)
	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	
Bonds	442,065,608	424,703,535	-	442,065,608	-	-
Common stocks	59,535,391	59,535,391	41,435,491	-	18,099,900	-
Cash equivalents and short-term investments	35,678,166	35,678,166	35,678,166	-	-	-
Other invested assets	66,071,712	66,071,712	3,085,536	17,721,641	-	45,264,535
Borrowed money	78,298,946	70,000,000	-	78,298,946	-	-

D. Not Practical to Estimate Fair Values:

Type or Class of Financial Instrument	Carrying Value Amount (\$)	Effective Interest Rate	Maturity Date	Explanation
Other invested assets				
Surplus note - affiliate	1,000,000	3.25%	06/30/2017	Note is valued at unpaid principal balance. Interest on the unpaid principal balance of the note is payable semi-annually on June 30 th and December 31 st of each year, commencing December 31, 2012. Each principal and interest payment of the note may be made only with the prior approval of the Department and only to the extent the affiliate has sufficient surplus earnings to make such payments. Any payment of interest on and principal of the note is made only out of surplus or otherwise in accordance with the written approval of the Department.
Collateral loans – unaffiliated	43,108,965	multiple	multiple	Loans are valued at unpaid principal balance. Each loan agreement has an independent maturity date and effective interest rate. Financial assessments are not recalculated each year per loan agreement.

21. Other Items:

C. Other Disclosures:

Florida Statute 625.012(5) requires that the Company disclose the amount of Agents' balances or uncollected premiums and the premiums collected from "controlled" or "controlling" persons. The Company had \$191,433,663 and \$202,708,104 of uncollected premiums at March 31, 2013 and December 31, 2012, respectively. No premiums were collected from "controlled" or "controlling persons" during the year-to-date periods ended March 31, 2013 and December 31, 2012.

Pursuant to Florida Statutes 624.424, the Company is required to disclose any credit in loss reserves taken for anticipated recoveries from the Special Disability Trust Fund. The Company took no credits in the determination of its loss reserves for the periods ended March 31, 2013 and December 31, 2012. Additionally, the Special Disability Trust Fund made no assessments and issued no payments to the Company during the year-to-date periods ended March 31, 2013 and December 31, 2012.

21. Other Items (continued):

Short-term money market investments in the amount of \$18,488,431 and \$9,794,804 and bonds in the amount of \$188,214,969 and \$185,648,298 were held in trust and pledged as collateral for the benefit of State National Insurance Company as required by a reinsurance agreement as of March 31, 2013 and December 31, 2012, respectively.

22. Events Subsequent:

Subsequent events have been considered through May 8, 2013 for the statutory statement issued on May 8, 2013.

23. Reinsurance:

No substantial change from December 31, 2012.

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination:

No substantial change from December 31, 2012.

25. Changes in Incurred Losses and Loss Adjustment Expenses:

Year to date, the provision for incurred losses and loss adjustment expenses attributable to prior years decreased. Included in the decrease is favorable development in Private Passenger Auto Liability, Workers Compensation and Other Liability lines. Offsetting a portion of this favorable development are increases in prior year incurred losses and loss adjustment expenses mainly in Private Passenger Auto No-Fault, Inland Marine, and Commercial Multi-Peril Liability lines of business. The overall decrease is generally the result of ongoing analysis of recent loss development trends and subsequent reserve reviews using more mature claims data. Original estimates are increased or decreased as additional information becomes known regarding individual claims.

26. Intercompany Pooling Arrangements:

Per SSAP No. 62R – *Property and Casualty Reinsurance*, ceded reinsurance written premiums payable may be deducted from amounts due from the reinsurer when a legal right of offset exists. As the Pooling Arrangement and affiliated reinsurance agreement provide for the right of offset, the Company has netted within the Statement of Assets and Liabilities the amount due to each State Auto Pool participant under ceded reinsurance written premiums payable with the amount due from the same participant on assumed reinsurance written premiums receivable for transactions under the agreements. The following tabular presentation reflects the ceded reinsurance written premiums payable and assumed reinsurance written premiums receivable at December 31, 2012, between each State Auto Pool participant and State Auto Mutual resulting in the net amount due to or due from State Auto Mutual:

	Amount (\$)		
	Assumed Reinsurance Written Premiums Receivable from State Auto Mutual	Ceded Reinsurance Written Premiums Payable to State Auto Mutual	Net Assumed Reinsurance Written Premiums Receivable/(Net Ceded Reinsurance Written Premiums Payable)
State Auto P&C	206,939,879	172,717,967	34,221,912
Milbank	56,807,026	21,087,867	35,719,159
SA Wisconsin	-	6,461,531	(6,461,531)
SA Ohio	-	15,555,980	(15,555,980)
Meridian Security	-	47,039,631	(47,039,631)
Meridian Citizens Mutual	2,028,822	12,217,422	(10,188,600)
Patrons Mutual	2,028,822	14,944,923	(12,916,101)
Rockhill	-	32,674,546	(32,674,546)
Plaza	-	21,549,214	(21,549,214)
American Compensation	-	11,623,473	(11,623,473)
Bloomington Compensation	-	548,082	(548,082)

The following tabular presentation reflects the reinsurance receivable and payable on loss and loss adjustment expense paid at March 31, 2013, between each State Auto Pool participant and State Auto Mutual:

	Amount (\$)	
	Assumed Reinsurance Loss and Loss Adjustment Expense Paid from State Auto Mutual	Ceded Reinsurance Loss and Loss Adjustment Expense Paid to State Auto Mutual
State Auto P&C	121,222,908	95,334,748
Milbank	33,276,877	11,834,910
SA Wisconsin	-	5,021,865
SA Ohio	-	8,150,476
Meridian Security	-	30,612,307
Meridian Citizens Mutual	1,188,460	4,319,804
Patrons Mutual	1,188,460	7,732,039
Rockhill	-	5,023,496
Plaza	-	8,431,688
American Compensation	-	5,348,164
Bloomington Compensation	-	710,548

The following tabular presentation reflects all other intercompany amounts due from and due to State Auto Mutual from entities participating in the Pooling Arrangement at March 31, 2013:

	Amount (\$)	
	Intercompany Amounts Due from State Auto Mutual	Intercompany Amounts Due to State Auto Mutual
State Auto P&C	-	20,181,289
Milbank	-	16,418,045
SA Wisconsin	1,422,991	-
SA Ohio	7,536,734	-
Meridian Security	17,268,076	-
Meridian Citizens Mutual	7,583,697	-
Patrons Mutual	3,554,459	-
Rockhill	1,116,057	-
Plaza	3,711,670	-
American Compensation	2,903,283	-
Bloomington Compensation	210,853	-

Additionally, SA Wisconsin owes State Auto P&C \$49,049, Plaza owes Rockhill \$418,002, Rockhill owes American Compensation \$4,358, American Compensation owes Plaza \$507,973, and American Compensation owes Bloomington Compensation \$22,646.

27. Structured Settlements:

No substantial change from December 31, 2012.

28. Health Care Receivables:

No substantial change from December 31, 2012.

29. Participating Policies:

No substantial change from December 31, 2012.

30. Premium Deficiency Reserves:

No substantial change from December 31, 2012.

31. High Deductibles:

As of March 31, 2013 and December 31, 2012, the amount of reserve credit recorded for high deductibles on unpaid claims was \$1,089,588 and \$592,092, respectively, and the amount billed and recoverable on paid claims was \$24,687 and \$114,714, respectively.

32. Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses:

No substantial change from December 31, 2012.

33. Asbestos/Environmental Reserves:

No substantial change from December 31, 2012.

34. Subscriber Savings Accounts:

No substantial change from December 31, 2012.

35. Multiple Peril Crop Insurance:

No substantial change from December 31, 2012.

36. Financial Guaranty Insurance:

B. Schedule of Insured Financial Obligations: Not applicable.

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES - GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [X] No []

1.2 If yes, has the report been filed with the domiciliary state? Yes [X] No []

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 [X] No []

2.2 If yes, date of change: 3/1/2013.....

3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [X] No []

3.2 If the response to 3.1 is yes, provide a brief description of those changes.
On March 31, 2013, Litchfield was merged into Patrons Mutual.

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]

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

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? Yes [] No [X] N/A []
If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2008.....

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2008.....

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 3/1/2010.....

6.4 By what department or departments?
Ohio Department of Insurance

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

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A [X]

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

7.2 If yes, give full information:

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

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

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the 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

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []

(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

(c) Compliance with applicable governmental laws, rules and regulations;

(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

(e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [] No [X]

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

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

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

PART 1 - FINANCIAL

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

10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....0

PART 1 - INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [X] No []

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

The loan from the Federal Home Loan Bank of Cincinnati is collateralized by treasury bonds and mortgage-backed securities on deposit with the Federal Home Loan Bank of Cincinnati. Additionally, a grantor trust has been established for a reinsurance agreement with State National at JP Morgan Chase.

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

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [X] No []

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds.....	\$0	\$0
14.22 Preferred Stock.....	\$0	\$0
14.23 Common Stock.....	\$603,457,334	\$617,423,994
14.24 Short-Term Investments.....	\$0	\$0
14.25 Mortgage Loans on Real Estate.....	\$0	\$0
14.26 All Other.....	\$1,000,000	\$1,000,000
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$604,457,334	\$618,423,994
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above.....	\$0	\$0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2:	\$.....0
16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2:	\$.....0
16.3 Total payable for securities lending reporting on the liability page:	\$.....0

17. 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 []

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

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Chase Worldwide Securities	1111 Polaris Parkway, Suite 2N, Columbus, Ohio 43240
The Northern Trust Company	50 S. LaSalle Street, B-10, Chicago, Illinois 60675

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

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
Federal Home Loan Bank	Cincinnati, Ohio	Investment required as a provision of obtaining loans.

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?

Yes [] No [X]

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

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

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

1 Central Registration Depository	2 Name(s)	3 Address
131394	Cortina Asset Management	330 Kilbourn, Suite 850, Milwaukee, WI 53202

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

Yes [X] No []

18.2 If no, list exceptions:

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
GENERAL INTERROGATORIES (continued)

PART 2
PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [X] No [] N/A []

If yes, attach an explanation.

The Pooling Arrangement was amended to increase Patrons Mutual's participation percentage to 0.5% from 0.4% due to its merger with Litchfield, effective March 31, 2013.

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

If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

1 Line of Business	2 Maximum Interest	3 Disc. Rate	Total Discount				Discount Taken During Period			
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
	.....0.000	.....0.000	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0
Total.....	.....XXX...	.....XXX.....	.....0	.....0	.....0	.....0	.....0	.....0	.....0	.....0

5. Operating Percentages:

5.1 A&H loss percent 107.7 %

5.2 A&H cost containment percent 0.4 %

5.3 A&H expense percent excluding cost containment expenses 2.4 %

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

Yes [] No [X]

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

0

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

Yes [] No [X]

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

0

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (YES or NO)

NONE

STATE AUTOMOBILE MUTUAL INSURANCE COMPANY
SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1. Alabama.....	.AL.....L.....	1,999,181	2,191,150	1,184,336	1,269,587	6,965,621	7,819,974
2. Alaska.....	.AK.....L.....	0	0	0	0	0	0
3. Arizona.....	.AZ.....L.....	656,939	589,528	876,838	166,918	3,377,977	3,464,648
4. Arkansas.....	.AR.....L.....	5,119,311	5,237,962	2,825,034	2,173,236	8,829,880	11,084,455
5. California.....	.CA.....Q.....	0	0	0	0	0	0
6. Colorado.....	.CO.....L.....	1,654,951	1,076,861	1,258,457	281,334	3,210,811	2,606,135
7. Connecticut.....	.CT.....L.....	131,764	604,988	17,494	35,627	1,441,392	981,984
8. Delaware.....	.DE.....L.....	(4,869)	134,142	1,467	(56,190)	79,501	51,973
9. District of Columbia.....	.DC.....L.....	31,382	(22,905)	0	8,620	354,743	334,668
10. Florida.....	.FL.....L.....	28,690	42,340	41,517	98,073	1,539,093	1,400,566
11. Georgia.....	.GA.....L.....	1,475,226	1,362,911	948,744	1,504,635	5,455,379	8,812,038
12. Hawaii.....	.HI.....L.....	0	0	0	0	0	0
13. Idaho.....	.ID.....L.....	0	0	0	0	0	0
14. Illinois.....	.IL.....L.....	2,577,221	2,424,434	1,047,160	1,180,020	23,739,901	20,804,344
15. Indiana.....	.IN.....L.....	5,178,092	5,608,118	2,597,955	2,428,340	16,582,943	19,166,065
16. Iowa.....	.IA.....L.....	385,384	767,312	263,748	218,771	1,489,363	2,015,360
17. Kansas.....	.KS.....L.....	1,210,242	798,815	367,928	409,581	1,773,979	1,286,563
18. Kentucky.....	.KY.....L.....	4,232,229	5,108,825	1,792,101	3,248,854	14,609,790	21,068,467
19. Louisiana.....	.LA.....L.....	3,829	0	0	0	0	0
20. Maine.....	.ME.....L.....	0	0	0	0	0	0
21. Maryland.....	.MD.....L.....	5,580,164	5,971,507	3,222,792	3,137,787	16,424,701	15,274,605
22. Massachusetts.....	.MA.....L.....	30,846	67,617	84,485	5,050	394,672	27,971
23. Michigan.....	.MI.....L.....	10,000,130	8,262,454	7,686,801	6,039,850	55,886,180	53,223,225
24. Minnesota.....	.MN.....L.....	768,299	927,113	395,791	337,882	4,500,008	5,349,894
25. Mississippi.....	.MS.....L.....	630,711	449,376	49,743	407,394	1,284,929	1,075,887
26. Missouri.....	.MO.....L.....	403,246	491,233	2,820,302	427,948	1,660,802	1,852,627
27. Montana.....	.MT.....L.....	0	0	0	0	0	0
28. Nebraska.....	.NE.....L.....	0	0	0	0	0	0
29. Nevada.....	.NV.....L.....	0	0	0	0	0	0
30. New Hampshire.....	.NH.....L.....	0	0	0	0	0	0
31. New Jersey.....	.NJ.....L.....	0	0	0	0	0	0
32. New Mexico.....	.NM.....L.....	0	0	0	0	0	0
33. New York.....	.NY.....L.....	0	0	0	0	0	0
34. North Carolina.....	.NC.....L.....	2,614,593	2,366,280	748,989	1,064,027	5,918,209	6,250,586
35. North Dakota.....	.ND.....L.....	42,012	58,758	18,432	5,910	987,897	445,215
36. Ohio.....	.OH.....L.....	33,687,650	35,212,608	14,833,782	19,641,878	79,815,184	89,067,252
37. Oklahoma.....	.OK.....L.....	272,438	459,413	33,663	204,391	1,409,734	1,440,641
38. Oregon.....	.OR.....L.....	0	0	0	0	0	0
39. Pennsylvania.....	.PA.....L.....	3,899,937	4,119,865	2,348,225	2,977,348	25,551,888	25,542,837
40. Rhode Island.....	.RI.....L.....	0	0	0	0	0	0
41. South Carolina.....	.SC.....L.....	5,481,867	4,918,387	2,931,725	2,746,215	9,257,336	7,826,179
42. South Dakota.....	.SD.....L.....	53,804	54,161	16,789	3,498	369,418	362,012
43. Tennessee.....	.TN.....L.....	4,703,723	4,574,688	1,668,413	1,914,831	22,095,417	21,670,871
44. Texas.....	.TX.....L.....	12,039,476	10,426,842	3,755,699	2,700,862	30,914,524	25,934,781
45. Utah.....	.UT.....L.....	70,377	43,940	24,171	17,185	388,526	158,394
46. Vermont.....	.VT.....L.....	0	0	0	0	0	0
47. Virginia.....	.VA.....L.....	664,935	665,176	401,344	95,757	3,929,006	3,662,379
48. Washington.....	.WA.....L.....	0	0	0	0	0	0
49. West Virginia.....	.WV.....L.....	739,835	952,779	300,954	293,836	4,217,360	3,981,944
50. Wisconsin.....	.WI.....L.....	398,684	627,936	158,475	100,710	2,263,817	1,817,873
51. Wyoming.....	.WY.....L.....	0	0	0	0	0	0
52. American Samoa.....	.AS.....N.....	0	0	0	0	0	0
53. Guam.....	.GU.....N.....	0	0	0	0	0	0
54. Puerto Rico.....	.PR.....N.....	0	0	0	0	0	0
55. US Virgin Islands.....	.VI.....N.....	0	0	0	0	0	0
56. Northern Mariana Islands.....	.MP.....N.....	0	0	0	0	0	0
57. Canada.....	.CAN.....N.....	0	0	0	0	0	0
58. Aggregate Other Alien.....	.OT.....XXX.....	0	0	0	0	0	0
59. Totals.....	(a).....50	106,762,298	106,574,614	54,723,355	55,089,764	356,719,978	365,862,413

DETAILS OF WRITE-INS

58001.....	XXX.....	0	0	0	0	0	0
58002.....	XXX.....	0	0	0	0	0	0
58003.....	XXX.....	0	0	0	0	0	0
58998. Summary of remaining write-ins for Line 58 from overflow page.....	XXX.....	0	0	0	0	0	0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above).....	XXX.....	0	0	0	0	0	0

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

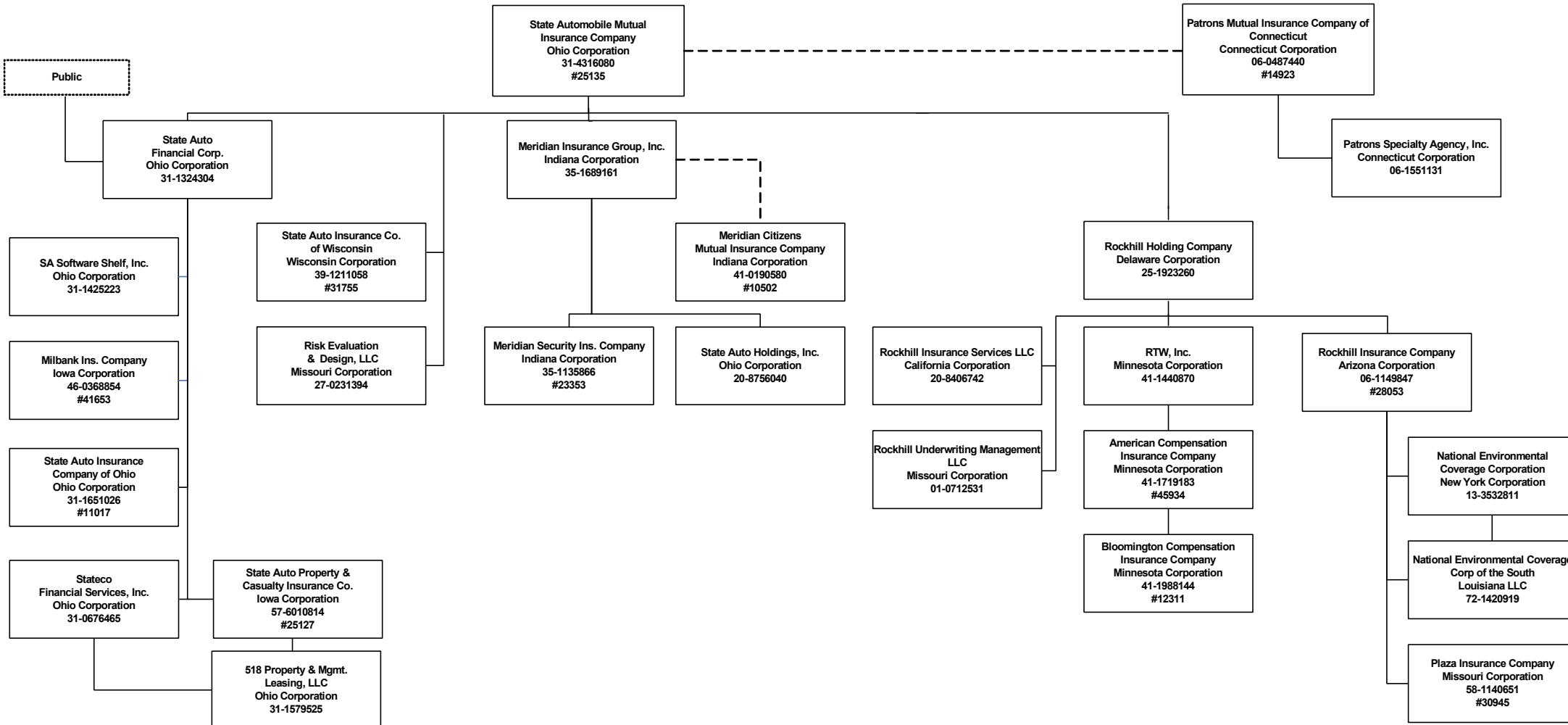
(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

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

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

PART 1 – ORGANIZATIONAL CHART

ORGANIZATIONAL STRUCTURE OF STATE AUTO HOLDING COMPANY SYSTEM



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 Federal ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15
Members														
0175.....	State Auto Group.....	45934.....	41-1719183	0.....	0.....		American Compensation Insurance Company.....	MN.....	DS.....	RTW, Inc.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	12311.....	41-1988144	0.....	0.....		Bloomington Compensation Insurance Company....	MN.....	DS.....	American Compensation Insurance Company....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	10502.....	41-0190580	0.....	0.....		Meridian Citizens Mutual Insurance Company....	IN.....	IA.....	Meridian Insurance Group, Inc.....	Board.....	...0.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	23353.....	35-1135866	0.....	0.....		Meridian Security Insurance Company.....	IN.....	DS.....	Meridian Insurance Group, Inc.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	41653.....	46-0368854	0.....	0.....		Milbank Insurance Company.....	IA.....	DS.....	State Auto Financial Corp.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	14923.....	06-0487440	0.....	0.....		Patrons Mutual Insurance Company of Connecticut	CT.....	IA.....	State Automobile Mutual Insurance Company....	Board.....	...0.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	30945.....	58-1140651	0.....	0.....		Plaza Insurance Company.....	MO.....	DS.....	Rockhill Insurance Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	28053.....	06-1149847	0.....	0.....		Rockhill Insurance Company.....	AZ.....	DS.....	Rockhill Holding Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	11017.....	31-1651026	0.....	0.....		State Auto Insurance Company of Ohio.....	OH.....	DS.....	State Auto Financial Corp.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	31755.....	39-1211058	0.....	0.....		State Auto Insurance Company of Wisconsin.....	WI.....	DS.....	State Automobile Mutual Insurance Company....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	25127.....	57-6010814	0.....	0.....		State Auto Property & Casualty Insurance Company	IA.....	DS.....	State Auto Financial Corp.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0175.....	State Auto Group.....	25135.....	31-4316080	0.....	0.....		State Automobile Mutual Insurance Company.....	OH.....		Members.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	31-1579525	0.....	0.....		518 Property & Mgmt. Leasing, LLC.....	OH.....	DS.....	State Auto Property & Casualty Insurance Company	Management.....	...0.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	35-1689161	0.....	0000809801		Meridian Insurance Group, Inc.....	IN.....	DS.....	State Automobile Mutual Insurance Company....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	13-3632811	0.....	0.....		National Environmental Coverage Corporation.....	NY.....	DS.....	Rockhill Insurance Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	72-1420919	0.....	0.....		National Environmental Coverage Corporation of the South	LA.....	DS.....	Rockhill Insurance Company & National Environmental Coverage Corporation	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	1.....
0.....	State Auto Group.....	0.....	06-1551131	0.....	0.....		Patrons Specialty Agency, Inc.....	CT.....	NIA.....	Patrons Mutual Insurance Company of Connecticut	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	27-0231394	0.....	0.....		Risk Evaluation & Design, LLC.....	MO.....	DS.....	State Automobile Mutual Insurance Company....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	25-1923260	0.....	0001347161		Rockhill Holding Company.....	DE.....	DS.....	State Automobile Mutual Insurance Company....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	20-8406742	0.....	0.....		Rockhill Insurance Services LLC.....	CA.....	DS.....	Rockhill Holding Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	01-0712531	0.....	0.....		Rockhill Underwriting Management LLC.....	MO.....	DS.....	Rockhill Holding Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	41-1440870	0.....	0000915781		RTW, Inc.....	MN.....	DS.....	Rockhill Holding Company.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	31-1425223	0.....	0.....		SA Software Shelf, Inc.....	OH.....	DS.....	State Auto Financial Corp.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	31-1324304	0.....	0000874977	NASDAQ	State Auto Financial Corp.....	OH.....	DS.....	State Automobile Mutual Insurance Company....	Ownership.....	...62.400	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	20-8756040	0.....	0.....		State Auto Holdings, Inc.....	OH.....	DS.....	Meridian Insurance Group, Inc.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....
0.....	State Auto Group.....	0.....	31-0676465	0.....	0.....		Stateco Financial Services, Inc.....	OH.....	DS.....	State Auto Financial Corp.....	Ownership.....	...100.000	State Automobile Mutual Insurance Company....	0.....

Q12

Asterisk Explanation

Note:

1 Ownership is 50/50% by Rockhill Insurance Company and National Environmental Coverage Corporation

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
PART 1 - LOSS EXPERIENCE

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....	6,149,877	1,180,250	19.2	12.0
2. Allied lines.....	6,270,796	2,853,575	45.5	117.8
3. Farmowners multiple peril.....	0	0	0.0	0.0
4. Homeowners multiple peril.....	15,834,487	4,986,361	31.5	75.1
5. Commercial multiple peril.....	9,206,635	2,972,363	32.3	54.7
6. Mortgage guaranty.....	0	0	0.0	0.0
8. Ocean marine.....	33,152	(23)	(0.1)	(3.5)
9. Inland marine.....	2,289,717	712,679	31.1	18.6
10. Financial guaranty.....	0	0	0.0	0.0
11.1 Medical professional liability - occurrence.....	0	0	0.0	0.0
11.2 Medical professional liability - claims-made.....	0	0	0.0	0.0
12. Earthquake.....	431,431	0	0.0	1.1
13. Group accident and health.....	0	0	0.0	0.0
14. Credit accident and health.....	0	0	0.0	0.0
15. Other accident and health.....	1,586	3,112	196.3	(304.0)
16. Workers' compensation.....	8,116,715	3,919,658	48.3	55.0
17.1 Other liability-occurrence.....	11,464,610	8,182,653	71.4	32.4
17.2 Other liability-claims made.....	0	0	0.0	0.0
17.3 Excess workers' compensation.....	0	0	0.0	0.0
18.1 Products liability-occurrence.....	2,290,494	1,322,836	57.8	26.8
18.2 Products liability-claims made.....	0	0	0.0	0.0
19.1, 19.2 Private passenger auto liability.....	17,705,080	11,209,462	63.3	68.8
19.3, 19.4 Commercial auto liability.....	10,687,918	4,781,629	44.7	46.2
21. Auto physical damage.....	16,534,801	9,226,314	55.8	56.0
22. Aircraft (all perils).....	0	0	0.0	0.0
23. Fidelity.....	212,232	(40,176)	(18.9)	(11.7)
24. Surety.....	1,493,945	39,649	2.7	6.4
26. Burglary and theft.....	39,277	(198,183)	(504.6)	(6.0)
27. Boiler and machinery.....	369,972	154,808	41.8	18.8
28. Credit.....	0	0	0.0	0.0
29. International.....	0	0	0.0	0.0
30. Warranty.....	0	0	0.0	0.0
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0.0	0.0
35. Totals.....	109,132,725	51,306,967	47.0	56.1

DETAILS OF WRITE-INS

3401.	0	0.0	0.0	0.0
3402.	0	0.0	0.0	0.0
3403.	0	0.0	0.0	0.0
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0.0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0.0	0.0	0.0

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date		3 Prior Year Year to Date
		1	2	
1. Fire.....	5,735,426	5,735,426	5,863,129	
2. Allied lines.....	5,876,161	5,876,161	5,801,836	
3. Farmowners multiple peril.....	0	0	0.0	0.0
4. Homeowners multiple peril.....	13,294,877	13,294,877	13,202,350	
5. Commercial multiple peril.....	10,335,439	10,335,439	8,388,465	
6. Mortgage guaranty.....	0	0	0.0	0.0
8. Ocean marine.....	20,830	20,830	27,633	
9. Inland marine.....	2,289,942	2,289,942	2,330,599	
10. Financial guaranty.....	0	0	0.0	0.0
11.1 Medical professional liability - occurrence.....	0	0	0.0	0.0
11.2 Medical professional liability - claims made.....	0	0	0.0	0.0
12. Earthquake.....	370,531	370,531	412,194	
13. Group accident and health.....	0	0	0.0	0.0
14. Credit accident and health.....	0	0	0.0	0.0
15. Other accident and health.....	.835	.835	1,033	
16. Workers' compensation.....	9,095,952	9,095,952	8,379,135	
17.1 Other liability-occurrence.....	11,705,528	11,705,528	11,245,641	
17.2 Other liability-claims made.....	0	0	0.0	0.0
17.3 Excess workers' compensation.....	0	0	0.0	0.0
18.1 Products liability-occurrence.....	2,377,799	2,377,799	2,361,218	
18.2 Products liability-claims made.....	0	0	0.0	0.0
19.1 19.2 Private passenger auto liability.....	17,304,313	17,304,313	17,925,712	
19.3 19.4 Commercial auto liability.....	9,938,404	9,938,404	10,711,897	
21. Auto physical damage.....	16,263,918	16,263,918	17,614,844	
22. Aircraft (all perils).....	0	0	0.0	0.0
23. Fidelity.....	209,617	209,617	218,761	
24. Surety.....	1,555,925	1,555,925	1,662,573	
26. Burglary and theft.....	32,512	32,512	43,790	
27. Boiler and machinery.....	354,290	354,290	383,804	
28. Credit.....	0	0	0.0	0.0
29. International.....	0	0	0.0	0.0
30. Warranty.....	0	0	0.0	0.0
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	
34. Aggregate write-ins for other lines of business.....	0	0	0.0	0.0
35. Totals.....	106,762,298	106,762,298	106,574,614	

DETAILS OF WRITE-INS

3401.	0	0.0	0.0	0.0
3402.	0	0.0	0.0	0.0
3403.	0	0.0	0.0	0.0
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0.0	0.0	0.0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0.0	0.0	0.0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1	2	3	4	5	6	7	8	9	10	11	12	13
	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2010 + Prior	80,817	83,090	163,907	11,384	2,322	13,706	71,825	2,414	75,507	149,746	2,393	(2,847)	(455)
2. 2011	58,076	55,659	113,735	11,761	.684	12,445	49,778	3,409	45,990	99,178	3,463	(5,575)	(2,112)
3. Subtotals 2011 + Prior	138,892	138,750	277,642	23,145	3,006	26,151	121,603	5,823	121,498	248,924	5,856	(8,423)	(2,567)
4. 2012	100,351	108,163	208,513	28,325	8,012	36,337	75,045	10,819	87,647	173,511	3,020	(1,685)	1,335
5. Subtotals 2012 + Prior	239,243	246,913	486,156	51,470	11,018	62,489	196,648	16,642	209,145	422,435	8,875	(10,107)	(1,232)
6. 2013	XXX	XXX	XXX	XXX	26,340	26,340	XXX	27,608	38,216	65,823	XXX	XXX	XXX
7. Totals	239,243	246,913	486,156	51,470	37,358	88,828	196,648	44,250	247,360	488,258	8,875	(10,107)	(1,232)
8. Prior Year-End's Surplus As Regards Policyholders											Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. 3.7 %	2. (4.1)%	3. (0.3)%
												Col. 13, Line 7 Line 8	
												4. (0.2)%	

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	YES

Explanation:

- 1.
- 2.
- 3.
- 4.

Bar Code:



Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4 December 31, Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Advances.....	42,745	42,745	0	0
2505. Loss deductibles.....	519,217	51,922	467,295	523,426
2506. Prepaid pension asset.....	30,961,120	30,961,120	0	0
2507. Overfunded pension plan asset.....	(30,961,120)	(30,961,120)	0	0
2597. Summary of remaining write-ins for Line 25.....	561,962	94,667	467,295	523,426

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
2504. Deferred gain on asset transfers.....	0	171,410
2505. Miscellaneous liabilities.....	(13,879)	96,972
2506. Retroactive reinsurance reserves - assumed.....	485,995	793,317
2507. Retroactive reinsurance reserves - ceded.....	(87,380)	(87,380)
2508. Excess ceding commissions.....	63,276	63,276
2509. Minimum pension liability.....	0	25,739,445
2510. Pension benefits liability.....	43,480,150	0
2511. Retiree medical benefits liability.....	12,002,021	0
2597. Summary of remaining write-ins for Line 25.....	55,930,183	26,777,040

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
1404. Retroactive reinsurance gain (loss).....	87,972	68,286	(194,766)
1497. Summary of remaining write-ins for Line 14.....	87,972	68,286	(194,766)

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
3704. Unrecognized pension	(71,668,370)	0	0
3705. Unrecognized retiree medical	10,431,481	0	0
3797. Summary of remaining write-ins for Line 37.....	(61,236,889)	0	0

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	36,485,140	40,354,951
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	0
2.2 Additional investment made after acquisition.....	0	634,126
3. Current year change in encumbrances.....	0	0
4. Total gain (loss) on disposals.....	0	(123,244)
5. Deduct amounts received on disposals.....	0	382,839
6. Total foreign exchange change in book/adjusted carrying value.....	0	0
7. Deduct current year's other than temporary impairment recognized.....	0	0
8. Deduct current year's depreciation.....	997,488	3,997,854
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	35,487,652	36,485,140
10. Deduct total nonadmitted amounts.....	0	0
11. Statement value at end of current period (Line 9 minus Line 10).....	35,487,652	36,485,140

SCHEDULE B - VERIFICATION

Mortgage Loans

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

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	73,609,295	21,725,769
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....	0	47,026,761
2.2 Additional investment made after acquisition.....	542,391	11,735,757
3. Capitalized deferred interest and other.....	0	0
4. Accrual of discount.....	0	0
5. Unrealized valuation increase (decrease).....	1,707,158	(1,111,405)
6. Total gain (loss) on disposals.....	10,027	18,620
7. Deduct amounts received on disposals.....	1,314,241	5,786,207
8. Deduct amortization of premium and depreciation.....	0	0
9. Total foreign exchange change in book/adjusted carrying value.....	0	0
10. Deduct current year's other than temporary impairment recognized.....	0	0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	74,554,630	73,609,295
12. Deduct total nonadmitted amounts.....	0	0
13. Statement value at end of current period (Line 11 minus Line 12).....	74,554,630	73,609,295

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	1,087,696,267	926,614,392
2. Cost of bonds and stocks acquired.....	19,051,123	421,686,288
3. Accrual of discount.....	23,672	220,725
4. Unrealized valuation increase (decrease).....	18,468,116	(64,269,140)
5. Total gain (loss) on disposals.....	710,084	37,048,328
6. Deduct consideration for bonds and stocks disposed of.....	36,747,702	209,938,861
7. Deduct amortization of premium.....	878,291	2,673,479
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	100,904	20,991,986
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	1,088,222,365	1,087,696,267
11. Deduct total nonadmitted amounts.....	20,945,903	25,067,552
12. Statement value at end of current period (Line 10 minus Line 11).....	1,067,276,462	1,062,628,715

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	442,838,833	121,580,701	139,884,129	(905,682)	423,629,723	0	0	442,838,833
2. Class 2 (a).....	17,542,869	2,024,040	0	(44,133)	19,522,776	0	0	17,542,869
3. Class 3 (a).....	0	0	0	0	0	0	0	0
4. Class 4 (a).....	0	0	0	0	0	0	0	0
5. Class 5 (a).....	0	0	0	0	0	0	0	0
6. Class 6 (a).....	0	0	0	0	0	0	0	0
7. Total Bonds.....	460,381,702	123,604,741	139,884,129	(949,815)	443,152,499	0	0	460,381,702
PREFERRED STOCK								
8. Class 1.....	0	0	0	0	0	0	0	0
9. Class 2.....	0	0	0	0	0	0	0	0
10. Class 3.....	0	0	0	0	0	0	0	0
11. Class 4.....	0	0	0	0	0	0	0	0
12. Class 5.....	0	0	0	0	0	0	0	0
13. Class 6.....	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	460,381,702	123,604,741	139,884,129	(949,815)	443,152,499	0	0	460,381,702

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$....36,718,130; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999.....	36,718,130	XXX.....	36,718,130	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	35,678,165	26,511,191
2. Cost of short-term investments acquired.....	107,911,886	898,572,604
3. Accrual of discount.....	0	0
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals.....	0	0
6. Deduct consideration received on disposals.....	106,871,922	889,405,630
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other than temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	36,718,129	35,678,165
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11).....	36,718,129	35,678,165

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

Sch. E-Verification
NONE

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

SCHEDULE BA - PART 2

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designa- tion	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated												
000000 00 0	NCT Ventures Fund I, LP	Columbus	OH	NCT Ventures		08/29/2008	1	0	24,490	0	.50,394	.5.5
1999999.	Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Other - Unaffiliated							0	24,490	0	.50,394	.XXX
Any Other Class of Asset - Unaffiliated												
000000 00 0	Fidelity Group	Boston	MA			12/31/2001	0	0	517,901	0	0	0.0
3799999.	Total - Any Other Class of Asset - Unaffiliated							0	517,901	0	0	.XXX
3999999. Subtotal - Unaffiliated								0	542,391	0	.50,394	.XXX
4199999. Totals								0	542,391	0	.50,394	.XXX

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Changes in Book/Adjusted Carrying Value					15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B/A.C.V (9+10+11+12)						
Joint Venture or Partnership Interests That Have Underlying Characteristics of Common Stocks - Unaffiliated																		
000000 00 0	Silchester International Equity Trust	New York City	NY	Silchester International Investors Ltd	09/01/2009	03/01/2013	34,869	0	0	0	0	0	34,869	44,896	0	10,027	10,027	0
000000 00 0	Stonehenge Opportunity Fund II, LLC	Columbus	OH	Stonehenge Partners Inc	01/01/2005	03/01/2013	65,100	0	0	0	0	0	65,100	65,100	0	0	0	0
1599999.	Total - Joint Venture or Partnership Interests That Have Underlying Characteristics of Common Stocks - Unaffiliated						99,969	0	0	0	0	0	99,969	109,996	0	10,027	10,027	0
Collateral Loans - Unaffiliated																		
000000 00 0	Alliance Ins	Speedway	IN	Paydown	03/31/2012	03/01/2013	21,108	0	0	0	0	0	21,108	21,108	0	0	0	.641
000000 00 0	Frank Clark Agency	Columbia Station	OH	Paydown	03/31/2012	03/01/2013	7,493	0	0	0	0	0	7,493	7,493	0	0	0	.663
000000 00 0	Guild & Landis	Dayton	OH	Paydown	03/31/2012	03/01/2013	2,561	0	0	0	0	0	2,561	2,561	0	0	0	.1281
000000 00 0	McMicheal Ins	Akron	OH	Paydown	03/31/2012	03/01/2013	8,863	0	0	0	0	0	8,863	8,863	0	0	0	.832
000000 00 0	O'Neill Agency	Wadsworth	OH	Paydown	03/31/2012	03/01/2013	42,809	0	0	0	0	0	42,809	42,809	0	0	0	.294
000000 00 0	Sheward Insurance	Jackson	OH	Paydown	03/31/2012	03/01/2013	1,697	0	0	0	0	0	1,697	1,697	0	0	0	.43
000000 00 0	Sweet & Assoc	Bingham Farms	MI	Paydown	03/31/2012	03/01/2013	2,857	0	0	0	0	0	2,857	2,857	0	0	0	.60
000000 00 0	Weaver Insurance Group	Indianapolis	IN	Paydown	03/31/2012	03/01/2013	12,537	0	0	0	0	0	12,537	12,537	0	0	0	.187
000000 00 0	C.O Brown	Rochester	MN	Paydown	03/31/2012	03/01/2013	123,816	0	0	0	0	0	123,816	123,816	0	0	0	.50,343
000000 00 0	Correll Ins Agy	Spartanburg	SC	Paydown	03/31/2012	03/01/2013	201,330	0	0	0	0	0	201,330	201,330	0	0	0	.118,344
000000 00 0	Dimond Bros. Insurance Agency, Inc.	Paris	IL	Paydown	03/31/2012	03/01/2013	160,278	0	0	0	0	0	160,278	160,278	0	0	0	.51,552
000000 00 0	Gery Insurance Agency	Nashville	TN	Paydown	03/31/2012	03/01/2013	52,096	0	0	0	0	0	52,096	52,096	0	0	0	.16,448
000000 00 0	Insurance Partners	Westlake	OH	Paydown	03/31/2012	03/01/2013	55,630	0	0	0	0	0	55,630	55,630	0	0	0	.20,374
000000 00 0	Keller Stonebraker Ins	Hagerstown	MD	Paydown	03/31/2012	03/01/2013	120,618	0	0	0	0	0	120,618	120,618	0	0	0	.49,986
000000 00 0	Mowery Ins	Knoxville	TN	Paydown	03/31/2012	03/01/2013	31,097	0	0	0	0	0	31,097	31,097	0	0	0	.4,289
000000 00 0	Pillar Mgmt Group	Indianapolis	IN	Paydown	03/31/2012	03/01/2013	13,105	0	0	0	0	0	13,105	13,105	0	0	0	.2,310
000000 00 0	The Jim Lively Insurance, Inc.	Oakhill	WV	Paydown	03/31/2012	03/01/2013	23,517	0	0	0	0	0	23,517	23,517	0	0	0	.12,662
000000 00 0	The Partners	Binghamton	NY	Paydown	09/01/2012	03/01/2013	7,952	0	0	0	0	0	7,952	7,952	0	0	0	.6,809
000000 00 0	Valenti Trobec Chandler, Inc.	Troy	MI	Paydown	03/31/2012	03/01/2013	266,209	0	0	0	0	0	266,209	266,209	0	0	0	.98,802
2399999.	Total - Collateral Loans - Unaffiliated						1,155,573	0	0	0	0	0	1,155,573	1,155,573	0	0	0	.435,920
Any Other Class of Asset - Unaffiliated																		

SCHEDULE BA - PART 3

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances, Prior Year	Changes in Book/Adjusted Carrying Value						15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income
		3 City	4 State					9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization)/ Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B.I.A.C.V (9+10-11+12)	14 Total Foreign Exchange Change in B.I.A.C.V.						
000000 00 0	Fidelity Group.....	Boston.....	MA.....		12/31/2001	03/01/2013	48,675	0	0	0	0	0	0	48,675	48,675	0	0	0	0
3799999. Total - Any Other Class of Asset - Unaffiliated.....							48,675	0	0	0	0	0	0	48,675	48,675	0	0	0	0
3999999. Subtotal - Unaffiliated.....							1,304,217	0	0	0	0	0	0	1,304,217	1,314,244	0	10,027	10,027	435,920
4199999. Totals.....							1,304,217	0	0	0	0	0	0	1,304,217	1,314,244	0	10,027	10,027	435,920

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SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Government									
36177N KL 3	GNMA POOL# 793898 3.890% 04/15/52.....		..02/15/2013	Red Capital Markets.....		139,679	135,611	422	1
912828 SB 7	US TREASURY 0.250% 01/31/14.....		..01/15/2013	Stephens Inc.....		1,001,094	1,000,000	1,148	1
912828 TY 6	US TREASURY 1.625% 11/15/22.....		..01/15/2013	Various.....		1,626,039	1,650,000	4,242	1
912828 UN 8	US TREASURY NOTES 2.000% 02/15/23.....		..03/06/2013	None.....		301,781	300,000	331	1
0599999.	Total - Bonds - U.S. Government.....					3,068,593	3,085,611	6,143	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
011770 Z2 3	ALASKA ST SER B 5.000% 08/01/15.....		..03/01/2013	D.A. DAVIDSON.....		605,163	545,000	3,255	1FE
528828 2Y 1	LEWISVILLE TX INDPT SCH 2.000% 08/15/15.....		..03/01/2013	Robert W Baird.....		1,038,880	1,000,000	667	1FE
528828 ZZ 8	LEWISVILLE TX INDPT SCH 2.000% 08/15/16.....		..03/01/2013	Robert W Baird.....		1,050,250	1,000,000	667	1FE
88161Y CA 1	TETON CO IDAHO SCH DST 5.000% 09/15/20.....		..02/27/2013	Robert W Baird.....		577,690	500,000	11,736	1FE
917542 QM 7	UTAH ST 5.000% 07/01/16.....		..03/04/2013	D.A. DAVIDSON.....		602,606	525,000	4,813	1FE
2499999.	Total - Bonds - U.S. Political Subdivision of States, Territories & Possessions.....					3,874,589	3,570,000	21,138	XXX
Bonds - Industrial and Miscellaneous									
291011 BA 1	EMERSON ELECTRIC CO 5.000% 04/15/19.....		..03/04/2013	Key Capital Markets Inc.....		1,790,685	1,500,000	29,583	1FE
544152 AF 8	LORILLARD 2.300% 08/21/17.....		..02/25/2013	Stephens Inc.....		2,024,040	2,000,000	894	2FE
713448 BJ 6	PEPSICO INC 7.900% 11/01/18.....		..02/25/2013	Stephens Inc.....		4,934,949	3,700,000	94,998	1FE
3899999.	Total - Bonds - Industrial & Miscellaneous.....					8,749,674	7,200,000	125,475	XXX
8399997.	Total - Bonds - Part 3.....					15,692,856	13,855,611	152,756	XXX
8399999.	Total - Bonds.....					15,692,856	13,855,611	152,756	XXX
Common Stocks - Industrial and Miscellaneous									
000360 20 6	AAON INC.....		..03/14/2013	Cortina.....		1,890,000	46,497	XXX	0 L
008073 10 8	AEROVIRONMENT INC.....		..01/14/2013	Cortina.....		376,000	8,176	XXX	0 L
037833 10 0	APPLE INC.....	E	..02/05/2013	Stifel & Nicolaus.....		450,000	200,327	XXX	0 L
06846N 10 4	BILL BARRETT CORP.....		..01/09/2013	Cortina.....		4,992,000	90,318	XXX	0 L
126408 10 3	CSX CORP.....	E	..02/27/2013	Stifel & Nicolaus.....		7,500,000	171,675	XXX	0 L
14161H 10 8	CARDTRONICS INC.....		..01/07/2013	Cortina.....		263,000	6,129	XXX	0 L
25179M 10 3	DEVON ENERGY CORP.....		..02/22/2013	Morgan Stanley.....		2,500,000	137,217	XXX	0 L
29084Q 10 0	EMCOR GROUP INC.....		..02/08/2013	Cortina.....		1,243,000	46,396	XXX	0 L
36112J 10 7	FUSION IO INC.....		..03/13/2013	Cortina.....		7,301,000	125,718	XXX	0 L
369604 10 3	GENERAL ELECTRIC CORP.....	E	..02/27/2013	Various.....		17,500,000	407,625	XXX	0 L
379577 20 8	GLOBUS MEDICAL INC.....		..03/26/2013	Cortina.....		6,092,000	88,283	XXX	0 L
42210P 10 2	HEADWATERS INC.....		..03/19/2013	Cortina.....		6,383,000	67,368	XXX	0 L
428567 10 1	HIBBETT SPORTS INC.....		..02/05/2013	Cortina.....		754,000	39,050	XXX	0 L
436893 20 0	HOME BANCSHARES INC.....		..03/08/2013	Cortina.....		627,000	21,970	XXX	0 L
43739Q 10 0	HOMEAWAY INC.....		..02/25/2013	Cortina.....		2,574,000	73,598	XXX	0 U
45672H 10 4	INFOBLOX INC.....		..02/05/2013	Cortina.....		3,945,000	75,810	XXX	0 L
458140 10 0	INTEL CORP.....	E	..03/04/2013	Stifel & Nicolaus.....		7,500,000	158,399	XXX	0 U
46625H 10 0	JP MORGAN CHASE & CO.....		..03/04/2013	Morgan Stanley.....		5,000,000	245,492	XXX	0 L
483007 70 4	KAISER ALUMINUM CORP.....		..02/25/2013	Cortina.....		1,320,000	82,119	XXX	0 L

SCHEDULE D - PART 3

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
516806 10 6	LAREDO PETROLEUM INC.....		..03/13/2013	Cortina.....	1,169,000	21,957	XXX.....	0	L
53635B 10 7	LIQUIDITY SERVICES INC.....		..02/07/2013	Cortina.....	3,816,000	144,571	XXX.....	0	L
55608B 10 5	MACQUARIE INFRASTRUCTURE.....		..02/25/2013	Cortina.....	1,308,000	67,520	XXX.....	0	L
556269 10 8	STEVEN MADDEN LTD.....		..02/26/2013	Cortina.....	473,000	20,314	XXX.....	0	L
67072V 10 3	NXSTAGE MEDICAL INC.....		..02/28/2013	Cortina.....	1,798,000	20,296	XXX.....	0	L
691497 30 9	OXFORD INDUSTRIES INC.....		..02/15/2013	Cortina.....	1,709,000	81,208	XXX.....	0	L
742718 10 9	PROCTER & GAMBLE CO.....	E.....	..03/04/2013	Stifel & Nicolaus.....	2,500,000	190,634	XXX.....	0	L
78462F 10 3	S&P 500 SPDR.....		..02/05/2013	Stifel & Nicolaus.....	1,350,000	203,594	XXX.....	0	L
830566 10 5	SKECHERS USA INC.....		..02/07/2013	Cortina.....	827,000	15,995	XXX.....	0	L
866942 10 5	SUN HYDRAULICS.....		..03/05/2013	Cortina.....	905,000	26,128	XXX.....	0	L
88362T 10 3	THERMON GROUP HOLDINGS.....		..02/07/2013	Cortina.....	1,466,000	33,276	XXX.....	0	L
928645 10 0	VOLCANO CORP.....		..03/19/2013	Cortina.....	2,270,000	53,044	XXX.....	0	L
942749 10 2	WATTS WATER TECHNOLOGIES.....		..02/04/2013	Cortina.....	3,342,000	152,237	XXX.....	0	L
94946T 10 6	WELLCARE HEALTH PLANS.....		..03/19/2013	Cortina.....	742,000	42,562	XXX.....	0	L
98419Q 10 1	XOOM CORP.....		..02/15/2013	Cortina.....	107,000	1,712	XXX.....	0	L
806857 10 8	SCHLUMBERGER LTD.....	F.....	..03/04/2013	Morgan Stanley.....	2,500,000	191,052	XXX.....	0	L
909999.	Total - Common Stocks - Industrial & Miscellaneous.....					3,358,267	XXX.....	0	XXX.....
9799997.	Total - Common Stocks - Part 3.....					3,358,267	XXX.....	0	XXX.....
9799999.	Total - Common Stocks.....					3,358,267	XXX.....	0	XXX.....
9899999.	Total - Preferred and Common Stocks.....					3,358,267	XXX.....	0	XXX.....
9999999.	Total - Bonds, Preferred and Common Stocks.....					19,051,123	XXX.....	152,756	XXX.....

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:....2.

QEO4.1

SCHEDULE D - PART 4

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

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

Bonds - U.S. Government

36200B 6D 4	GNMA POOL# 596768 6.000% 12/15/32.....	03/01/2013	Paydown.....		3,603	3,603	3,711	3,703	0	(100)	0	(100)	0	3,603	0	0	0	36	12/15/2032	1.....
36210B DM 4	GNMA POOL# 487108 6.000% 04/15/29.....	03/01/2013	Paydown.....		19,475	19,475	20,492	20,438	0	(962)	0	(962)	0	19,475	0	0	0	148	04/15/2029	1.....
36213F ZS 5	GNMA POOL# 553453 3.500% 01/15/42.....	03/01/2013	Paydown.....		62,485	62,485	65,961	65,911	0	(3,426)	0	(3,426)	0	62,485	0	0	0	324	01/15/2042	1.....
36291E GV 7	GNMA POOL# 625812 6.400% 03/15/46.....	03/01/2013	Paydown.....		12,061	12,061	12,490	12,446	0	(386)	0	(386)	0	12,061	0	0	0	129	03/15/2046	1.....
36295F Z4 9	GNMA POOL # 669563 6.720% 12/15/50.....	03/01/2013	Paydown.....		9,159	9,159	9,377	9,369	0	(210)	0	(210)	0	9,159	0	0	0	103	12/15/2050	1.....
36295F ZN 7	GNMA POOL # 669549 6.150% 12/15/38.....	03/01/2013	Paydown.....		7,021	7,021	7,346	7,315	0	(294)	0	(294)	0	7,021	0	0	0	72	12/15/2038	1.....
36295V HW 2	GNMA POOL # 681645 6.250% 03/15/50.....	03/01/2013	Paydown.....		2,345	2,345	2,357	2,356	0	(11)	0	(11)	0	2,345	0	0	0	24	03/15/2050	1.....
83162B C4 2	SBA 100091 4.325% 02/25/37.....	03/01/2013	Paydown.....		41,732	41,732	45,083	45,012	0	(3,280)	0	(3,280)	0	41,732	0	0	0	301	02/25/2037	1.....
83162C RY 1	SBA 2008-20H 6.020% 08/01/28.....	02/01/2013	Paydown.....		45,347	45,347	53,198	52,848	0	(7,501)	0	(7,501)	0	45,347	0	0	0	1,426	08/01/2028	1.....
83162C SA 2	SBA 2008-20I 5.600% 09/01/28.....	03/01/2013	Paydown.....		128,294	128,294	147,013	147,013	0	(18,719)	0	(18,719)	0	128,294	0	0	0	2,802	09/01/2028	1.....
912828 HT 0	US TREASURY NOTES 2.750% 02/28/13.....	02/28/2013	Maturity.....		1,000,000	1,000,000	1,013,750	1,000,499	0	(499)	0	(499)	0	1,000,000	0	0	0	13,750	02/28/2013	1.....
912828 PR 5	US TREASURY NOTES 0.625% 01/31/13.....	01/31/2013	Maturity.....		3,500,000	3,500,000	3,500,000	3,500,000	0	0	0	0	0	3,500,000	0	0	0	12,188	01/31/2013	1.....
0599999.	Total - Bonds - U.S. Government.....				4,831,522	4,831,522	4,881,640	4,866,910	0	(35,388)	0	(35,388)	0	4,831,522	0	0	0	31,303	XXX	XXX

QEO5

Bonds - U.S. Special Revenue and Special Assessment

222102 AA 3	COULEE MEDICAL FOUNDATI 6.500% 04/20/36.....	03/20/2013	Call 100.0000.....		22,000	22,000	22,000	22,000	0	0	0	0	0	22,000	0	0	0	125	04/20/2036	1FE.....
3128LX BJ 8	FHLMC POOL# G01841 5.500% 06/01/35.....	03/01/2013	Paydown.....		433,881	433,881	479,032	477,833	0	(43,951)	0	(43,951)	0	433,881	0	0	0	3,938	06/01/2035	1.....
3128MJ RJ 1	FHLMC POOL# G08488 3.500% 04/01/42.....	03/01/2013	Paydown.....		352,945	352,945	368,387	368,096	0	(15,151)	0	(15,151)	0	352,945	0	0	0	1,877	04/01/2042	1.....
3128P7 JV 6	FHLMC POOL# C91176 5.500% 05/01/28.....	03/01/2013	Paydown.....		78,274	78,274	81,417	81,239	0	(2,965)	0	(2,965)	0	78,274	0	0	0	765	05/01/2028	1.....
3128P7 RH 8	FHLMC POOL# C91388 3.500% 02/01/32.....	03/01/2013	Paydown.....		593,443	593,443	624,136	623,403	0	(29,960)	0	(29,960)	0	593,443	0	0	0	3,270	02/01/2032	1.....
3128P7 SA 2	FHLMC POOL# C91413 3.500% 12/01/31.....	03/01/2013	Paydown.....		355,046	355,046	373,408	372,818	0	(17,773)	0	(17,773)	0	355,046	0	0	0	1,984	12/01/2031	1.....
3128PR CH 0	FHLMC POOL# J11872 4.000% 03/01/25.....	01/15/2013	Stephens Inc.....		3,464,058	3,272,803	3,460,990	3,456,437	0	4,399	0	4,399	0	3,460,835	0	3,223	3,223	16,728	03/01/2025	1.....
3128PR CH 0	FHLMC POOL# J11872 4.000% 03/01/25.....	01/01/2013	Paydown.....		172,942	172,942	182,886	182,646	0	(9,704)	0	(9,704)	0	172,942	0	0	0	576	03/01/2025	1.....
3128PR V4 8	FHLMC POOL# J12435 4.000% 06/01/25.....	01/15/2013	Stephens Inc.....		3,347,068	3,162,272	3,345,091	3,340,672	0	3,322	0	3,322	0	3,343,994	0	3,073	3,073	16,163	06/01/2025	1.....
3128PR V4 8	FHLMC POOL# J12435 4.000% 06/01/25.....	01/01/2013	Paydown.....		201,518	201,518	213,169	212,887	0	(11,369)	0	(11,369)	0	201,518	0	0	0	672	06/01/2025	1.....
3128PX 3Y 0	FHLMC POOL# J18015 3.500% 02/01/27.....	03/01/2013	Paydown.....		449,632	449,632	474,221	473,309	0	(23,677)	0	(23,677)	0	449,632	0	0	0	2,761	02/01/2027	1.....
31292L G3 3	FHLMC POOL# C03818 3.500% 04/01/42.....	03/01/2013	Paydown.....		144,376	144,376	151,053	150,926	0	(6,550)	0	(6,550)	0	144,376	0	0	0	675	04/01/2042	1.....
3132GR L5 8	FHLMC POOL# Q06348 3.500% 02/01/42.....	03/01/2013	Paydown.....		123,263	123,263	128,271	128,173	0	(4,910)	0	(4,910)	0	123,263	0	0	0	677	02/01/2042	1.....
3132GS DB 2	FHLMC POOL# Q06998 3.500% 03/01/42.....	03/01/2013	Paydown.....		173,492	173,492	181,516	181,404	0	(7,911)	0	(7,911)	0	173,492	0	0	0	1,313	03/01/2042	1.....
31331G G3 7	FEDERAL FARM CREDIT BAN 2.150% 02/04/13.....	02/04/2013	Maturity.....		2,150,000	2,150,000	2,148,388	2,149,918	0	82	0	82	0	2,150,000	0	0	0	23,113	02/04/2013	1.....
3133EA JS 8	FEDERAL FARM CREDIT BAN 2.300% 03/26/19.....	03/26/2013	Call 100.0000.....		5,000,000	5,000,000	5,000,000	5,000,000	0	0	0	0	0	5,000,000	0	0	0	57,500	03/26/2019	1.....
3134G3 QJ 2	FEDERAL HOME LOAN MTG C 2.000% 03/14/22.....	03/14/2013	Call 100.0000.....		3,000,000	3,000,000	2,986,500	3,008,005	0	(8,005)	0	(8,005)	0	3,000,000	0	0	0	30,000	03/14/2022	1.....
31359M QV 8	FEDERAL NATIONAL MTG AS 4.750% 02/21/13.....	02/21/2013	Maturity.....		2,000,000	2,000,000	2,165,520	2,006,494	0	(6,494)	0	(6,494)	0	2,000,000	0	0	0	47,500	02/21/2013	1.....
31360K DW 1	FNMA POOL# 08217 11.000% 12/01/15.....	03/01/2013	Paydown.....		.66	.66	.69	.66	0	(1)	0	(1)	0	.66	0	0	0	.1	12/01/2015	1.....
3136FT B4 0	FEDERAL NATIONAL MTG AS 1.875% 01/30/19.....	01/30/2013	Maturity.....		4,800,000	4,800,000	4,805,904	4,800,429	0	(429)	0	(429)	0	4,800,000	0	0	0	45,000	01/30/2019	1.....
31377Q XL 1	FNMA POOL# 384183 7.000% 09/01/31.....	03/01/2013	Paydown.....		7,265	7,265	7,610	7,504	0	(240)	0	(240)	0	7,265	0	0	0</td			

SCHEDULE D - PART 4

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

1	2	3 F o r e i g n	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22 NAIC Des- ign- ation or Market Indicator (a)
										11	12	13 Current Year's Temporary Impairment	14 Total Change in B/A.C.V. (11+12-13)	15 Foreign Exchange Carrying Value At B/A.C.V. Disposal Date							
CUSIP Identification	Description	Disposal Date		Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Other Than Temporary Impairment Recognized	Total Change in B/A.C.V. (11+12-13)	Book/ Adjusted Carrying Value At Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	Market Indicator (a)	
31377U KR 3	FNMA POOL# 387404 5.930% 05/01/35.....	03/01/2013	Paydown.....		5,772	5,772	6,032	5,980	0	(209)	0	(209)	0	5,772	0	0	0	57	05/01/2035	1.....	
31381K MP 1	FNMA POOL# 463066 5.850% 08/01/24.....	03/01/2013	Paydown.....		3,535	3,535	3,760	3,711	0	(176)	0	(176)	0	3,535	0	0	0	38	08/01/2024	1.....	
31381N UY 7	FNMA POOL# 465999 2.710% 09/01/17.....	03/01/2013	Paydown.....		21,927	21,927	23,164	23,001	0	(1,074)	0	(1,074)	0	21,927	0	0	0	104	09/01/2017	1.....	
31381Q YH 3	FNMA POOL# 467912 4.350% 05/01/21.....	03/01/2013	Paydown.....		23,405	23,405	23,727	23,666	0	(261)	0	(261)	0	23,405	0	0	0	181	05/01/2021	1.....	
31381R BN 3	FNMA POOL# 468145 4.310% 06/01/21.....	03/01/2013	Paydown.....		11,705	11,705	11,851	11,824	0	(119)	0	(119)	0	11,705	0	0	0	91	06/01/2021	1.....	
31381T VG 2	FNMA POOL# 470515 3.250% 02/01/22.....	03/01/2013	Paydown.....		7,711	7,711	8,063	8,033	0	(322)	0	(322)	0	7,711	0	0	0	44	02/01/2022	1.....	
31381U D2 0	FNMA POOL# 470921 2.725% 04/01/22.....	03/01/2013	Paydown.....		22,643	22,643	22,897	22,878	0	(236)	0	(236)	0	22,643	0	0	0	108	04/01/2022	1.....	
31381U RV 1	FNMA POOL# 471300 2.750% 10/01/20.....	03/01/2013	Paydown.....		22,333	22,333	22,556	22,540	0	(207)	0	(207)	0	22,333	0	0	0	108	10/01/2020	1.....	
31404P BV 2	FNMA POOL# 774152 6.000% 08/01/14.....	03/01/2013	Paydown.....		37,453	37,453	38,343	37,946	0	(493)	0	(493)	0	37,453	0	0	0	375	08/01/2014	1.....	
31405G DJ 6	FNMA POOL# 788605 6.000% 07/01/34.....	03/01/2013	Paydown.....		2,152	2,152	2,220	2,213	0	(61)	0	(61)	0	2,152	0	0	0	22	07/01/2034	1.....	
31413X PF 4	FNMA POOL# 958622 6.250% 04/01/19.....	03/01/2013	Paydown.....		6,837	6,837	7,106	7,003	0	(166)	0	(166)	0	6,837	0	0	0	63	04/01/2019	1.....	
31413X PS 6	FNMA POOL# 958633 4.900% 05/01/19.....	03/01/2013	Paydown.....		6,020	6,020	6,182	6,120	0	(100)	0	(100)	0	6,020	0	0	0	53	05/01/2019	1.....	
31417Y 7H 4	FNMA POOL# MA0895 3.500% 11/01/31.....	03/01/2013	Paydown.....		376,786	376,786	392,976	392,782	0	(15,996)	0	(15,996)	0	376,786	0	0	0	2,013	11/01/2031	1.....	
31418A BT 4	FNMA POOL# MA0949 3.500% 01/01/32.....	03/01/2013	Paydown.....		353,296	353,296	369,967	369,499	0	(16,204)	0	(16,204)	0	353,296	0	0	0	1,955	01/01/2032	1.....	
31418A CN 6	FNMA POOL# MA0976 3.500% 02/01/32.....	03/01/2013	Paydown.....		416,137	416,137	436,684	436,217	0	(20,080)	0	(20,080)	0	416,137	0	0	0	2,281	02/01/2032	1.....	
319999.	Total - Bonds - U.S. Special Revenue & Assessment.....				28,186,981	27,810,930	28,575,096	28,417,672	0	(236,991)	0	(236,991)	0	28,180,684	0	6,296	6,296	262,216	XXX...	XXX...	
8399997.	Total - Bonds - Part 4.....				33,018,503	32,642,452	33,456,736	33,284,582	0	(272,379)	0	(272,379)	0	33,012,206	0	6,296	6,296	293,519	XXX...	XXX...	
8399999.	Total - Bonds.....				33,018,503	32,642,452	33,456,736	33,284,582	0	(272,379)	0	(272,379)	0	33,012,206	0	6,296	6,296	293,519	XXX...	XXX...	

Common Stocks - Industrial and Miscellaneous

00207R 10 1	ATMI INC.....	02/06/2013	Cortina.....		12,709,000	261,062	XXX	229,832	265,364	(35,532)	0	0	(35,532)	0	229,832	0	31,230	31,230	0	XXX...	L.....
03820C 10 5	APPLIED INDUSTRIAL TECH.....	01/29/2013	Cortina.....		2,810,000	123,102	XXX	104,257	118,048	(13,792)	0	0	(13,792)	0	104,257	0	18,846	18,846	0	XXX...	L.....
053015 10 3	AUTOMATIC DATA PROCESSI.....	03/22/2013	Stifel & Nicolaus.....		5,000,000	319,425	XXX	205,816	285,050	(79,235)	0	0	(79,235)	0	205,816	0	113,610	113,610	2,175	XXX...	L.....
064058 10 0	BANK NEW YORK MELLON CO.....	01/22/2013	Morgan Stanley.....		10,000,000	266,200	XXX	210,079	257,000	(46,921)	0	0	(46,921)	0	210,079	0	56,121	56,121	0	XXX...	L.....
14161H 10 8	CARDTRONICS INC.....	01/28/2013	Cortina.....		7,432,000	194,639	XXX	165,092	170,192	(11,229)	0	0	(11,229)	0	165,092	0	29,547	29,547	0	XXX...	L.....
204166 10 2	COMMVAULT SYSTEMS INC.....	01/23/2013	Cortina.....		981,000	71,242	XXX	17,665	68,386	(50,721)	0	0	(50,721)	0	17,665	0	53,577	53,577	0	XXX...	L.....
227046 10 9	CROCS INC.....	02/19/2013	Cortina.....		9,383,000	138,555	XXX	86,614	135,021	(48,407)	0	0	(48,407)	0	86,614	0	51,941	51,941	0	XXX...	L.....
25278X 10 9	DIAMONDBACK ENERGY INC.....	01/09/2013	Cortina.....		1,712,000	35,111	XXX	29,960	32,733	(2,773)	0	0	(2,773)	0	29,960	0	5,151	5,151	0	XXX...	L.....
26433B 10 7	DUFF & HELPHS CORP.....	02/06/2013	Cortina.....		16,187,000	251,949	XXX	194,539	252,841	(58,302)	0	0	(58,302)	0	194,539	0	57,409	57,409	0	XXX...	L.....
30241L 10 9	FEI COMPANY.....	03/19/2013	Cortina.....		571,000	35,638	XXX	25,819	31,668	(5,849)	0	0	(5,849)	0	25,819	0	9,819	9,819	46	XXX...	L.....
384313 10 2	GRAFTECH INTERNATIONAL.....	02/27/2013	Cortina.....		20,245,000	149,995	XXX	182,003	190,101	(8,098)	0	0	(8,098)	0	182,003	0	(32,008)	(32,008)	0	XXX...	L.....
40171V 10 0	GUIDEWIRE SOFTWARE INC.....	03/25/2013	Cortina.....		4,004,000	135,679	XXX	96,102	118,999	(22,897)	0	0	(22,897)	0	96,102	0	39,576	39,576	0	XXX...	L.....
44930G 10 7	ICU MEDICAL INC.....	03/28/2013	Cortina.....		1,416,000	83,693	XXX	52,109	86,277	(34,168)	0	0	(34,168)	0	52,109	0	31,584	31,584	0	XXX...	L.....
502424 10 4	L3 COMMUNICATIONS HLDG.....	02/05/2013	Morgan Stanley.....		8,500,000	645,432	XXX	580,478	651,270	(70,792)	0	0	(70,792)	0	580,478	0	64,955	64,955	0	XXX...	L.....
57722W 10 6	MATTRESS FIRM HLDG.....	03/11/2013	Cortina.....		6,564,000	187,311	XXX	161,015	161,015	0	0	0	0	161,015	0	26,296	26,296	0	XXX...	L.....	
58933Y 10 5	MERCK & CO INC.....	02/05/2013	Stifel & Nicolaus.....		10,000,000	409,521	XXX	375,493	409,400	(33,907)	0	0	(33,907)	0	375,493	0	34,028	34,028	4,300	XXX...	L.....
699462 10 7	PAREXEL INTL CORP.....	03/12/2013	Cortina.....		2,608,000	94,890	XXX	49,622	77,171	(27,549)	0	0	(27,549)	0	49,622	0	45,268	45,268	0	XXX...	U.....

SCHEDULE D - PART 4

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

1 CUSIP Identification	2 Description	3 F o r e i g n	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7	8	9	10 Prior Year Book/ Adjusted Carrying Value	Change in Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value At Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Contractual Maturity Date	22 NAIC Desig- nation or Market Indicator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amortization)/ Accretion	13 Other Than Temporary Impairment	14 Total Change in B/A.C.V. (11+12-13)	15 Foreign Exchange Change in B/A.C.V.									
74733T 10 5	QLIK TECHNOLOGIES INC.....		03/22/2013	Cortina.....	2,752,000	70,561	XXX	60,874	59,773	1,101	0	0	1,101	0	60,874	0	9,687	9,687	0	XXX..	L.....		
75606N 10 9	REALPAGE INC.....		03/13/2013	Cortina.....	471,000	9,260	XXX	9,229	10,159	(930)	0	0	(930)	0	0	0	9,229	0	31	31	0	XXX..	L.....
82568P 30 4	SHUTTERFLY INC.....		02/06/2013	Cortina.....	701,000	28,058	XXX	15,955	20,939	(4,984)	0	0	(4,984)	0	0	15,955	0	12,103	12,103	0	XXX..	L.....	
868157 10 8	SUPERIOR ENERGY SERVICE.....		01/11/2013	Cortina.....	2,572,000	58,009	XXX	52,579	53,292	(713)	0	0	(713)	0	0	52,579	0	5,430	5,430	0	XXX..	L.....	
87612E 10 6	TARGET CORP.....		02/21/2013	Stifel & Nicolaus.....	2,500,000	157,426	XXX	118,569	147,925	(29,356)	0	0	(29,356)	0	0	118,569	0	38,858	38,858	900	XXX..	L.....	
98419Q 10 1	XOOM CORP.....		02/15/2013	Cortina.....	107,000	2,441	XXX	1,712	0	0	0	0	0	0	0	1,712	0	729	729	0	XXX..	L.....	
9099999.	Total - Common Stocks - Industrial & Miscellaneous.....				3,729,199	XXX	3,025,413	3,602,624	(585,054)	0	0	(585,054)	0	0	3,025,413	0	703,788	703,788	7,421	XXX..	XXX....		
9799997	Total - Common Stocks - Part 4.....				3,729,199	XXX	3,025,413	3,602,624	(585,054)	0	0	(585,054)	0	0	3,025,413	0	703,788	703,788	7,421	XXX..	XXX....		
9799999.	Total - Common Stocks.....				3,729,199	XXX	3,025,413	3,602,624	(585,054)	0	0	(585,054)	0	0	3,025,413	0	703,788	703,788	7,421	XXX..	XXX....		
9899999.	Total - Preferred and Common Stocks.....				3,729,199	XXX	3,025,413	3,602,624	(585,054)	0	0	(585,054)	0	0	3,025,413	0	703,788	703,788	7,421	XXX..	XXX....		
9999999.	Total - Bonds, Preferred and Common Stocks.....				36,747,702	XXX	36,482,149	36,887,206	(585,054)	(272,379)	0	(857,433)	0	0	36,037,619	0	710,084	710,084	300,940	XXX..	XXX....		

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues.....1.

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

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

Sch. DB-Pt D-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

Statement for March 31, 2013 of the **STATE AUTOMOBILE MUTUAL INSURANCE COMPANY**
SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 * XXX..
					6 First Month	7 Second Month	8 Third Month	
Open Depositories								
JP Morgan Chase.....	Columbus, OH 43215.....	.....0.000	.....0	.....0	1,293,372	.....5,715,131	.....3,377,229	XXX..
Huntington National Bank.....	Columbus, OH 43215.....	.....0.000	.....0	.....0	16,177,333	.....22,964,537	.....19,156,037	XXX..
PNC Bank.....	Columbus, OH 43215.....	.....0.000	.....0	.....0	12,467,573	.....9,523,170	.....12,887,890	XXX..
US Bank.....	Minneapolis, MN 55402.....	.....0.000	.....0	.....0	2,599,444	.....1,845,636	.....1,973,550	XXX..
Garden State Community Bank.....	Verona, NJ.....	.....0.000	.....0	.....0	750,000	.....750,000	.....750,000	XXX..
Georgia Banking Company.....	Atlanta, GA 30339.....	.....0.000	.....0	.....0	2,500,000	.....2,500,000	.....2,500,000	XXX..
US Bank.....	Minneapolis, MN 55402.....	.....0.000	.....0	.....0	250,000	.....250,000	.....250,000	XXX..
JP Morgan Chase.....	New York, NY 10005.....	.....0.000	.....0	.....0	750,000	.....750,000	.....750,000	XXX..
New York Citibank - Corporate.....	New York, NY 10005.....	.....0.000	.....0	.....0	250,000	.....250,000	.....250,000	XXX..
Georgia Banking Company.....	Atlanta, GA 30339.....	.....0.000	.....0	.....0	250,000	.....250,000	.....250,000	XXX..
Wachovia Bank.....	Charlotte, NC 28288.....	.....0.000	.....0	.....0	250,000	.....250,000	.....250,000	XXX..
JP Morgan Chase.....	New York, NY 10005.....	.....0.000	.....0	.....0	250,000	.....250,000	.....250,000	XXX..
US Bank.....	Minneapolis, MN 55402.....	.....0.000	.....0	.....0	400,000	.....400,000	.....400,000	XXX..
0199998. Deposits in....0 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories.....	....XXX.....XXX.....	.....0	.....0	.....293,328	.....294,071	.....275,651	XXX..	
0199999. Total Open Depositories.....	....XXX.....XXX.....	.....0	.....0	.....38,481,050	.....45,992,545	.....43,320,357	XXX..	
0399999. Total Cash on Deposit.....	....XXX.....XXX.....	.....0	.....0	.....38,481,050	.....45,992,545	.....43,320,357	XXX..	
0499999. Cash in Company's Office.....	....XXX.....XXX.....	.....XXX.....	.....XXX.....	.....2,170	.....2,170	.....2,170	XXX..	
0599999. Total Cash.....	....XXX.....XXX.....	.....0	.....0	.....38,483,220	.....45,994,715	.....43,322,527	XXX..	

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
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NONE

**DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT**

Year To Date For the Period Ended March 31, 2013

NAIC Group Code.....0175

Company Name: STATE AUTOMOBILE MUTUAL INSURANCE COMPANY

NAIC Company Code.....25135

If the reporting entity writes any director and officer (D&O) business, please provide the following:

1. Monoline Policies

1 Direct Written Premiums	2 Direct Earned Premiums	3 Direct Losses Incurred
.....673	.....423	.....0

2. Commercial Multiple Peril (CMP) Packaged Policies

2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? Yes [X] No []

2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? Yes [X] No []

2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies:

2.31 Amount quantified: \$.....2,328

2.32 Amount estimated using reasonable assumptions: \$.....0

2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverages provided in CMP packaged policies: \$.....0