



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF JUNE 30, 2013

OF THE CONDITION AND AFFAIRS OF THE

Scottsdale Insurance Company

NAIC Group Code	0140	0140	NAIC Company Code	41297	Employer's ID Number	31-1024978
	(Current)	(Prior)				
Organized under the Laws of	Ohio		, State of Domicile or Port of Entry		Ohio	
Country of Domicile	United States of America					
Incorporated/Organized	01/04/1982			Commenced Business 07/01/1982		
Statutory Home Office	One West Nationwide Blvd.			Columbus , OH, US 43215-2220		
	(Street and Number)			(City or Town, State, Country and Zip Code)		
Main Administrative Office	8877 N. Gainey Center Drive					
	(Street and Number)					
	Scottsdale , AZ, US 85258-2108			480-365-4000		
	(City or Town, State, Country and Zip Code)			(Area Code) (Telephone Number)		
Mail Address	One West Nationwide Blvd., 1-04-701			Columbus , OH, US 43215-2220		
	(Street and Number or P.O. Box)			(City or Town, State, Country and Zip Code)		
Primary Location of Books and Records	One West Nationwide Blvd., 1-04-701					
	(Street and Number)					
	Columbus , OH, US 43215-2220			614-249-1545		
	(City or Town, State, Country and Zip Code)			(Area Code) (Telephone Number)		
Internet Website Address	www.scottsdaleins.com					
Statutory Statement Contact	Monda S. Caudill			614-249-1545		
	(Name)			(Area Code) (Telephone Number)		
	FinRpt@nationwide.com			866-315-1430		
	(E-mail Address)			(FAX Number)		

OFFICERS

President & COO	Michael Dean Miller	VP & Treasurer	Michael Patrick Leach
VP & Secretary	Robert William Horner III	VP & Asst Secretary	Randall Lee Orr III

OTHER

Pamela Ann Biesecker	Sr VP-Head of Taxation	John Edward Goodloe	Sr VP-Brokerage-Scottsdale	Craig Edward Landi	Sr VP-Underwriting
Gary Lynn Tiepelman	Sr VP-Underwriting	Andrew Dawnly Walker	# Sr VP-IT Fin & Hd of Sourcary		

DIRECTORS OR TRUSTEES

Michael Patrick Leach	Kenneth Ari Levine #	Michael Dean Miller
Doreen Katherine Reinke	Gary Lynn Tiepelman	

State of Ohio SS:  
County of Franklin

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

Michael Dean Miller President & COO	Robert William Horner III VP & Secretary	Michael Patrick Leach VP & Treasurer
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Subscribed and sworn to before me this	a. Is this an original filing? .....	Yes [ X ] No [ ]
_____ day of _____, July, 2013	b. If no,	
_____	1. State the amendment number.....	
	2. Date filed .....	
	3. Number of pages attached.....	

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE 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 .....	1,060,713,995		1,060,713,995	877,157,456
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....	229,985,868		229,985,868	229,514,580
3. Mortgage loans on real estate:				
3.1 First liens .....	2,767,141		2,767,141	2,855,948
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ ..... encumbrances) .....				
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....				
4.3 Properties held for sale (less \$ ..... encumbrances) .....				
5. Cash (\$ .....(48,359,131) ), cash equivalents (\$ ..... ) and short-term investments (\$ .....19,461,909 ) .....	(28,897,222)		(28,897,222)	58,125,822
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....				
10. Securities lending reinvested collateral assets .....	1,951,711	88,786	1,862,925	1,683,541
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	1,266,521,493	88,786	1,266,432,707	1,169,337,347
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....	10,724,924		10,724,924	9,080,837
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	490,919,044	27,342,076	463,576,968	383,150,590
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....	112,725,307	158,813	112,566,494	92,933,194
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	114,989,269		114,989,269	125,893,646
16.2 Funds held by or deposited with reinsured companies .....	304,236		304,236	207,780
16.3 Other amounts receivable under reinsurance contracts .....	4,429,116		4,429,116	1,134,165
17. Amounts receivable relating to uninsured plans .....				
18.1 Current federal and foreign income tax recoverable and interest thereon .....				1,603,460
18.2 Net deferred tax asset .....	40,103,014	2,449,456	37,653,558	33,264,873
19. Guaranty funds receivable or on deposit .....	629,420		629,420	1,038,251
20. Electronic data processing equipment and software .....				
21. Furniture and equipment, including health care delivery assets (\$ ..... ) .....				
22. Net adjustment in assets and liabilities due to foreign exchange rates .....				30
23. Receivables from parent, subsidiaries and affiliates .....	44,728,876	734	44,728,142	50,557,768
24. Health care (\$ ..... ) and other amounts receivable .....				
25. Aggregate write-ins for other than invested assets .....	14,393,739	4,943,166	9,450,573	11,316,301
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	2,100,468,438	34,983,031	2,065,485,407	1,879,518,242
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Total (Lines 26 and 27)	2,100,468,438	34,983,031	2,065,485,407	1,879,518,242
DETAILS OF WRITE-INS				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Third party administrator receivable .....	(4,785)		(4,785)	3,792
2502. Miscellaneous assets .....	1,726,849	691,056	1,035,793	3,713,095
2503. Recoupment receivable .....	1,594,619		1,594,619	1,049,510
2598. Summary of remaining write-ins for Line 25 from overflow page .....	11,077,056	4,252,110	6,824,946	6,549,904
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	14,393,739	4,943,166	9,450,573	11,316,301

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 98,314,828 )	376,507,411	313,878,539
2. Reinsurance payable on paid losses and loss adjustment expenses	91,169,183	88,325,608
3. Loss adjustment expenses	86,882,314	67,770,398
4. Commissions payable, contingent commissions and other similar charges	13,599,173	12,863,558
5. Other expenses (excluding taxes, licenses and fees)	3,910,861	3,923,657
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	2,122,549	3,137,928
7.1 Current federal and foreign income taxes (including \$ 34,847 on realized capital gains (losses))	4,334,534	
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 1,157,782,622 and including warranty reserves of \$ 774,465 and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	269,307,687	235,253,350
10. Advance premium	6,441,314	4,985,742
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	378,266	277,602
12. Ceded reinsurance premiums payable (net of ceding commissions)	451,628,437	379,746,481
13. Funds held by company under reinsurance treaties	247,724	241,423
14. Amounts withheld or retained by company for account of others	8,331,522	9,560,195
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ certified)	5,573,259	5,573,259
17. Net adjustments in assets and liabilities due to foreign exchange rates	443	
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	49,960,904	73,946,251
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending	2,100,000	1,932,000
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	8,199,418	7,903,539
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	1,380,694,999	1,209,319,530
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	1,380,694,999	1,209,319,530
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	6,027,200	6,027,200
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	143,973,300	143,973,300
35. Unassigned funds (surplus)	534,789,908	520,198,212
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$ )		
36.2 shares preferred (value included in Line 31 \$ )		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	684,790,408	670,198,712
38. Totals (Page 2, Line 28, Col. 3)	2,065,485,407	1,879,518,242
DETAILS OF WRITE-INS		
2501. Contingent suits	466,624	520,229
2502. Loss based assessment	450,889	450,889
2503. Reserve for state escheat payment	6,474,684	5,624,103
2598. Summary of remaining write-ins for Line 25 from overflow page	807,221	1,308,318
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	8,199,418	7,903,539
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year to Date	Prior Year to Date	Prior Year Ended December 31
<b>UNDERWRITING INCOME</b>			
1. Premiums earned:			
1.1 Direct (written \$ .....706,873,972 )	654,528,307	583,556,650	1,205,225,970
1.2 Assumed (written \$ .....977,992,272 )	913,000,524	809,954,937	1,675,157,325
1.3 Ceded (written \$ .....1,323,261,599 )	1,239,978,523	1,103,823,527	2,292,057,429
1.4 Net (written \$ .....361,604,645 )	327,550,308	289,688,060	588,325,866
<b>DEDUCTIONS:</b>			
2. Losses incurred (current accident year \$ .....188,423,568 ):			
2.1 Direct	307,619,363	281,262,072	615,958,522
2.2 Assumed	558,075,303	478,031,635	1,019,936,139
2.3 Ceded	680,891,679	581,524,063	1,277,918,752
2.4 Net	184,802,987	177,769,644	357,975,909
3. Loss adjustment expenses incurred	34,049,895	30,870,736	65,084,967
4. Other underwriting expenses incurred	119,715,322	102,562,498	207,840,867
5. Aggregate write-ins for underwriting deductions			21,773
6. Total underwriting deductions (Lines 2 through 5)	338,568,204	311,202,878	630,923,516
7. Net income of protected cells			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7)	(11,017,896)	(21,514,818)	(42,597,650)
<b>INVESTMENT INCOME</b>			
9. Net investment income earned	17,234,635	17,335,574	34,535,245
10. Net realized capital gains (losses) less capital gains tax of \$ .....34,847	(14,723)	(634,625)	(213,442)
11. Net investment gain (loss) (Lines 9 + 10)	17,219,912	16,700,949	34,321,803
<b>OTHER INCOME</b>			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ .....32,370 amount charged off \$ .....1,503,196 )	(1,470,826)	(1,448,878)	(2,809,231)
13. Finance and service charges not included in premiums	3,355,280	3,397,177	6,702,054
14. Aggregate write-ins for miscellaneous income	1,140,683	639,352	1,342,354
15. Total other income (Lines 12 through 14)	3,025,137	2,587,651	5,235,177
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	9,227,153	(2,226,218)	(3,040,670)
17. Dividends to policyholders	269,942	165,524	323,150
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)	8,957,211	(2,391,742)	(3,363,820)
19. Federal and foreign income taxes incurred	5,984,826	100,951	(1,071,772)
20. Net income (Line 18 minus Line 19)(to Line 22)	2,972,385	(2,492,693)	(2,292,048)
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
21. Surplus as regards policyholders, December 31 prior year	670,198,712	678,768,892	678,768,892
22. Net income (from Line 20)	2,972,385	(2,492,693)	(2,292,048)
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....327,351	1,473,379	19,418,859	31,822,141
25. Change in net unrealized foreign exchange capital gain (loss)	(394,153)	69,906	236,422
26. Change in net deferred income tax	2,796,315	1,898,530	1,513,923
27. Change in nonadmitted assets	7,743,770	14,306,093	17,474,766
28. Change in provision for reinsurance			(2,251,741)
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders		(45,000,000)	(45,000,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus		(10,073,643)	(10,073,643)
38. Change in surplus as regards policyholders (Lines 22 through 37)	14,591,696	(21,872,948)	(8,570,180)
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	684,790,408	656,895,944	670,198,712
<b>DETAILS OF WRITE-INS</b>			
0501. Loss based assessment			21,773
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			21,773
1401. Contingent suit liability	64,212	7,658	(70,119)
1402. Other income	1,076,471	631,694	1,412,473
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	1,140,683	639,352	1,342,354
3701. SSAP 10 DTA		(10,073,643)	(10,073,643)
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)		(10,073,643)	(10,073,643)

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	335,190,633	206,432,802	445,000,981
2. Net investment income .....	16,978,882	17,692,344	35,994,995
3. Miscellaneous income .....	(216,145)	643,868	3,102,707
4. Total (Lines 1 to 3) .....	351,953,370	224,769,014	484,098,683
5. Benefit and loss related payments .....	108,426,164	146,610,233	315,439,354
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	134,537,031	139,326,255	273,818,021
8. Dividends paid to policyholders .....	169,278	144,574	296,609
9. Federal and foreign income taxes paid (recovered) net of \$ .....(8,871) tax on capital gains (losses) .....	81,679	(4,509,129)	(4,273,842)
10. Total (Lines 5 through 9) .....	243,214,151	281,571,933	585,280,142
11. Net cash from operations (Line 4 minus Line 10) .....	108,739,219	(56,802,918)	(101,181,460)
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	45,859,652	46,131,124	96,379,897
12.2 Stocks .....	17,980	58,323	58,322
12.3 Mortgage loans .....	86,202	84,071	348,208
12.4 Real estate .....			
12.5 Other invested assets .....		136,780	12,917,545
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	2,144	(31,270)	(30,218)
12.7 Miscellaneous proceeds .....			
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	45,965,978	46,379,028	109,673,755
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	229,866,372	58,700,239	76,442,342
13.2 Stocks .....			
13.3 Mortgage loans .....			
13.4 Real estate .....			
13.5 Other invested assets .....	170,138		
13.6 Miscellaneous applications .....	150,126	181,829	240,532
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	230,186,636	58,882,068	76,682,874
14. Net increase (or decrease) in contract loans and premium notes .....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(184,220,658)	(12,503,039)	32,990,881
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....			
16.2 Capital and paid in surplus, less treasury stock .....			
16.3 Borrowed funds .....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5 Dividends to stockholders .....		45,000,000	45,000,000
16.6 Other cash provided (applied) .....	(11,541,605)	99,660,216	156,849,950
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(11,541,605)	54,660,216	111,849,950
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(87,023,044)	(14,645,742)	43,659,371
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	58,125,822	14,466,451	14,466,451
19.2 End of period (Line 18 plus Line 19.1) .....	(28,897,222)	(179,291)	58,125,822

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

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NOTES TO FINANCIAL STATEMENTS

Note 1 - Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory financial statements of Scottsdale Insurance Company (the Company) have been prepared in conformity with accounting practices prescribed or permitted by the National Association of Insurance Commissioners (NAIC) and the State of Ohio.

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

C. Accounting Policies

7. Investments in subsidiary and affiliated companies are stated as follows:

The admitted investments in all subsidiary, controlled, and affiliated (SCA) entities are valued using an equity method approach. Under this approach, investments in insurance affiliated companies are stated at underlying audited statutory surplus adjusted for unamortized goodwill. Investments in non-insurance affiliated companies that have no significant ongoing operations other than to hold assets that are primarily for the direct or indirect benefit or use of the reporting entity or its affiliates are stated at audited GAAP equity adjusted to a statutory basis of accounting. Investments in non-insurance affiliated companies that have significant ongoing operations beyond holding assets that are primarily for the direct or indirect benefit or use of the reporting entity or its affiliates are stated at audited GAAP equity. Unaudited affiliated companies of the reporting entity or its affiliates are non-admitted under prescribed SAP accounting practices. Goodwill arising from the acquisition of affiliated companies is amortized over a period of ten years. Investments in affiliated companies are generally included in stocks. Unamortized goodwill at June 30, 2013 was \$14.7 million, which was fully admitted based upon adjusted policyholder surplus.

Note 2 - Accounting Changes and Corrections of Errors

No change.

Note 3 - Business Combinations and Goodwill

No change.

Note 4 - Discontinued Operations

No change.

Note 5 - Investments

A. Mortgage Loans

No change.

B. Troubled Debt Restructuring for Creditors

No change.

C. Reverse Mortgages

No change.

D. Loan-Backed Securities

- 1. Prepayment assumptions are generally obtained using a model provided by a third-party vendor.
- 2. Not applicable.
- 3. Not applicable.
- 4. All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a. The aggregate amount of unrealized losses:

1.	Less than 12 Months	\$	(908,810)
2.	12 Months or Longer	\$	(21,717)

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

1.	Less than 12 Months	\$	21,930,967
2.	12 Months or Longer	\$	794,358

- 5. The Company reviews all loan-backed and structured securities in which the fair value of the given security is less than the amortized cost to determine if a given security is other-than-temporarily impaired. The Company examines characteristics of the underlying collateral, such as delinquency and default rates, the quality of the underlying borrower, the type of collateral in the pool, the vintage year of the collateral, subordination levels within the structure of the collateral pool, and the quality of any credit guarantors, to determine the cash flows expected to be received for the security.

If the severity and duration of the security's unrealized loss indicates a risk of an other-than-temporary impairment, then the Company will evaluate if the amortized cost basis of the security will be recovered by comparing the present value of the cash flows expected to be received for the given security with the amortized cost basis of the security. If the present value of cash flows is greater than the amortized cost basis of a security then the security is deemed not to be other-than-temporarily impaired.

## NOTES TO FINANCIAL STATEMENTS

E. Repurchase Agreements and Securities Lending Transactions

3. Collateral Received

- b. The aggregate fair value of all securities acquired from the sale, trade or use of the accepted collateral (reinvested collateral) is \$1,951,711.

F. Real Estate

No change.

G. Low-Income Housing Tax Credits

No change.

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

No change.

**Note 7 - Investment Income**

No change.

**Note 8 - Derivative Instruments**

No change.

**Note 9 - Income Taxes**

No change.

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

C. Change in Terms of Intercompany Arrangements

Effective January 1, 2013, there are changes to the Nationwide Pool. See Note 26.

**Note 11 - Debt**

No change.

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

No change.

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

No change.

**Note 14 – Contingencies**

No change.

**Note 15 – Leases**

No change.

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

No change.

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

A. Transfers of Receivables Reported as Sales

No change.

B. Transfers and Servicing of Financial Assets

No change.

C. Wash Sales

Not applicable.

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

No change.

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

No change.

**Note 20 – Fair Value Measurements**

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources while unobservable inputs reflect the Company's view of market assumptions in the absence of observable market information. The Company utilizes valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. In determining fair value, the Company uses various methods including market, income and cost approaches.

NOTES TO FINANCIAL STATEMENTS

The Company categorizes its financial assets and liabilities into a three-level hierarchy based on the priority of the inputs to the valuation technique. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure fair value fall within different levels of the hierarchy, the category level is based on the lowest priority level input that is significant to the fair value measurement of the instrument in its entirety.

The Company categorizes financial assets and liabilities as follows:

*Level 1.* Unadjusted quoted prices accessible in active markets for identical assets or liabilities at the measurement date and mutual funds where the value per share (unit) is determined and published daily and is the basis for current transactions.

*Level 2.* Unadjusted quoted prices for similar assets or liabilities in active markets or inputs (other than quoted prices) that are observable or that are derived principally from or corroborated by observable market data through correlation or other means. Primary inputs to this valuation technique may include comparative trades, bid/asks, interest rate movements, U.S. Treasury rates, U.S. LIBOR, prime rates, cash flows, maturity dates, call ability, estimated prepayments and/or underlying collateral values.

*Level 3.* Prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. Inputs reflect management’s best estimate about the assumptions market participants would use at the measurement date in pricing the asset or liability. Consideration is given to the risk inherent in both the method of valuation and the valuation inputs. Primary inputs to this valuation technique include broker quotes and comparative trades.

The Company reviews its fair value hierarchy classifications for financial assets and liabilities quarterly. Changes in observability of significant valuation inputs identified during these reviews may trigger reclassifications. Reclassifications are reported as transfers at the beginning of the period in which the change occurs.

To determine the fair value of bonds and stocks for which market quotations are available, independent pricing services are most often utilized. For these bonds and stocks, the Company obtains the pricing services’ methodologies, inputs and assumptions and classifies the investments accordingly in the fair value hierarchy.

A corporate pricing matrix or an internally developed pricing model is used in valuing certain bonds. The corporate pricing matrix is developed using private spreads for bonds with varying weighted average lives and credit quality ratings. The weighted average life and credit quality rating of a particular bond to be priced using the corporate pricing matrix are important inputs into the model and are used to determine a corresponding spread that is added to the appropriate U.S. Treasury yield to create an estimated market yield for that bond. The estimated market yield and other relevant factors are then used to estimate the fair value of the particular bond.

Non-binding broker quotes are also utilized to determine the fair value of certain bonds when quotes are not available from independent pricing services, corporate pricing matrix or internal pricing models. These bonds are classified accordingly in the fair value hierarchy as only one broker quote is ordinarily obtained, the investment is not traded on an exchange, the pricing is not available to other entities and/or the transaction volume in the same or similar investments has decreased. Inputs used in the development of prices are not provided to the Company by the brokers as the brokers often do not provide the necessary transparency into their quotes and methodologies. Broker quotes are subject to validation of price movements that require approval from the Company’s management. Management uses its knowledge of the investment and current market conditions to determine if the price is indicative of the investment’s fair value.

Fair value of derivative instruments is determined using various valuation techniques relying predominately on observable market inputs. These inputs include interest rate swap curves, credit spreads, interest rates, counterparty credit risk, equity volatility and equity index levels. In cases where observable inputs are not available, the Company will utilize non-binding broker quotes to determine fair value and these instruments are classified accordingly in the fair value hierarchy.

The following table summarizes financial assets and liabilities measured at fair value as of June 30, 2013:

	Level 1	Level 2	Level 3	Total
<b>Assets at Fair Value</b>				
U.S. Government bonds	-	-	-	-
States, Territories and Possessions	-	-	-	-
Political subdivisions	-	-	-	-
Special revenues	-	-	-	-
Hybrid Securities	-	-	-	-
Credit tenant loans	-	-	-	-
Industrial & Misc.	-	5,350,295	-	5,350,295
<b><u>Total Bonds</u></b>	<b>\$ -</b>	<b>\$ 5,350,295</b>	<b>\$ -</b>	<b>\$ 5,350,295</b>
Sec Lending	-	76,409	-	76,409
Preferred Stocks	-	-	-	-
Common Stocks	-	-	-	-
Loans held for sale	-	-	-	-
Separate Account Assets	-	-	-	-
Derivative Assets	-	-	-	-
<b><u>Total Assets at Fair Value</u></b>	<b>\$ -</b>	<b>\$ 5,426,704</b>	<b>\$ -</b>	<b>\$ 5,426,704</b>
<b>Liabilities at Fair Value</b>				
Derivatives Liabilities	-	-	-	-
<b><u>Total Liabilities at Fair Value</u></b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>



NOTES TO FINANCIAL STATEMENTS

The following table summarizes aggregate carrying value and fair value, by level, for all financial assets and liabilities, excluding assets and liabilities reported at fair value, as of June 30, 2013:

	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Assets						
Bonds	\$ 1,124,676,069	\$ 1,055,363,700	\$ 311,170,527	\$ 777,492,671	\$ 36,012,871	\$ -
Stocks	229,985,868	229,985,868	-	-	229,985,868	-
Mortgage loans	2,967,271	2,767,141	-	-	2,967,271	-
Short-term investments	19,461,909	19,461,909	-	19,461,909	-	-
Derivative assets	-	-	-	-	-	-
Policy loans	-	-	-	-	-	-
Securities lending collateral assets <sup>1</sup>	1,875,302	1,875,302	-	1,875,302	-	-
Total Assets	\$ 1,378,966,419	\$ 1,309,453,920	\$ 311,170,527	\$ 798,829,882	\$ 268,966,010	\$ -
Liabilities						
Derivative liabilities	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Total Liabilities	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
1 - Includes non admitted assets						

Note 21 - Other Items

C. Other Disclosures

Effective June 1, 2013, the Company renewed its Property Catastrophe Program at 45% of \$200.0 million in excess of \$300.0 million.

Note 22 - Events Subsequent

Subsequent events have been considered through July 31, 2013 for these statutory financial statements which are to be issued August 2, 2013. There were no events occurring subsequent to the end of the quarter that merited recognition or disclosure in these statements.

Note 23 – Reinsurance

No change.

Note 24 - Retrospectively Rated Contracts and Contracts Subject to Redetermination

No change.

Note 25 - Changes in Incurred Losses and Loss Adjustment Expenses

No change.

Note 26 - Intercompany Pooling Arrangements

Nationwide Mutual Insurance Company (Mutual) is the lead company in the Nationwide Pool. Each member contributes 100% of its underwriting results to the Nationwide Pool through the reinsurance pooling agreement.

Effective January 1, 2013, Mutual's pooling percentage changed to 83% from 83.7%. In addition, Nationwide Mutual Fire Insurance Company's pooling percentage changed to 12% from 11.3%.

The companies in the Nationwide Pool assuming a proportionate share of the pool as of January 1, 2013, are:

	NAIC#	Pool
Nationwide Mutual Insurance Company	23787	83%
Nationwide Mutual Fire Insurance Company	23779	12%
Scottsdale Insurance Company	41297	4%
Farmland Mutual Insurance Company	13838	1%

Also, effective January 1, 2013, the following companies became zero percent participants in the Nationwide Pool: Harleysville Preferred Insurance Company (NAIC #35696), Harleysville Insurance Company of New Jersey (NAIC #42900), Harleysville Worcester Insurance Company (NAIC #26182), Harleysville Insurance Company of New York (NAIC #10674), Harleysville Pennland Insurance Company (NAIC #40983), Harleysville Lake States Insurance Company (NAIC #14516), and Harleysville Insurance Company (NAIC #23582).

Note 27 - Structured Settlements

No change.

Note 28 - Health Care Receivables

No change.

Note 29 - Participating Policies

No change.

Note 30 - Premium Deficiency Reserves

No change.

Note 31 - High Deductibles

No change.

## NOTES TO FINANCIAL STATEMENTS

**Note 32 - Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses**

No change.

**Note 33 - Asbestos/Environmental Reserves**

No change.

**Note 34 - Subscriber Savings Accounts**

No change.

**Note 35 - Multiple Peril Crop Insurance**

No change.

**Note 36 – Financial Guaranty Insurance**

A. and B. Not applicable.

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

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

Yes [ ] No [ X ]
- 1.2

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

Yes [ ] No [ ]
- 2.1

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

Yes [ ] No [ X ]
- 2.2

If yes, date of change:
- 3.1

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes [ ] No [ X ]
- 3.2

If the response to 3.1 is yes, provide a brief description of those changes.
- 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 the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.
- | 1              | 2                 | 3                 |
|----------------|-------------------|-------------------|
| Name of Entity | NAIC Company Code | State of Domicile |
|                |                   |                   |
5.

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

Yes [ X ] No [ ] N/A [ ]

If yes, attach an explanation.

An Administrative Services Agreement between Nationwide Mutual, Nationwide Mutual Fire, Scottsdale Insurance Company, National Casualty Company, Harleysville Worcester Insurance Company, Harleysville Insurance Company, Harleysville Lake States Insurance Company and Harleysville Insurance Company of New Jersey and Insurance Intermediaries, Inc. was amended and restated to include additional parties (the Harleysville entities, National Casualty and Scottsdale Insurance), to update the agreement to meet the anticipated changes that will be required by the Model Holding Company Act once adopted in all states, and to change the administrative services fee paid to Ill from 1.9% to 1.55% of direct written premium on Nationwide's flood program policies.
- 6.1

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

12/31/2011
- 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.

12/31/2011
- 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).

03/13/2013
- 6.4

By what department or departments?

OH
- 6.5

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

Yes [ ] No [ ] N/A [ X ]
- 6.6

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

Yes [ ] No [ ] N/A [ X ]
- 7.1

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

Yes [ ] No [ X ]
- 7.2

If yes, give full information:
- 8.1

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

Yes [ ] No [ X ]
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

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

Yes [ X ] No [ ]
- 8.4

If 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	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC
Nationwide Bank	Columbus, OH	NO	YES	NO	NO
Nationwide Investment Services Corp.	Columbus, OH	NO	NO	NO	YES
Nationwide Securities, LLC	Dublin, OH	NO	NO	NO	YES
Nationwide Fund Distributors, LLC	King of Prussia, PA	NO	NO	NO	YES
Nationwide Advantage Mortgage Company	Des Moines, IA	NO	NO	NO	NO

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

GENERAL INTERROGATORIES

- 9.1

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

Yes [ X ] No [ ]
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended? .....

Yes [ X ] No [ ]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).  
All topics covered in the previous Code of Conduct have been retained without substantive change. New sample questions and answers have been added. New language has been added to cover social networking, securities laws, political contributions, corporate social responsibility and vendor relationship.
- 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).

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: .....

\$ 44,574,729

INVESTMENT

- 11.1

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

Yes [ ] No [ X ]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA: .....

\$ .....
13.

Amount of real estate and mortgages held in short-term investments: .....

\$ .....
- 14.1

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

Yes [ X ] No [ ]
- 14.2

If yes, please complete the following:
- |   | 1   | 2  |
|---|---|--|
|   | Prior Year-End<br>Book/Adjusted<br>Carrying Value | Current Quarter<br>Book/Adjusted<br>Carrying Value |
| 14.21 Bonds .....   | \$ .....  | \$ .....   |
| 14.22 Preferred Stock .....   | \$ .....  | \$ .....   |
| 14.23 Common Stock .....  | \$ 229,514,580                                    | \$ 229,985,868                                     |
| 14.24 Short-Term Investments .....  | \$ .....  | \$ .....   |
| 14.25 Mortgage Loans on Real Estate .....   | \$ .....  | \$ .....   |
| 14.26 All Other .....   | \$ .....  | \$ .....   |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) ..... | \$ 229,514,580                                    | \$ 229,985,868                                     |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....                       | \$ .....  | \$ .....   |
- 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.

Yes [ ] No [ ]

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1

Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$

1,951,711
- 16.2

Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$

1,951,711
- 16.3

Total payable for securities lending reported on the liability page

\$

2,100,000

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 ☒ 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
The Bank of New York Mellon	1 Wall Street, New York, NY 10286
Royal Trust	77 King St. West, 10th Flr., Toronto, ON M5W 1p9

- 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)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes ☐ No ☒

- 17.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
N/A	Members of the investment staff designated by the Chief Investment Officer as detailed in the Corporate Resolution.	One Nationwide Blvd, Columbus, OH 43215-2220

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes ☒ No ☐

- 18.2 If no, list exceptions:

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

GENERAL INTERROGATORIES

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.

Effective January 1, 2013, the following companies became zero percent participants in the Nationwide Pool: Harleysville Preferred Insurance Company, Harleysville Insurance Company of New Jersey, Harleysville Worcester Insurance Company, Harleysville Insurance Company of New York, Harleysville Pennland Insurance Company, Harleysville Lake States Insurance Company, and Harleysville Insurance Company. The pooling percentage of Nationwide Mutual Insurance Company and Nationwide Mutual Fire Insurance Company changed to 83% from 83.7% and to 12% from 11.3%, respectively.

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:

			TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
1	2	3	4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	TOTAL
TOTAL										

5. Operating Percentages:

5.1 A&H loss percent .....70.000 %

5.2 A&H cost containment percent .....0.000 %

5.3 A&H expense percent excluding cost containment expenses .....30.000 %

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 .....\$.....

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

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

## SCHEDULE F - CEDED REINSURANCE

[illegible]

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

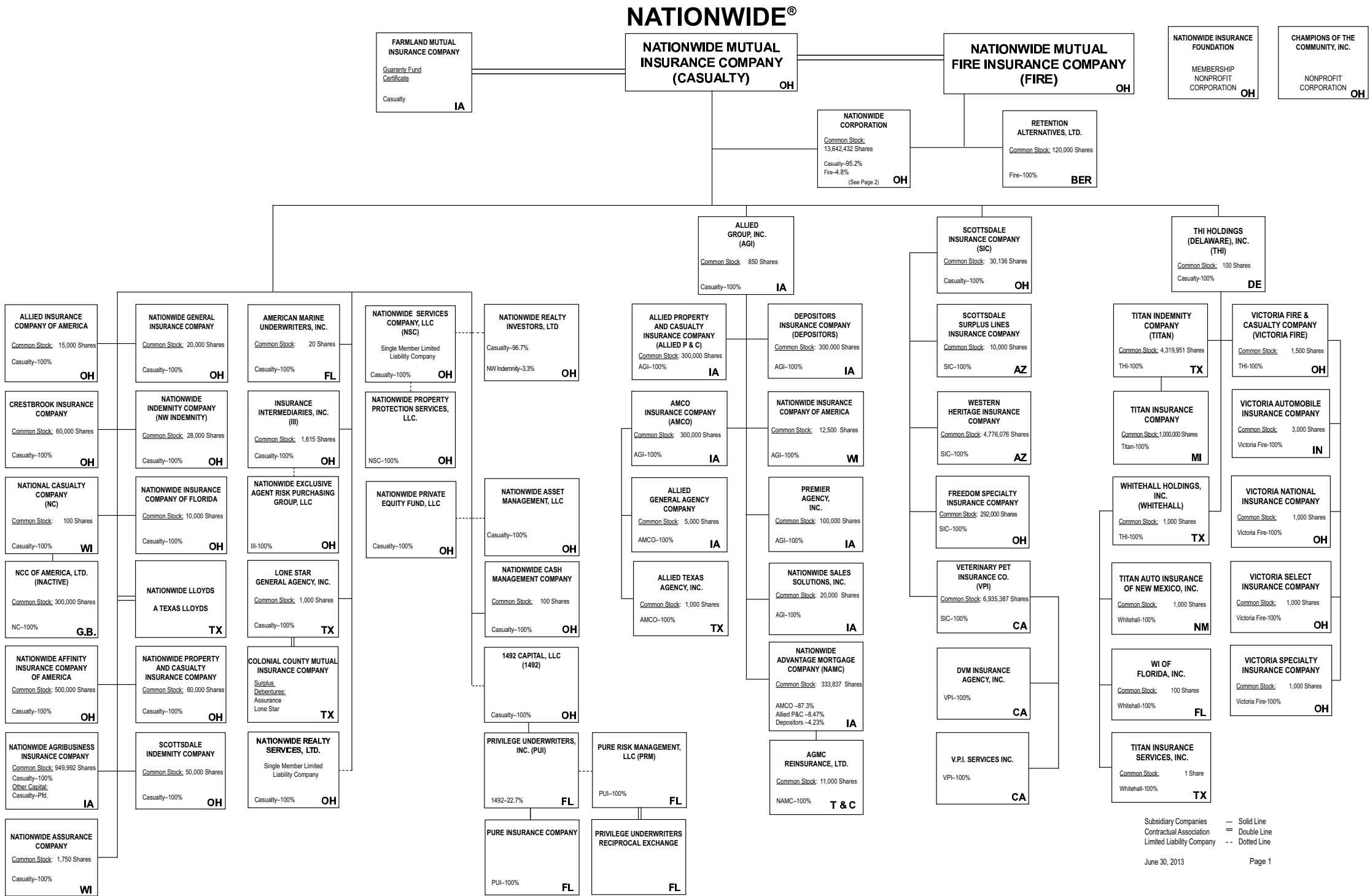
**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

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	E	13,034,906	11,850,660	4,353,974	4,422,252	12,547,912	12,428,204
2.	Alaska AK	E	1,377,427	1,869,633	498,399	182,040	2,626,029	2,922,659
3.	Arizona AZ	L	5,503,509	5,234,019	2,604,905	2,269,698	4,604,892	4,540,059
4.	Arkansas AR	E	3,619,672	3,996,201	1,464,618	3,666,373	4,850,393	5,335,735
5.	California CA	E	106,221,330	101,574,456	37,593,572	35,400,857	220,504,154	197,856,824
6.	Colorado CO	E	7,797,656	6,499,293	2,351,616	1,267,983	11,875,021	13,418,017
7.	Connecticut CT	E	4,729,815	4,351,265	2,738,894	1,948,426	11,473,838	11,421,915
8.	Delaware DE	L	471,146	469,477	206,662	124,820	1,085,478	1,052,506
9.	District of Columbia DC	E	1,965,020	962,557	1,288,876	1,451,165	1,895,004	4,197,033
10.	Florida FL	E	84,552,470	92,374,564	23,301,311	27,191,476	126,295,364	114,200,543
11.	Georgia GA	E	18,280,417	17,490,943	7,355,386	5,192,315	32,096,252	26,453,664
12.	Hawaii HI	E	5,660,415	5,484,061	607,223	930,246	10,015,393	9,641,836
13.	Idaho ID	E	1,710,990	1,714,110	1,504,654	106,658	2,809,414	3,444,173
14.	Illinois IL	E	17,903,075	16,144,216	7,698,157	10,880,800	53,296,880	52,512,465
15.	Indiana IN	E	9,285,051	7,212,650	1,258,741	2,045,132	13,595,778	13,600,921
16.	Iowa IA	E	3,988,713	4,671,570	1,105,361	1,536,239	8,509,116	8,724,791
17.	Kansas KS	E	4,174,571	3,938,239	1,571,765	2,537,336	5,330,792	3,954,799
18.	Kentucky KY	E	1,890,486	2,338,565	396,216	10,628,857	6,760,657	5,275,477
19.	Louisiana LA	E	46,221,818	41,828,531	14,522,176	6,615,204	60,919,369	53,944,541
20.	Maine ME	E	948,659	955,070	33,037	334,227	2,396,946	2,097,507
21.	Maryland MD	E	6,902,724	6,993,370	3,695,107	14,291,654	14,703,478	14,469,418
22.	Massachusetts MA	E	11,486,509	14,491,525	8,030,177	7,520,151	30,249,711	32,956,976
23.	Michigan MI	E	4,571,357	4,241,819	1,537,487	532,384	12,389,685	10,517,284
24.	Minnesota MN	E	5,166,791	3,855,561	715,951	4,271,628	10,989,023	9,814,776
25.	Mississippi MS	E	9,505,210	7,771,325	6,350,522	2,469,892	9,198,122	7,292,706
26.	Missouri MO	E	12,118,337	9,243,898	2,403,058	3,123,926	10,559,537	11,384,062
27.	Montana MT	E	2,267,616	2,255,518	285,100	565,928	3,268,221	3,013,586
28.	Nebraska NE	E	2,598,335	2,373,558	422,532	901,109	3,931,380	3,985,916
29.	Nevada NV	E	4,176,024	3,659,551	886,554	2,880,098	9,154,984	8,149,673
30.	New Hampshire NH	E	908,698	941,498	125,351	21,740	2,362,717	2,332,776
31.	New Jersey NJ	E	32,078,391	30,345,791	24,828,135	13,026,531	70,527,708	56,342,661
32.	New Mexico NM	E	2,851,402	2,708,030	1,435,322	463,465	5,540,152	6,220,417
33.	New York NY	E	101,601,053	61,019,768	38,304,491	39,507,042	220,180,689	196,346,928
34.	North Carolina NC	E	13,601,739	13,069,223	2,859,897	5,529,596	11,689,382	12,879,070
35.	North Dakota ND	E	1,129,948	988,763	513,748	307,617	1,037,050	977,466
36.	Ohio OH	L	2,357,645	2,788,655	1,375,029	3,526,117	5,950,703	3,378,458
37.	Oklahoma OK	E	8,533,992	6,062,714	4,813,823	5,294,271	10,272,192	8,324,092
38.	Oregon OR	E	4,705,586	4,639,878	1,475,028	1,840,661	11,887,999	11,005,886
39.	Pennsylvania PA	E	13,397,881	12,090,723	3,226,979	4,589,297	39,166,603	31,708,851
40.	Rhode Island RI	E	1,615,526	1,393,370	773,092	667,796	4,643,912	3,269,064
41.	South Carolina SC	E	13,183,075	12,930,246	6,410,758	5,771,767	15,771,882	14,269,823
42.	South Dakota SD	E	548,485	577,610	52,187	77,429	888,688	861,434
43.	Tennessee TN	E	8,118,340	8,555,343	5,293,577	4,260,937	17,836,711	12,340,974
44.	Texas TX	E	75,557,012	66,480,888	33,229,152	32,277,337	99,948,644	100,420,234
45.	Utah UT	E	2,793,135	2,634,308	2,556,527	689,034	5,412,372	6,955,272
46.	Vermont VT	E	611,553	707,375	164,921	15,964	1,474,090	1,346,713
47.	Virginia VA	E	9,859,418	9,882,949	976,564	3,374,209	17,054,425	15,266,371
48.	Washington WA	E	8,590,935	8,998,229	4,025,122	102,499	19,061,114	34,692,001
49.	West Virginia WV	E	2,584,693	2,432,600	444,545	1,272,116	3,756,010	3,206,792
50.	Wisconsin WI	E	2,859,127	2,803,471	1,004,037	4,354,902	6,908,905	7,462,098
51.	Wyoming WY	E	1,256,289	940,834	372,570	862,958	950,435	1,345,432
52.	American Samoa AS	N						
53.	Guam GU	N						
54.	Puerto Rico PR	E		17,793	55,000	64,900	6,858	143,642
55.	U.S. Virgin Islands VI	N						
56.	Northern Mariana Islands MP	N						
57.	Canada CAN	N						
58.	Aggregate Other Alien OT	XXX		(35,564)			124,513	50,912
59.	Totals	(a) 3	706,873,972	638,820,700	271,097,886	283,187,059	1,270,386,577	1,179,755,433
DETAILS OF WRITE-INS								
58001.	ENG England	XXX		(35,564)			73,063	50,912
58002.	BRM Bermuda	XXX					51,450	
58003.		XXX						
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX		(35,564)			124,513	50,912

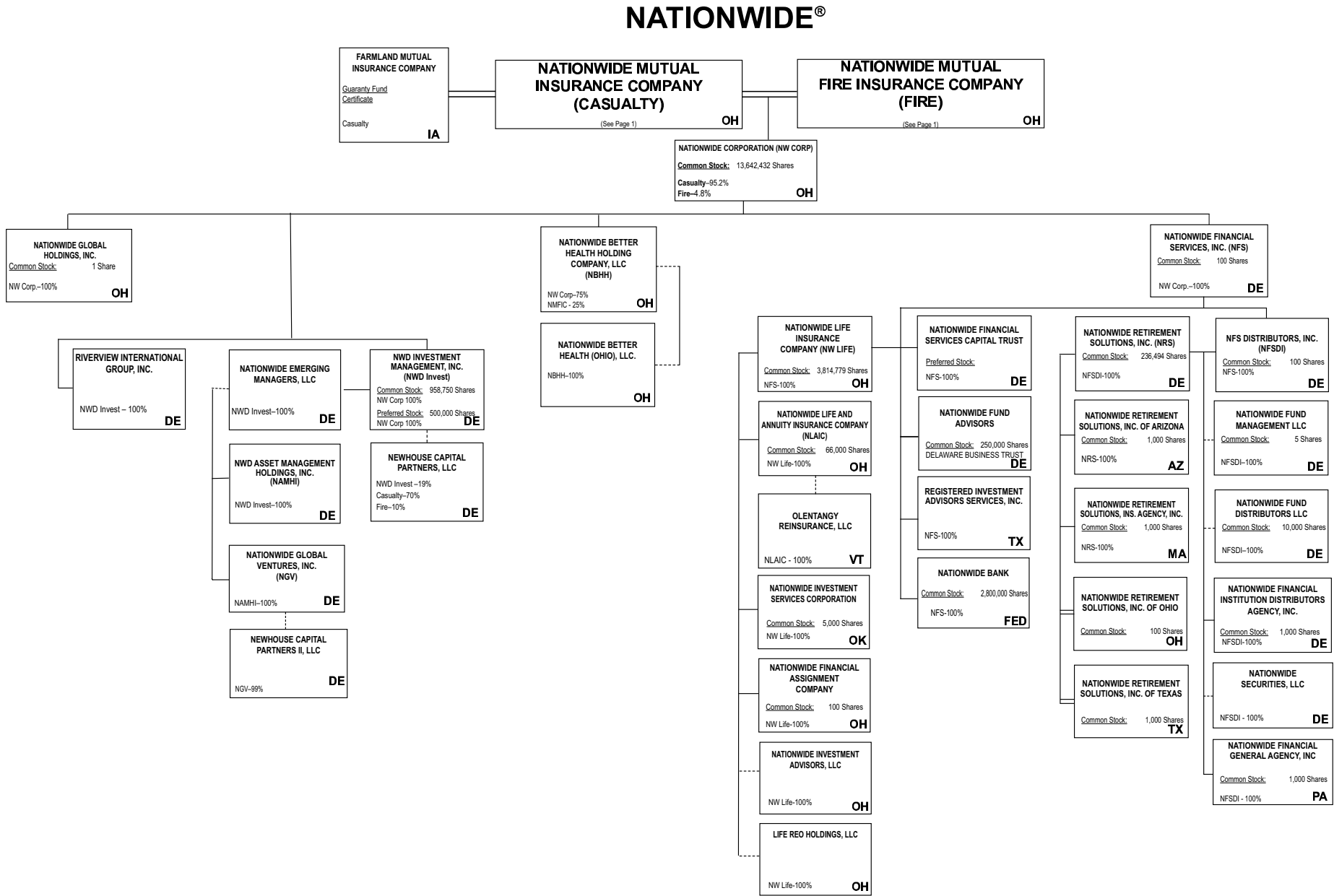
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

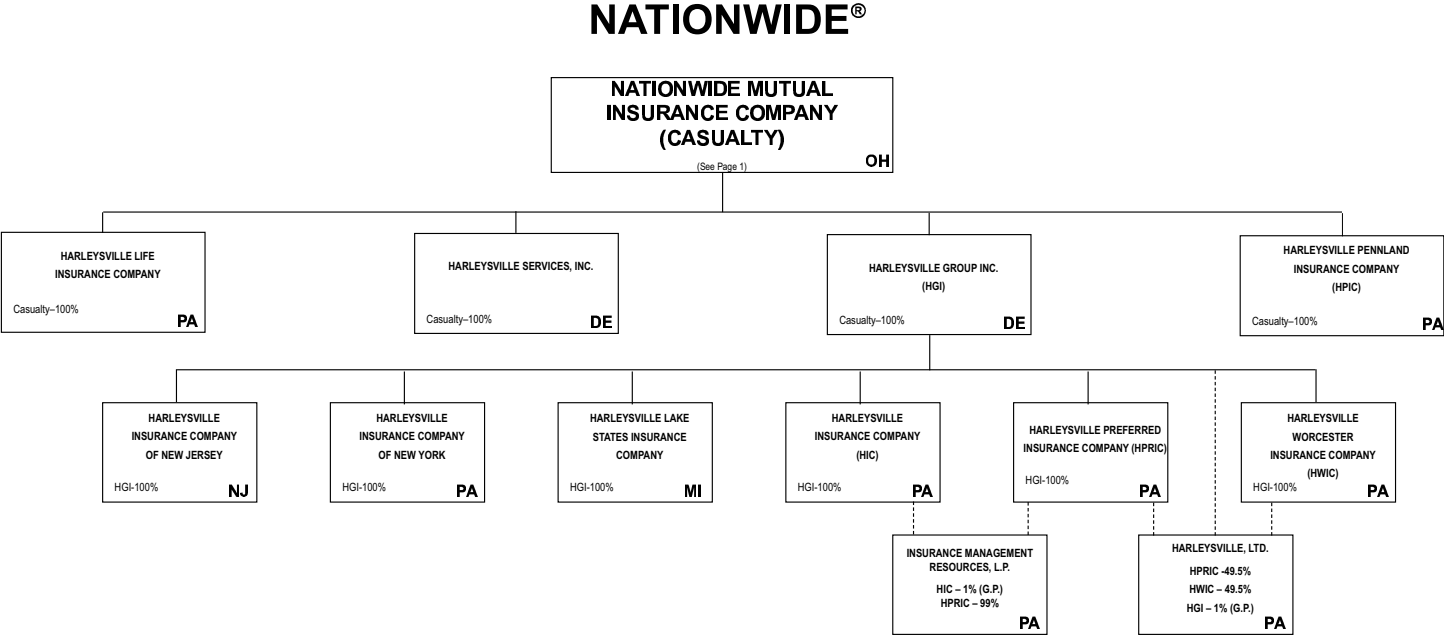




(Casualty, Fire and insurance related subsidiaries)



Subsidiary Companies — Solid Line  
Contractual Association = Double Line  
Limited Liability Company - - Dotted Line



NATIONWIDE INSURANCE COMPANIES

NAIC Group Code	Group Name	NAIC Company Code	State of Domicile	Federal ID Number	Name of Company
0140	Nationwide	10127	OH	27-0114983	Allied Insurance Company of America
0140	Nationwide	42579	IA	42-1201931	Allied Property and Casualty Insurance Company
0140	Nationwide	19100	IA	42-6054959	AMCO Insurance Company
0140	Nationwide	29262	TX	74-1061659	Colonial County Mutual Insurance Company
0140	Nationwide	18961	OH	68-0066866	Crestbrook Insurance Company
0140	Nationwide	42587	IA	42-1207150	Depositors Insurance Company
0140	Nationwide	13838	IA	42-0618271	Farmland Mutual Insurance Company
0140	Nationwide	22209	OH	75-6013587	Freedom Specialty Insurance Company
0140	Nationwide	23582	PA	41-0417250	Harleysville Insurance Company
0140	Nationwide	42900	NJ	23-2253669	Harleysville Insurance Company of New Jersey
0140	Nationwide	10674	PA	23-2864924	Harleysville Insurance Company of New York
0140	Nationwide	14516	MI	38-3198542	Harleysville Lake States Insurance Company
0140	Nationwide	64327	PA	23-1580983	Harleysville Life Insurance Company
0140	Nationwide	40983	PA	23-2612951	Harleysville Pennland Insurance Company
0140	Nationwide	35696	PA	23-2384978	Harleysville Preferred Insurance Company
0140	Nationwide	26182	PA	04-1989660	Harleysville Worcester Insurance Company
0140	Nationwide	11991	WI	38-0865250	National Casualty Company
0140	Nationwide	26093	OH	48-0470690	Nationwide Affinity Insurance Company of America
0140	Nationwide	28223	IA	42-1015537	Nationwide Agribusiness Insurance Company
0140	Nationwide	10723	WI	95-0639970	Nationwide Assurance Company
0140	Nationwide	23760	OH	31-4425763	Nationwide General Insurance Company
0140	Nationwide	10070	OH	31-1399201	Nationwide Indemnity Company
0140	Nationwide	25453	WI	95-2130882	Nationwide Insurance Company of America
0140	Nationwide	10948	OH	31-1613686	Nationwide Insurance Company of Florida
0140	Nationwide	92657	OH	31-1000740	Nationwide Life and Annuity Insurance Company
0140	Nationwide	66869	OH	31-4156830	Nationwide Life Insurance Company
0140	Nationwide	42110	TX	75-1780981	Nationwide Lloyds
0140	Nationwide	23779	OH	31-4177110	Nationwide Mutual Fire Insurance Company
0140	Nationwide	23787	OH	31-4177100	Nationwide Mutual Insurance Company
0140	Nationwide	37877	OH	31-0970750	Nationwide Property & Casualty Insurance Company
0140	Nationwide	13999	VT	27-1712056	Olentangy Reinsurance, LLC
0140	Nationwide	15580	OH	31-1117969	Scottsdale Indemnity Company
0140	Nationwide	41297	OH	31-1024978	Scottsdale Insurance Company
0140	Nationwide	10672	AZ	86-0835870	Scottsdale Surplus Lines Insurance Company
0140	Nationwide	13242	TX	74-2286759	Titan Indemnity Company
0140	Nationwide	36269	MI	86-0619597	Titan Insurance Company
0140	Nationwide	42285	CA	95-3750113	Veterinary Pet Insurance Company
0140	Nationwide	10644	IN	34-1785903	Victoria Automobile Insurance Company
0140	Nationwide	42889	OH	34-1394913	Victoria Fire & Casualty Company
0140	Nationwide	10778	OH	34-1842604	Victoria National Insurance Company
0140	Nationwide	10105	OH	34-1777972	Victoria Select Insurance Company
0140	Nationwide	10777	OH	34-1842602	Victoria Specialty Insurance Company
0140	Nationwide	37150	AZ	86-0561941	Western Heritage Insurance Company
4664	PURE	12873	FL	20-8287105	Privilege Underwriters Reciprocal Exchange
4664	PURE	13204	FL	26-3109178	PURE Insurance Company

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		31-1486309				10 W. Nationwide, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				101 N. Twentieth St, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1733036				120 Acre Partners, LLC	DE	NIA	Nationwide Realty Investors, Ltd.	Ownership	95.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-2451988	4288132			1492 Capital, LLC	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-1347603				180 E. Broad Partners, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	33.330	Nationwide Mutual Insurance Company	1
0140	Nationwide						3Stone Inflection Fund, LLC	DE	NIA	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Nationwide		31-1580283				400 West Nationwide Boulevard, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				425 West Nationwide Boulevard, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				44 Chestnut, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				775 Yard Street Restaurant, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				775 Yard Street, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				800 Bobcat Avenue, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				805 Bobcat Avenue, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				850 Goodale Blvd., LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				925 Burrell Avenue Acquisitions, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1680808				AD Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	60.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				ADTV, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		52-2227314				AGMC Reinsurance, Ltd.	TCA	IA	Nationwide Advantage Mortgage Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-1011300	4287229			ALLIED General Agency Company	IA	IA	AMCO Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-0958655				ALLIED Group, Inc.	IA	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10127	27-0114983	4288169			ALLIED Insurance Company of America (fka Atlantic Floridian Insurance Company)	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	45279	42-1201931	4287144			ALLIED Property and Casualty Insurance Company	IA	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-1527863	4287238			ALLIED Texas Agency, Inc.	TX	IA	AMCO Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	19100	42-6054959	4287153			AMCO Insurance Company	IA	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		59-1031596	4288011			American Marine Underwriters, Inc.	FL	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				Anderson Meadows, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				Arena District CA I, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0280710				Arena District Owners Association	OH	OTH	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Nationwide		31-1580283				Arena Theatres, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Artesa at Quarry Village, LLC	TX	OTH	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Nationwide						BCCS Investment Fund LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1184438				Boulevard Inn Limited Liability Company	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	94.800	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1555487				Broad Street Retail, LLC	DE	NIA	Nationwide Realty Investors, Ltd.	Ownership	60.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Brooke School Investment Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide			3730540			CHP New Markets Investment Fund, LLC	OH	OTH	Nationwide Mutual Insurance Company	Limited partner /no control	50.000	other non-Nationwide	
0140	Nationwide		20-1618232				CNRI-Cannonsport Condominium, LLC	OH	NIA	CNRI-Cannonsport, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-1618232				CNRI-Cannonsport, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Co-Investment Fund, L.P.	DE	OTH	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Nationwide		31-1579973				COLHOC Limited Partnership	OH	NIA	NRI Limited Partnership	Ownership	30.760	Other non-Nationwide	
0140	Nationwide	29262	74-1061659	4288057			Colonial County Mutual Insurance Company	TX	OTH	Other non-Nationwide	contract		Other non-Nationwide	
0140	Nationwide		04-3750770				Continental/North Shore I, L.P.	OH	NIA	Continental/NRI North Shore Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		20-0366090				Continental/North Shore II, L.P.	OH	NIA	Continental/NRI North Shore Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		20-0142724				Continental/NRI North Shore Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	50.500	Nationwide Mutual Insurance Company	1
0140	Nationwide						Cotton Mill Partners, LLC	VA	OTH	Nationwide Mutual Insurance Company	Limited partner /no control	2.000	other non-Nationwide	
0140	Nationwide	18961	68-0066866	4288178			Crestbrook Insurance Company	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				Crewville, Ltd.	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140	Nationwide	42587	42-1207150	4287162			Depositors Insurance Company	IA	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		33-0096671	4287694			DVM Insurance Agency, Inc.	CA	NIA	Veterinary Pet Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		20-1945276				East of Madison, LLC	DE	NIA	120 Acre Partners, Ltd.	Ownership	24.910	Nationwide Mutual Insurance Company	1
...0140	Nationwide		20-1945276				East of Madison, LLC	DE	NIA	ND La Quinta Partners, LLC	Ownership	76.090	Nationwide Mutual Insurance Company	1
...0140	Nationwide						ELH Investment LLC	DE	OTH	Nationwide Mutual Insurance Company	Other		Nationwide Mutual Insurance Company	2
...0140	Nationwide	13838	42-0618271				Farmland Mutual Insurance Company	IA	OTH	Other non-Nationwide	debt		Other non-Nationwide	
...0140	Nationwide	22209	75-6013587	4287676			Freedom Specialty Insurance Company (fka Atlantic Insurance Company)	OH	IA	Scottsdale Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		20-4939866				Grandview Yard Hotel Holdings, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		20-4939866				Grandview Yard Hotel, LLC	OH	NIA	Grandview Yard Hotel Holdings, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		51-0241172				Harleysville Group, Inc.	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	23582	41-0417250	4442260			Harleysville Insurance Company	PA	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	33235	16-1075588	4442158			Harleysville Insurance Company of New Jersey	NJ	IA	Harleysville Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	10674	23-2864924	4442242			Harleysville Insurance Company of New York	PA	IA	Harleysville Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	14516	38-3198542	4442251			Harleysville Lake States Insurance Company	MI	IA	Harleysville Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	64327	23-1580983	4440659			Harleysville Life Insurance Company	PA	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	40983	23-2612951	4442149			Harleysville Pennland Insurance Company	PA	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	35896	23-2384978	4442288			Harleysville Preferred Insurance Company	PA	IA	Harleysville Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		51-0259283	4442103			Harleysville Services, Inc.	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	26182	04-1989660	4442372			Harleysville Worcester Insurance Company	PA	IA	Harleysville Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		23-2403000	4442327			Harleysville, Ltd.	PA	NIA	Harleysville Preferred Insurance Company	Ownership	49.500	Nationwide Mutual Insurance Company	
...0140	Nationwide		23-2403000	4442327			Harleysville, Ltd.	PA	NIA	Harleysville Worcester Insurance Company	Ownership	49.500	Nationwide Mutual Insurance Company	
...0140	Nationwide		23-2403000	4442327			Harleysville, Ltd.	PA	NIA	Harleysville Group, Inc.	Ownership	1.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		32-0051216				Hideaway Properties Corp.	CA	OTH	Nationwide Realty Investors, Ltd.	Ownership	50.000	Nationwide Mutual Insurance Company	1
...0140	Nationwide		31-0871532	4288020			Insurance Intermediaries, Inc.	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		23-2882311				Insurance Management Resources, L.P.	PA	NIA	Harleysville Insurance Company	Ownership	1.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		23-2882311				Insurance Management Resources, L.P.	PA	NIA	Harleysville Preferred Insurance Company	Ownership	99.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		31-1486309				Jerome Village Company, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide						Jerome Village Master Property Owners Association	OH	OTH	Other non-Nationwide	Ownership		Other non-Nationwide	2
...0140	Nationwide		31-1486309				JV Developers, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		46-2956640				Jerome Village Residential Property Owners Association, Inc.	OH	OTH	Other non-Nationwide	Ownership		Other non-Nationwide	2
...0140	Nationwide						Leaguers Investment Fund LLC	DE	OTH	Nationwide Mutual Insurance Company	Other		Nationwide Mutual Insurance Company	2
...0140	Nationwide		56-3789187	4286969			Life REO Holdings, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		74-1395229				Lone Star General Agency, Inc.	TX	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide						Match School Investment Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide	11991	38-0865250	4288187			National Casualty Company	WI	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide						National Casualty Company of America, Ltd.	GBR	IA	National Casualty Company	Ownership	100.000	Nationwide Mutual Insurance Company	
...0140	Nationwide		42-1154244				Nationwide Advantage Mortgage Company	IA	NIA	AMCO Insurance Company	Ownership	87.300	Nationwide Mutual Insurance Company	
...0140	Nationwide		42-1154244				Nationwide Advantage Mortgage Company	IA	NIA	ALLIED Property & Casualty Insurance Company	Ownership	8.470	Nationwide Mutual Insurance Company	
...0140	Nationwide		42-1154244				Nationwide Advantage Mortgage Company	IA	NIA	Depositors Insurance Company	Ownership	4.230	Nationwide Mutual Insurance Company	

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Location	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140 ...	Nationwide .....	..26093 ..	48-0470690 ..	4288196 ..	.....	.....	Nationwide Affinity Insurance Company of America .....	..OH.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..28223 ..	42-1015537 ..	4288208 ..	.....	.....	Nationwide Agribusiness Insurance Company .....	..IA.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	20-5976272 ..	.....	.....	.....	Nationwide Alternative Investments, LLC .....	..OH.....	..NIA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1578869 ..	4288075 ..	.....	.....	Nationwide Arena, LLC .....	..OH.....	..NIA.....	NRI Arena, Ltd. ....	Ownership.....	..90.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	20-8670712 ..	4288114 ..	.....	.....	Nationwide Asset Management, LLC .....	..OH.....	..NIA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..10723 ..	95-0639970 ..	4288217 ..	.....	.....	Nationwide Assurance Company .....	..WI.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1592130 ..	2729677 ..	.....	.....	Nationwide Bank .....	.....	..OTH.....	Nationwide Financial Services, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	52-1776258 ..	4286875 ..	.....	.....	Nationwide Better Health (Ohio), LLC .....	..OH.....	..NIA.....	Nationwide Better Health Holding Company, LLC .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	11-3766032 ..	4286428 ..	.....	.....	Nationwide Better Health Holding Company, LLC .....	..OH.....	..NIA.....	Nationwide Corporation .....	Ownership.....	..75.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	11-3766032 ..	4286428 ..	.....	.....	Nationwide Better Health Holding Company, LLC .....	..OH.....	..NIA.....	Nationwide Mutual Fire Insurance Company .....	Ownership.....	..25.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1036287 ..	4288123 ..	.....	.....	Nationwide Cash Management Company .....	..OH.....	..NIA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-4416546 ..	3828081 ..	.....	.....	Nationwide Corporation .....	..OH.....	..NIA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..95.200 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-4416546 ..	3828081 ..	.....	.....	Nationwide Corporation .....	..OH.....	..NIA.....	Nationwide Mutual Fire Insurance Company .....	Ownership.....	..4.800 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	04-3679407 ..	4286839 ..	.....	.....	Nationwide Emerging Managers, LLC .....	..DE.....	..NIA.....	NWD Investment Management, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	05-0630007 ..	4288048 ..	.....	.....	Nationwide Exclusive Agent Risk Purchasing Group, LLC .....	..OH.....	..NIA.....	Insurance Intermediaries, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1667326 ..	4286932 ..	.....	.....	Nationwide Financial Assignment Company .....	..OH.....	..NIA.....	Nationwide Life Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	23-2412039 ..	4287087 ..	.....	.....	Nationwide Financial General Agency, Inc. ....	..PA.....	..NIA.....	NFS Distributors, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1316276 ..	4287069 ..	.....	.....	Nationwide Financial Institution Distributors Agency, Inc. ....	..DE.....	..NIA.....	NFS Distributors, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-6554353 ..	4286978 ..	.....	.....	Nationwide Financial Services Capital Trust .....	..DE.....	..NIA.....	Nationwide Financial Services, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1486870 ..	3828063 ..	.....	.....	Nationwide Financial Services, Inc. ....	..DE.....	..NIA.....	Nationwide Corporation .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	52-6969857 ..	4286996 ..	.....	.....	Nationwide Fund Advisors .....	..DE.....	..NIA.....	Nationwide Financial Services, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1748721 ..	42877050 ..	.....	.....	Nationwide Fund Distributors LLC .....	..DE.....	..NIA.....	NFS Distributors, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-0900518 ..	4287041 ..	.....	.....	Nationwide Fund Management LLC .....	..DE.....	..NIA.....	NFS Distributors, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..23760 ..	31-4425763 ..	4287957 ..	.....	.....	Nationwide General Insurance Company .....	..OH.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-1570938 ..	4286398 ..	.....	.....	Nationwide Global Holdings, Inc. ....	..OH.....	..NIA.....	Nationwide Corporation .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	04-3732385 ..	4286857 ..	.....	.....	Nationwide Global Ventures, Inc. ....	..DE.....	..NIA.....	Nationwide Asset Management Holdings, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..10070 ..	31-1399201 ..	.....	.....	.....	Nationwide Indemnity Company .....	..OH.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..25453 ..	95-2130882 ..	4287180 ..	.....	.....	Nationwide Insurance Company of America .....	..WI.....	..IA.....	ALLIED Group, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..10948 ..	31-1613686 ..	4287966 ..	.....	.....	Nationwide Insurance Company of Florida .....	..OH.....	..IA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	31-6022301 ..	.....	.....	.....	Nationwide Insurance Foundation .....	..OH.....	..OTH.....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....	.....	41-2206199 ..	4286950 ..	.....	.....	Nationwide Investment Advisors, LLC .....	..OH.....	..NIA.....	Nationwide Life Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	73-0988442 ..	4286923 ..	.....	.....	Nationwide Investment Services Corporation .....	..OK.....	..NIA.....	Nationwide Life Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..92657 ..	31-1000740 ..	.....	.....	.....	Nationwide Life and Annuity Insurance Company .....	..OH.....	..IA.....	Nationwide Life Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	..66869 ..	31-4156830 ..	.....	.....	.....	Nationwide Life Insurance Company .....	..OH.....	..IA.....	Nationwide Financial Services, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	13-4212969 ..	.....	.....	.....	Nationwide Life Tax Credit Partners 2002-A, LLC .....	..OH.....	..NIA.....	Nationwide Life Insurance Company .....	Other.....	.....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	01-0749754 ..	.....	.....	.....	Nationwide Life Tax Credit Partners 2002-B, LLC .....	..OH.....	..NIA.....	Nationwide Life Insurance Company .....	Other.....	.....	Nationwide Mutual Insurance Company ..	.....
...0140 ...	Nationwide .....	.....	03-0498148 ..	3262573 ..	.....	.....	Nationwide Life Tax Credit Partners 2002-C, LLC .....	..OH.....	..NIA.....	Nationwide Life Insurance Company .....	Other.....	.....	Nationwide Mutual Insurance Company ..	.....

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12 Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	13 If Control is Owner- ship Provide Percent- age	14  Ultimate Controlling Entity(ies)/Person(s)	15  *
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi- ciliary Loca- tion	Relation- ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)				
...0140	Nationwide		54-2113175				Nationwide Life Tax Credit Partners 2003-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		58-2672725				Nationwide Life Tax Credit Partners 2003-B, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-0357951	3811001			Nationwide Life Tax Credit Partners 2003-C, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-0382144				Nationwide Life Tax Credit Partners 2004-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-0745944				Nationwide Life Tax Credit Partners 2004-B, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-0745965				Nationwide Life Tax Credit Partners 2004-C, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-1128408				Nationwide Life Tax Credit Partners 2004-D, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-1128472				Nationwide Life Tax Credit Partners 2004-E, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-1918935	3318117			Nationwide Life Tax Credit Partners 2004-F, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-2303694				Nationwide Life Tax Credit Partners 2005-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-2303602				Nationwide Life Tax Credit Partners 2005-B, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-2450960				Nationwide Life Tax Credit Partners 2005-C, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-2451052				Nationwide Life Tax Credit Partners 2005-D, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		20-2774223				Nationwide Life Tax Credit Partners 2005-E, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		21-1288836				Nationwide Life Tax Credit Partners 2007-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-3427373				Nationwide Life Tax Credit Partners 2009-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-3427435				Nationwide Life Tax Credit Partners 2009-B, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-3427479				Nationwide Life Tax Credit Partners 2009-C, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-3427525				Nationwide Life Tax Credit Partners 2009-D, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-4737055				Nationwide Life Tax Credit Partners 2009-E, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		26-4737157				Nationwide Life Tax Credit Partners 2009-F, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		46-1952215				Nationwide Life Tax Credit Partners 2013-A, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide						Nationwide Life Tax Credit Partners 2013-B, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide		27-1362364				Nationwide Life Tax Credit Partners 2009-I, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide			3779811			Nationwide Life Tax Credit Partners No. 1, LLC	..OH	...NIA	Nationwide Life Insurance Company	Other		Nationwide Mutual Insurance Company	
...0140	Nationwide	42110	75-1780981	4287984			Nationwide Lloyds	TX	IA	n/a	contract		Nationwide Mutual Insurance Company	



STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140 ...	Nationwide .....						Nationwide Mutual Capital I, LLC .....	..DE .....	..NIA .....	Nationwide Mutual Capital, LLC .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		75-3191025 .....				Nationwide Mutual Capital, LLC .....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..23779 .....	82-0549218 .....	3828090 .....			Nationwide Mutual Fire Insurance Company .....	..OH .....	..OTH .....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....	..23787 .....	31-4177100 .....	3828072 .....			Nationwide Mutual Insurance Company .....	..OH .....	..UDP .....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		34-2012765 .....	4288084 .....			Nationwide Private Equity Fund, LLC .....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..37877 .....	31-0970750 .....	4287993 .....			Nationwide Property and Casualty Insurance Company .....	..OH .....	..IA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		01-0852763 .....	4288141 .....			Nationwide Property Protection Services, LLC .....	..OH .....	..NIA .....	Nationwide Services Company, LLC .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....	4288105 .....			Nationwide Realty Investors, Ltd. ....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..96.700 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....	4288105 .....			Nationwide Realty Investors, Ltd. ....	..OH .....	..NIA .....	Nationwide Indemnity Company .....	Ownership.....	..3.300 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				Nationwide Realty Management, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4288066 .....			Nationwide Realty Services, Ltd. ....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		06-0987812 .....	4287117 .....			Nationwide Retirement Solutions Insurance Agency, Inc. ....	..MA .....	..IA .....	Nationwide Retirement Solutions, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		73-0948330 .....	4287096 .....			Nationwide Retirement Solutions, Inc. ....	..DE .....	..NIA .....	NFS Distributors, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		86-0924069 .....	4287108 .....			Nationwide Retirement Solutions, Inc. of Arizona .....	..AZ .....	..NIA .....	Nationwide Retirement Solutions, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1331479 .....	4287126 .....			Nationwide Retirement Solutions, Inc. of Ohio .....	..OH .....	..NIA .....	Nationwide Retirement Solutions, Inc. ....	contract .....	.....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		74-2200854 .....	4287135 .....			Nationwide Retirement Solutions, Inc. of Texas .....	..TX .....	..NIA .....	Nationwide Retirement Solutions, Inc. ....	contract .....	.....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		42-1373380 .....	4287210 .....			Nationwide Sales Solutions, Inc. ....	..IA .....	..NIA .....	ALLIED Group, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		36-2434406 .....	4287078 .....			Nationwide Securities, LLC .....	..OH .....	..NIA .....	NFS Distributors, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-4177100 .....	4288093 .....			Nationwide Services Company, LLC .....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		27-0743545 .....				Nationwide Tax Credit Partners 2009-G, LLC .....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Other.....	.....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		27-0768791 .....				Nationwide Tax Credit Partners 2009-H, LLC .....	..OH .....	..NIA .....	Nationwide Mutual Insurance Company .....	Other.....	.....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		11-3651828 .....				ND La Quinta Partners, LLC .....	..DE .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..95.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4286866 .....			Newhouse Capital Partners II, LLC .....	..DE .....	..NIA .....	Nationwide Global Ventures, Inc. ....	Ownership.....	..80.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4286866 .....			Newhouse Capital Partners II, LLC .....	..DE .....	..NIA .....	Nationwide Global Ventures, Inc. ....	Ownership.....	..99.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4286679 .....			Newhouse Capital Partners, LLC .....	..DE .....	..NIA .....	NWD Investment Management, Inc. ....	Ownership.....	..19.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4286679 .....			Newhouse Capital Partners, LLC .....	..DE .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..70.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....			4286679 .....			Newhouse Capital Partners, LLC .....	..DE .....	..NIA .....	Nationwide Mutual Fire Insurance Company .....	Ownership.....	..10.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1630871 .....	4287032 .....			NFS Distributors, Inc. ....	..DE .....	..NIA .....	Nationwide Financial Services, Inc. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		14-1892640 .....				NHT XII Tax Credit Fund, LLC .....	..DC .....	..NIA .....	Nationwide Life Insurance Company .....	Ownership.....	..49.990 ...	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		14-1892640 .....				NHT XII Tax Credit Fund, LLC .....	..DC .....	..NIA .....	Nationwide Assurance Company .....	Ownership.....	..25.000 ...	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		14-1892640 .....				NHT XII Tax Credit Fund, LLC .....	..DC .....	..NIA .....	Nationwide Mutual Insurance Company .....	Ownership.....	..25.000 ...	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		26-0351004 .....				North Bank Condominium Home Owners Association .....	..OH .....	..OTH .....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		20-4939866 .....				North of Third, LLC .....	..OH .....	..NIA .....	NRI Equity Land Investments, LLC .....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		26-4083207 .....				Northstar Commercial Development, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..50.000 ...	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		26-4083354 .....				Northstar Residential Development, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..50.000 ...	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		31-1486309 .....				NRI 12325 Copper Way, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				NRI 220 Schrock, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				NRI Arena, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				NRI Brooksidege, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				NRI Builders, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309 .....				NRI Communities/Charlotte, LLC .....	..OH .....	..NIA .....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 ...	Nationwide Mutual Insurance Company .	.....

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		31-1486309				NRI Communities/Harris Blvd., LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				NRI Cramer Creek, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866				NRI Equity Land Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	80.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-0212217				NRI Equity Tampa, LLC	OH	OTH	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				NRI Maxtown, LLC	OH	OTH	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		30-4939866				NRI Office Ventures, Ltd	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				NRI-Rivulon, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				NRI Telecom, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
										Nationwide Property and Casualty Company				
0140	Nationwide		45-3123274				NTCIF-2011 Georgia State Investor, LLC	OH	NIA		Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0729552				NTCIF-2011, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4700627				NTCP 2011-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-0747898				NTCP 2011-B, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-0741029	4464703			NTCP 2012-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-2724980				NW-Cameron, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		36-4702264				NW-Arvada, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2943666				NW-Bandera, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5159092				NW-Bayshore, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2451156				NW-Bee Cave, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-0999932				NW-Bencap, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-0901660				NW-CNC Coppell, LLC	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-2764819				NW-Commerce Center, LLC	DE	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5586006				NW-Eastpark, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						NW-Corvallis, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2457568				NW-Montrose, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2469044				NW-Portales, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 205 Vine, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 225 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 230 West, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 240 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 250 Brodbelt, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 265 Neil, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 275 Marconi, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 295 McConnell, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 300 Neil, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 300 Spring, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 355 McConnell, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 425 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD 500 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena Crossing, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena District I, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena District II, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena District IM, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena District PW, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Arena District V, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		04-3679396	4286848			NWD Asset Management Holdings, Inc.	DE	NIA	NWD Investment Management, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Athletic Club, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1636299	4286594			NWD Investment Management, Inc.	DE	NIA	Nationwide Corporation	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	80.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0732898				NW-Dulles, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-2647960				NW-Grapevine, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**  
**PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM**

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		46-2997049				NW-Howell Mill, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5408178				NW-Kentwood Towne Center, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749640				NW-Kohls Market, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5314607				NW-Lovers Lane, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-4630497				NW-Mueller II, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749848				NW-Northridge, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1089165				NW-Oakley Station, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5388656				NW-Park Memorial, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749937				NW-Park Village, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2469044				NW-Portales, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-1903919				NW-REI, LLC	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5159117				NW-South Park, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						NW-Southline, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749587				NW-Taylor Farmer Jack, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1100378				NW-Triangle, LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1077615				NW-West Ave., LLC	OH	NIA	NW-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-0947092				OCH Company, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-0947092				Ohio Center Hotel Company, Ltd.	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	56.250	Nationwide Mutual Insurance Company	
0140	Nationwide		26-0263012				Old Track Street Owners Association	OH	OTH	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Nationwide	13999	27-1712056	4286914			Olentangy Reinsurance, LLC	VT	IA	Nationwide Life and Annuity Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						OYS Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Park 288 Industrial, LLC	TX	OTH	Nationwide Mutual Insurance Company	Investor member / no control	95.000	other non-Nationwide	
0140	Nationwide		31-1486309				Perimeter A, Ltd	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1677602				Pizzuti Properties, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	65.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309				Polaris A, Ltd.	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		39-1907217	4287201			Premier Agency, Inc.	IA	NIA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
4664	Pure	12873	20-8287105				Privilege Underwriters Reciprocal Exchange	FL	IA	Other non-Nationwide	n/a		Other non-Nationwide	
0140	Pure			4288150			Privilege Underwriters, Inc.	FL	IA	Other non-Nationwide	n/a		Other non-Nationwide	
4664	Pure	13204	26-3109178	4288226			Pure Insurance Company	FL	IA	Other non-Nationwide	n/a		Other non-Nationwide	
4664	Pure			4288235			Pure Risk Management, LLC	FL	IA	Other non-Nationwide	n/a		Other non-Nationwide	
4664	Nationwide		75-2938844	4287005			Registered Investment Advisors Services, Inc.	TX	NIA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		82-0549218				Retention Alternatives, Ltd.	BMU	IA	Nationwide Mutual Fire Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership		Nationwide Mutual Insurance Company	1
0140	Nationwide						Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Mutual Fire Insurance Company	Ownership		Nationwide Mutual Insurance Company	1
0140	Nationwide						Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Life Insurance Company	Ownership		Nationwide Mutual Insurance Company	1
0140	Nationwide		22-3655264	4286530			Riverview International Group, Inc.	DE	NIA	NWD Investment Management, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Riverview Multi Series Fund, LL - Class Event	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Riverview Multi Series Fund, LL - Class N	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Riverview Polyphony Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	15580	31-1117969	4288002			Scottsdale Indemnity Company	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	41297	31-1024978				Scottsdale Insurance Company	OH		Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10672	86-0835870	4287649			Scottsdale Surplus Lines Insurance Company	AZ	IA	Scottsdale Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE Y  
PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domi-ciliary Loca-tion	Relation-ship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Owner-ship Provide Percen-tage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140 ...	Nationwide .....		31-1486309				Streets of Toringdon, LLC .....	...OH.....	...NIA.....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		91-2158214				The Hideaway Club .....	...CA.....	...OTH.....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		86-1094799				The Hideaway Owners Association .....	...CA.....	...OTH.....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		20-3541511				The Madison Club .....	...CA.....	...OTH.....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		20-3541507				The Madison Club Owners Association .....	...CA.....	...OTH.....	Other non-Nationwide .....	n/a .....	.....	Other non-Nationwide .....	.....
...0140 ...	Nationwide .....		31-1610040				The Waterfront Partners, LLC .....	...OH.....	...NIA.....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..50.000 .....	Nationwide Mutual Insurance Company .	...1 .....
...0140 ...	Nationwide .....		52-2031677				THI Holdings (Delaware), Inc. ....	...DE.....	...NIA.....	Nationwide Mutual Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		74-2825853	4287863			Titan Auto Insurance of New Mexico, Inc. ....	...NM.....	...IA.....	Whitehall Holdings, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..13242 .....	74-2286759	4287797			Titan Indemnity Company .....	...TX.....	...IA.....	THI Holdings (Delaware), Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..36269 .....	86-0619597	4287845			Titan Insurance Company .....	...MI.....	...IA.....	Titan Indemnity Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		75-1284530	4287890			Titan Insurance Services, Inc. ....	...TX.....	...NIA.....	Whitehall Holdings, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		33-0160222				V.P.I. Services, Inc. ....	...CA.....	...NIA.....	Veterinary Pet Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..42285 .....	95-3750113	4287685			Veterinary Pet Insurance Company .....	...CA.....	...IA.....	Scottsdale Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..10644 .....	34-1785903	4287911			Victoria Automobile Insurance Company .....	...IN.....	...IA.....	Victoria Fire & Casualty Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..42889 .....	34-1394913	4287827			Victoria Fire & Casualty Company .....	...OH.....	...IA.....	THI Holdings (Delaware), Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..10778 .....	34-1842604	4287920			Victoria National Insurance Company .....	...OH.....	...IA.....	Victoria Fire & Casualty Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..10105 .....	34-1777972	4287939			Victoria Select Insurance Company .....	...OH.....	...IA.....	Victoria Fire & Casualty Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..10777 .....	34-1842602	4287948			Victoria Specialty Insurance Company .....	...OH.....	...IA.....	Victoria Fire & Casualty Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....	..37150 .....	86-0561941	4287667			Western Heritage Insurance Company .....	...AZ.....	...IA.....	Scottsdale Insurance Company .....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....						Westport Capital Partners II .....	...CT.....	...OTH.....	Nationwide Mutual Insurance Company .....	Investor member / no control .....	..71.000 .....	other non-Nationwide .....	.....
...0140 ...	Nationwide .....		74-2767942	4287818			Whitehall Holdings, Inc. ....	...TX.....	...NIA.....	Nationwide Defined Benefit Master Trust .....	Ownership.....	..100.000 .....	other non-Nationwide .....	.....
...0140 ...	Nationwide .....		59-3471667	4287872			WI of Florida, Inc. ....	...FL.....	...NIA.....	THI Holdings (Delaware), Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....		31-1486309				Wilson Road Developers, LLC .....	...OH.....	...NIA.....	Whitehall Holdings, Inc. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....						Zais Zephyr A-4, LLC .....	...DE.....	...OTH.....	Nationwide Realty Investors, Ltd. ....	Ownership.....	..100.000 .....	Nationwide Mutual Insurance Company .	.....
...0140 ...	Nationwide .....									Nationwide Life Insurance Company .....	limited member / no control .....	..60.000 .....	other non-Nationwide .....	.....

Asterisk	Explanation
1 .....	For the purposes of this schedule, Nationwide presumed control of these entities because they are owned by at least 10% and are not wholly-owned by a Nationwide entity. ....
2 .....	Other ownership indicates a non-ownership circumstance by a Nationwide entity. ....

PART 1 - LOSS EXPERIENCE

Line 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 .....	23,219,205	6,461,408	27.8	32.1
2.	Allied Lines .....	62,236,192	22,210,393	35.7	45.1
3.	Farmowners multiple peril .....	1,301,670	431,614	33.2	27.6
4.	Homeowners multiple peril .....	36,904,747	16,316,141	44.2	54.2
5.	Commercial multiple peril .....	149,733,854	80,877,854	54.0	51.3
6.	Mortgage guaranty .....				
8.	Ocean marine .....	10,185	39,470	387.5	(501.0)
9.	Inland marine .....	4,301,113	4,729,638	110.0	30.8
10.	Financial guaranty .....				
11.1	Medical professional liability - occurrence .....		(1,604)		
11.2	Medical professional liability - claims-made .....	16,687	(341)	(2.0)	(424.0)
12.	Earthquake .....	5,597,655	321,770	5.7	0.0
13.	Group accident and health .....				
14.	Credit accident and health .....				
15.	Other accident and health .....				
16.	Workers' compensation .....				
17.1	Other liability - occurrence .....	240,324,865	111,505,107	46.4	49.3
17.2	Other liability - claims-made .....	89,411,036	31,404,913	35.1	33.6
17.3	Excess workers' compensation .....				
18.1	Products liability - occurrence .....	6,679,606	2,731,054	40.9	63.4
18.2	Products liability - claims-made .....	112,398	(5,000)	(4.4)	49.2
19.1,19.2	Private passenger auto liability .....				
19.3,19.4	Commercial auto liability .....	26,502,936	24,877,653	93.9	78.4
21.	Auto physical damage .....	4,345,638	2,401,533	55.3	74.0
22.	Aircraft (all perils) .....				
23.	Fidelity .....	1,561			28.1
24.	Surety .....				
26.	Burglary and theft .....	95,219	245,513	257.8	(61.5)
27.	Boiler and machinery .....	920,453	637,830	69.3	29.2
28.	Credit .....	394,766	(119,517)	(30.3)	20.5
29.	International .....				
30.	Warranty .....	2,418,521	2,553,934	105.6	82.8
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 .....				
35.	Totals .....	654,528,307	307,619,363	47.0	48.2
DETAILS OF WRITE-INS					
3401.	.....				
3402.	.....				
3403.	.....				
3498.	Summary of remaining write-ins for Line 34 from overflow page .....				
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1	2	3
		Current Quarter	Current Year to Date	Prior Year Year to Date
1.	Fire .....	13,504,861	25,091,993	22,012,190
2.	Allied Lines .....	38,655,195	70,386,627	57,490,460
3.	Farmowners multiple peril .....	684,197	1,357,498	1,323,683
4.	Homeowners multiple peril .....	24,001,837	40,772,312	33,171,786
5.	Commercial multiple peril .....	84,659,069	158,772,537	159,357,543
6.	Mortgage guaranty .....			
8.	Ocean marine .....		(580)	7,137
9.	Inland marine .....	2,243,900	4,179,040	4,139,539
10.	Financial guaranty .....			
11.1	Medical professional liability - occurrence .....			
11.2	Medical professional liability - claims-made .....		36,415	34,600
12.	Earthquake .....	4,176,442	6,183,959	5,578,945
13.	Group accident and health .....			
14.	Credit accident and health .....			
15.	Other accident and health .....			
16.	Workers' compensation .....			
17.1	Other liability - occurrence .....	156,580,952	264,713,404	238,695,215
17.2	Other liability - claims-made .....	43,230,541	95,049,670	73,133,353
17.3	Excess workers' compensation .....			
18.1	Products liability - occurrence .....	3,371,399	7,191,017	8,863,808
18.2	Products liability - claims-made .....	5,250	10,750	76,808
19.1,19.2	Private passenger auto liability .....			
19.3,19.4	Commercial auto liability .....	13,867,717	25,629,734	25,093,599
21.	Auto physical damage .....	2,258,795	4,580,199	4,627,882
22.	Aircraft (all perils) .....			
23.	Fidelity .....	250	1,484	1,336
24.	Surety .....			
26.	Burglary and theft .....	34,154	60,037	115,651
27.	Boiler and machinery .....	602,676	1,024,313	1,261,138
28.	Credit .....	152,178	304,904	343,681
29.	International .....			
30.	Warranty .....	796,930	1,528,659	3,492,346
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 .....			
35.	Totals .....	388,826,343	706,873,972	638,820,700
DETAILS OF WRITE-INS				
3401.	.....			
3402.	.....			
3403.	.....			
3498.	Summary of remaining write-ins for Line 34 from overflow page .....			
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13									
Years in Which Losses Occurred	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 .....	88,996	45,621	134,617	(14,849)	(18)	(14,867)	86,437	48	61,160	147,645	(17,408)	15,569	(1,839)									
2. 2011 .....	50,278	29,261	79,539	5,122	285	5,407	44,651	595	29,673	74,919	(505)	1,292	787									
3. Subtotals 2011 + Prior .....	139,274	74,882	214,156	(9,727)	267	(9,460)	131,088	643	90,833	222,564	(17,913)	16,861	(1,052)									
4. 2012 .....	85,630	81,863	167,493	37,140	3,090	40,230	67,310	3,248	56,938	127,496	18,820	(18,587)	233									
5. Subtotals 2012 + Prior .....	224,904	156,745	381,649	27,413	3,357	30,770	198,398	3,891	147,771	350,060	907	(1,726)	(819)									
6. 2013 .....	XXX	XXX	XXX	XXX	106,341	106,341	XXX	47,379	65,951	113,330	XXX	XXX	XXX									
7. Totals .....	224,904	156,745	381,649	27,413	109,698	137,111	198,398	51,270	213,722	463,390	907	(1,726)	(819)									
8. Prior Year-End Surplus As Regards Policyholders	670,199										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. 0.4	2. (1.1)	3. (0.2)									
											Col. 13, Line 7 As a % of Col. 1 Line 8											
											4. (0.1)											

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE 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? .....	YES
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 Insurance Coverage Supplement be filed with the state of domicile and the NAIC with this statement? .....	YES

Explanations:

1.
3.

Bar Codes:

1. Trusteed Surplus Statement [Document Identifier 490]
3. Medicare Part D Coverage Supplement [Document Identifier 365]



STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Funds held equity pools & associations .....	6,824,946		6,824,946	6,549,904
2505. Deposits and prepaid assets .....	262,769	262,769		
2506. Other assets nonadmitted .....	3,989,341	3,989,341		
2597. Summary of remaining write-ins for Line 25 from overflow page	11,077,056	4,252,110	6,824,946	6,549,904

Additional Write-ins for Liabilities Line 25

	1 Current Statement Date	2 December 31, Prior Year
2504. Miscellaneous liabilities .....	123,832	168,944
2505. Escrow liability .....	196,068	788,054
2506. State surcharge/recoupment payable .....	487,321	351,320
2597. Summary of remaining write-ins for Line 25 from overflow page	807,221	1,308,318



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

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 .....	2,860,971	3,209,179
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....	86,202	348,208
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	2,774,769	2,860,971
12. Total valuation allowance .....	(7,628)	(5,023)
13. Subtotal (Line 11 plus Line 12) .....	2,767,141	2,855,948
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)	2,767,141	2,855,948

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

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 .....	1,106,672,040	1,091,625,645
2. Cost of bonds and stocks acquired .....	229,866,372	76,442,342
3. Accrual of discount .....	725,794	2,020,552
4. Unrealized valuation increase (decrease) .....	1,803,121	36,321,090
5. Total gain (loss) on disposals .....	17,979	(26,694)
6. Deduct consideration for bonds and stocks disposed of .....	45,877,632	96,438,221
7. Deduct amortization of premium .....	2,113,655	3,509,096
8. Total foreign exchange change in book/adjusted carrying value .....	(394,153)	236,422
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	1,290,699,866	1,106,672,040
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	1,290,699,866	1,106,672,040

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

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) .....	778,544,257	69,091,410	11,849,456	1,093,477	778,544,257	836,879,688		767,117,267
2. Class 2 (a) .....	162,475,074	61,574,143	1,888,659	(5,140,158)	162,475,074	217,020,400		104,135,812
3. Class 3 (a) .....	1,064,167		750,000	5,349,515	1,064,167	5,663,682		1,093,693
4. Class 4 (a) .....	4,893,900		3,767,848	24,170	4,893,900	1,150,222		4,810,682
5. Class 5 (a) .....			3,388	3,388				
6. Class 6 (a) .....								
7. Total Bonds	946,977,398	130,665,553	18,259,351	1,330,392	946,977,398	1,060,713,992		877,157,454
PREFERRED STOCK								
8. Class 1 .....								
9. Class 2 .....								
10. Class 3 .....								
11. Class 4 .....								
12. Class 5 .....								
13. Class 6 .....								
14. Total Preferred Stock .....								
15. Total Bonds and Preferred Stock	946,977,398	130,665,553	18,259,351	1,330,392	946,977,398	1,060,713,992		877,157,454

(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 \$ ..... ; NAIC 2 \$ ..... ; NAIC 3 \$ ..... ;  
NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	19,461,909	xxx	19,461,909	97	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	107,631,487	64,257,609
2. Cost of short-term investments acquired .....	2,030,116,867	2,774,290,365
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....	2,118,286,445	2,730,916,487
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	19,461,909	107,631,487
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	19,461,909	107,631,487

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

**N O N E**

Schedule DB - Part B - Verification - Futures Contracts

**N O N E**

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

**N O N E**

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

**N O N E**

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

**N O N E**

Schedule E - Verification - Cash Equivalents

**N O N E**

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

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

## STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

## SCHEDULE B - PART 2

Showing All Mortgage Loans ACQUIRED AND ADDITIONS MADE During the Current Quarter

[illegible]

## SCHEDULE B - PART 3

Showing All Mortgage Loans DISPOSED, Transferred or Repaid During the Current Quarter

1	Location		4	5	6	7	Change in Book Value/Recorded Investment						14	15	16	17	18
	2	3					8	9	10	11	12	13					
Book Value/ Recorded Investment Excluding Accrued Interest Prior Year							Unrealized Valuation Increase (Decrease)	Current Year's (Amortization) /Accretion	Current Year's Other Than Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Change in Book Value (8+9-10+11)	Total Foreign Exchange Change in Book Value	Book Value/ Recorded Investment Excluding Accrued Interest on Disposal	Consid- eration	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal
Loan Number	City	State	Loan Type	Date Acquired	Disposal Date												
00-1000999	AURORA	CO		03/03/2004		816,067							3,791	3,791			
00-1001090	MASON	OH		12/20/2002		1,675,541							11,071	11,071			
00-1001233	HOUSTON	TX		11/20/2002		369,363							28,581	28,581			
0299999. Mortgages with partial repayments						2,860,970							43,442	43,442			
0599999 - Totals						2,860,970							43,442	43,442			

Schedule BA - Part 2 - Other Long-Term Invested Assets Acquired

N O N E

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

N O N E

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
026660-G7-2	American Honda Fin Corp MT Nt 3.875% 0		.05/29/2013	Mitsubishi UFJ Sec		1,336,125	1,225,000	9,357	1FE
071813-BJ-7	Baxter Intl Sr Nt 1.850% 06/15/18		.06/13/2013	Various		5,701,894	5,700,000	252	1FE
125276-AB-9	CF Industries Inc Nt 7.125% 05/01/20		.05/20/2013	Sterne Agee		7,512,960	6,000,000	26,125	2FE
126650-BP-4	CVS Caremark Corp ABS PTC Nt 6.036% 12		.05/29/2013	Barclays Capital		1,202,030	1,034,859	3,991	2FE
151020-AE-4	Celgene Corp Sr Nt 3.950% 10/15/20		.04/25/2013	Morgan Stanley & Co Inc		2,751,150	2,500,000	4,115	2FE
20048E-AW-1	Comm Mortgage Trust CMBS Ser 2013-L06 C1		.06/06/2013	Deutsche Bank Securities		9,951,172	10,000,000	6,883	1FE
25179M-AK-9	Devon Energy Corp Sr Nt 4.000% 07/15/2		.04/17/2013	Barclays Capital		7,326,903	6,750,000	71,167	2FE
26441C-AK-1	Duke Energy Corp Sr Nt 2.100% 06/15/18		.06/10/2013	Goldman Sachs & Company		2,996,730	3,000,000		2FE
29250R-AS-5	Enbridge Energy Partners LP Sr Nt 5.20		.04/11/2013	Morgan Stanley & Co Inc		2,842,725	2,500,000	11,194	2FE
29250R-AU-0	Enbridge Energy Partners LP Sr Nt 4.20		.05/15/2013	Nomura Securities Int'l Inc		1,176,065	1,100,000	8,342	2FE
302508-AM-8	FMR Corp Nt 7.490% 06/15/19		.05/15/2013	Barclays Capital		4,966,360	4,000,000	128,994	1FE
375558-AU-7	Gilead Sciences Inc Sr Nt 4.400% 12/01		.06/05/2013	Morgan Stanley & Co Inc		1,488,165	1,343,000	1,477	2FE
465685-AC-9	ITC Holdings Corp Sr Nt 5.875% 09/30/1		.06/18/2013	Barclays Capital		5,477,493	4,850,000	64,111	2FE
626717-AF-9	Murphy Oil Corp Sr Nt 3.700% 12/01/22		.05/16/2013	Morgan/JP/Securities - Bonds		5,011,800	5,000,000	87,875	2FE
628530-BA-4	Mylan Inc Sr Nt 2.600% 06/24/18		.06/18/2013	Morgan Stanley & Co Inc		2,993,730	3,000,000		2FE
67087M-AA-4	OBP Depositor LLC Tr CMBS Ser 2010-OBP C		.06/06/2013	Bank of America B1SD Dealer		11,293,750	10,000,000	12,906	1FE
89054X-AB-1	Topaz Solar Farms LLC Nt 4.875% 09/30/		.04/24/2013	Barclays Capital		8,795,000	8,750,000	4,266	2FE
90783R-AA-2	Union Pacific RR PTC Ser 2002-1 6.061%		.05/30/2013	Morgan Stanley & Co Inc		3,116,994	2,705,560	62,405	1FE
911312-AK-2	United Parcel Service Sr Nt 5.125% 04/		.06/04/2013	Citigroup		15,803,640	13,500,000	126,844	1FE
941063-AQ-2	Waste Management Inc Co Gtd Nt 4.600%		.06/03/2013	Deutsche Bank Securities		7,681,522	6,925,000	83,742	2FE
71645W-AR-2	Petrobras Intl Fin Co Sr Nt 5.375% 01/	R	.04/02/2013	Various		4,317,872	4,000,000	40,611	2FE
76720A-AM-8	Rio Tinto Finance USA PLC Sr Nt 2.250%	R	.06/14/2013	Morgan/JP/Securities - Bonds		4,954,300	5,000,000		1FE
80105N-AG-0	Sanofi - Aventis - ADR Sr Nt 4.000% 03	R	.04/04/2013	Merrill Lynch		4,500,100	4,000,000	4,222	1FE
801060-AB-0	Sanofi Sr Nt 1.250% 04/10/18	R	.04/03/2013	Morgan/JP/Securities - Bonds		7,467,075	7,500,000		1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						130,665,555	120,383,419	758,879	XXX
8399997. Total - Bonds - Part 3						130,665,555	120,383,419	758,879	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						130,665,555	120,383,419	758,879	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
9799997. Total - Common Stocks - Part 3							XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX		XXX
9899999. Total - Preferred and Common Stocks							XXX		XXX
9999999 - Totals						130,665,555	XXX	758,879	XXX

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

## STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

## SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
.3837HD-NF-6	GNMA REMIC Ser 1996-5 CI Z 7.000% 05/1		06/01/2013	Paydown		9,715	9,715	9,989	9,896		(181)		(181)		9,715				280	05/16/2026	1
.911760-GT-7	Vendee Mtg Tr RMBS REMIC Ser 1995-3 1Z		06/01/2013	Paydown		44,952	44,952	46,204	45,643		(691)		(691)		44,952				1,281	09/15/2025	1
.911760-HH-2	Vendee Mtg Tr RMBS REMIC Ser 1996-2 1Z		06/01/2013	Paydown		48,861	48,861	48,618	48,645		216		216		48,861				1,394	06/15/2026	1
05999999. Subtotal - Bonds - U.S. Governments						103,528	103,528	104,811	104,184		(656)		(656)		103,528				2,955	XXX	XXX
.341426-PU-2	Florida St Brd of Ed GO Pub Ed Ser J 5		06/01/2013	Call	101.0000	141,400	140,000	146,026	141,235		165		165		141,400				3,500	06/01/2016	1FE
.452151-KC-6	Illinois St GO RMBS Ser 2002-2 CI M4746		06/01/2013	Call	100.0000	2,000,000	2,000,000	2,139,120	2,007,153		(7,153)		(7,153)		2,000,000				50,000	06/01/2016	1FE
17999999. Subtotal - Bonds - U.S. States, Territories and Possessions						2,141,400	2,140,000	2,285,146	2,148,388		(6,988)		(6,988)		2,141,400				53,500	XXX	XXX
.011832-S3-7	Alaska St Hsg Fin Corp Rev LBASS AMT 1st		06/01/2013	Call	100.0000	460,000	460,000	460,000	460,000					460,000					8,699	12/01/2024	1FE
.312905-YJ-5	FHLMC REMIC Ser 1077-E 9.000% 05/15/21		06/01/2013	Paydown		11,465	11,465	11,618	11,488		(23)		(23)		11,465				430	05/15/2021	1
.313390-KO-9	FHLMC REMIC Ser 2415 CE 5.500% 02/15/1		06/01/2013	Paydown		84,705	84,705	87,670	85,350		(645)		(645)		84,705				1,983	02/15/2017	1
.313373-02-7	FHLMC REMIC Ser 1674-Z 6.750% 02/15/24		06/01/2013	Paydown		10,149	10,149	10,500	10,339		(190)		(190)		10,149				295	02/15/2024	1
.31337C-6P-8	FHLMC Structured Ser 2008 M 7.000% 11/		06/01/2013	Paydown		9,025	9,025	9,366	9,234		(209)		(209)		9,025				259	11/20/2027	1
.31337C-AU-2	FHLMC Structured Ser FSPC T-9 A6 6.564		05/01/2013	Paydown		251	251	242	250		1		1		251				6	03/25/2029	1
.31340Y-DB-2	FHLMC REMIC Ser 12-A 9.250% 11/15/19		06/15/2013	Paydown		1,001	1,001	1,051	1,020		(19)		(19)		1,001				3	11/15/2019	1
.31340Y-GR-4	FHLMC REMIC Ser 22-C 9.500% 04/15/20		06/15/2013	Paydown		4,996	4,996	5,177	5,022		(26)		(26)		4,996				206	04/15/2020	1
.31358E-XG-2	FNMA REMIC Ser 1990-83A 9.250% 07/25/2		06/01/2013	Paydown		2,410	2,410	2,398	2,403		13		13		2,410				103	07/25/2020	1
.31358G-X4-4	FNMA REMIC Ser 1991-56G 8.600% 06/25/2		06/01/2013	Paydown		5,952	5,952	5,961	5,942		10		10		5,952				214	06/25/2021	1
.31358L-VM-5	FNMA REMIC Ser G92-14Z 7.000% 02/25/22		06/01/2013	Paydown		17,754	17,754	18,033	17,871		(117)		(117)		17,754				486	02/25/2022	1
.31358N-SB-4	FNMA REMIC Ser 1992-124 PZ 7.000% 07/2		06/01/2013	Paydown		12,448	12,448	12,807	12,614		(166)		(166)		12,448				356	07/25/2022	1
.31358N-RT-1	FNMA REMIC Ser G 1992-30Z 7.000% 06/25		06/01/2013	Paydown		5,209	5,209	5,293	5,259		(50)		(50)		5,209				152	06/25/2022	1
.31359V-BH-5	FNMA REMIC Ser 1998-73 CI MZ 6.300% 10		06/01/2013	Paydown		86,186	86,186	88,416	87,527		(1,341)		(1,341)		86,186				2,262	10/17/2038	1
.313603-GW-6	FNMA REMIC Ser 1989-86E 8.750% 11/25/1		06/01/2013	Paydown		3,174	3,174	3,108	3,141		33		33		3,174				129	11/25/2019	1
.313603-YL-0	FNMA REMIC Ser 1990-16E 9.000% 03/25/2		06/01/2013	Paydown		5,446	5,446	5,928	5,592		(146)		(146)		5,446				218	03/25/2020	1
.31392E-SX-9	FNMA REMIC Ser 2002-59 CI B 5.500% 09/		06/01/2013	Paydown		18,948	18,948	19,700	19,278		(330)		(330)		18,948				429	09/25/2017	1
.31392T-WT-0	FHLMC REMIC Ser 2478 JF 6.000% 08/15/2		06/01/2013	Paydown		18,653	18,653	19,428	18,921		(268)		(268)		18,653				464	08/15/2022	1
.31392U-KL-7	FHLMC REMIC Ser 2504 N 5.500% 09/15/1		06/01/2013	Paydown		28,777	28,777	30,018	29,218		(441)		(441)		28,777				646	09/15/2017	1
.31392U-MQ-4	FHLMC REMIC Ser 2503 BH 5.500% 09/15/1		06/01/2013	Paydown		18,721	18,721	19,315	18,839		(118)		(118)		18,721				427	09/15/2017	1
.31392U-RH-9	FHLMC REMIC Ser 2501 AN 5.500% 09/15/1		06/01/2013	Paydown		68,993	68,993	71,537	69,674		(681)		(681)		68,993				1,589	09/15/2017	1
.31392V-2F-8	FHLMC REMIC Ser 2494 J 5.500% 09/15/17		06/01/2013	Paydown		61,184	61,184	62,360	61,323		(139)		(139)		61,184				1,415	09/15/2017	1
.31392V-7G-1	FHLMC REMIC Ser 2498 BM 5.500% 09/15/1		06/01/2013	Paydown		43,067	43,067	44,271	43,352		(286)		(286)		43,067				1,014	09/15/2017	1
.31392V-SN-3	FHLMC REMIC Ser 2496 BK 5.500% 09/15/1		06/01/2013	Paydown		18,097	18,097	18,663	18,230		(133)		(133)		18,097				404	09/15/2017	1
.31393H-6S-6	FHLMC REMIC Ser 2543 CI AN 5.000% 12/1		06/01/2013	Paydown		43,425	43,425	43,045	43,270		155		155		43,425				893	12/15/2017	1
.31396N-EM-4	FHLMC REMIC Ser 3140 CI UP 6.000% 03/1		06/01/2013	Paydown		384,810	384,810	382,465	382,811		1,999		1,999		384,810				9,476	03/15/2036	1
.649085-AA-5 New Valley Generation II Ser 2001 5.57						157,258	157,258	164,380	160,308		(3,050)		(3,050)		157,258				4,381	05/01/2020	1FE
.67756Q-JD-0	Ohio St Hsg Fin Agcy Mtg Rev LBASS AMT S		06/01/2013	Call	100.0000	445,000	445,000	445,000	445,000						445,000				18,773	09/01/2024	1FE
.88275F-MS-5	Texas St Dept Hsg & Cmnty Rev LBASS Sgl		06/01/2013	Call	100.0000	70,000	70,000	70,299	70,236		(236)		(236)		70,000				2,704	09/01/2027	1FE
31999999. Subtotal - Bonds - U.S. Special Revenues						2,097,104	2,097,104	2,118,054	2,103,507		(6,403)		(6,403)		2,097,104				58,449	XXX	XXX
.01082F-AA-3	Alameda Cnty CA CTL Ser 2002-A 7.500%		06/15/2013	Redemption	100.0000														593	06/15/2021	1
.030955-AB-4	Ameritech Capital Funding Corp Nt 9.10		06/01/2013	Redemption	100.0000														3,449	06/01/2016	1FE
.05164F-AA-5	Aurora Health Care (Badger RE) CTL 6.9		06/15/2013	Redemption	100.0000														353	12/15/2022	2
.055498-AA-3	Bjs Wholesale Club Inc CTL (HG Bowie Rea		06/15/2013	Redemption	100.0000														425	05/15/2022	2
.059513-AC-5	Banc of America Comm Mtg Inc CMBS Ser 20		06/01/2013	Paydown		397,260	397,260	397,947	396,893		367		367		397,260				8,643	02/10/2051	1FM
.126650-BP-4	CVS Caremark Corp ABS PTC Nt 6.036% 12		06/10/2013	Redemption		3,388	3,388	3,935			(547)		(547)		3,388				17	12/10/2028	2FE
.12669C-E4-8	CMBS Inc RMBS Ser 2002-8 CI A4 6.500%		06/01/2013	Paydown		37,900	37,900	39,274	37,992		(92)		(92)		37,900				1,083	07/25/2032	1FM
.151895-AA*-0	CenterPoint Properties Tr CTL 7.530% 1		06/01/2013	Redemption	100.0000														781	10/01/2014	1
.20173V-AC-4	Greenwich Cap Comm Funding CMBS Ser 2007		06/01/2013	Paydown		376,609	376,609	378,485	376,562		47		47		376,609				8,969	12/10/2049	1FM
.50026F-AA-3	Kohls Corp CTL Shelby MI 7.600% 12/15/		06/15/2013	Redemption	100.0000														738	12/15/2022	2
.52465F-BP-9	Legg Mason Mto Cap Corp Ser 2003-CTL-21		06/01/2013	Redemption	100.0000														448	03/01/2023	1



STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
..587405-AB-7	Mercantile Bankshares Corp Sub Nt Ser B .....		..04/15/2013	Maturity .....		.....1,770,000	.....1,770,000	.....1,660,207	.....1,764,587			.....5,413		.....5,413	.....1,770,000				.....40,931	..04/15/2013	2FE	
..653240-AA-9	Newtown CTL Ser 2002 6.082% 05/15/23 .....		..06/15/2013	Redemption 100.0000 .....		.....37,137	.....37,137	.....37,136	.....37,136			.....1		.....1	.....37,137				.....942	..05/15/2023	1	
..67020B-AA-8	NRRC-D Facilities Corp CTL GSA Rev Bd Ls .....		..06/07/2013	Redemption 100.0000 .....		.....22,528	.....22,528	.....22,528	.....22,528						.....22,528				.....611	..11/07/2023	1	
..67112*-AB-0	OWT Homelite Royal Funding Tr Sr Nt 6. ....		..06/30/2013	Maturity .....		.....750,000	.....750,000	.....756,373	.....751,019			.....(1,019)		.....(1,019)	.....750,000				.....25,125	..06/30/2013	3	
..71944B-AF-2	Physician Oncology Services (Vantage) Te ....		..06/06/2013	Redemption 100.0000 .....		.....3,767,848	.....3,767,848	.....3,741,760	.....3,579,455	.....163,673	.....24,720		.....188,393		.....3,767,848				.....129,075	..02/28/2017	4FE	
..76126C-GB-2	RACERS Tr ABS Ser 1999-24-S-CCE CI A1 .....		..05/15/2013	Redemption 100.0000 .....		.....33,040	.....33,040	.....30,675	.....32,160		.....880		.....880		.....33,040				.....1,094	..05/15/2018	2	
..78442G-GG-5	SLM Student Loan Tr ABS Ser 2003-4 CI A5 .....		..06/17/2013	Paydown .....		.....18,270	.....18,270	.....18,731	.....18,169		.....101		.....101		.....18,270				.....149	..03/15/2033	1FE	
..91737#-AA-3	United States Govt SS Ls FinTr CTL GSA G .....		..06/15/2013	Paydown .....		.....78,402	.....78,402	.....78,145	.....78,285		.....118		.....118		.....78,402				.....1,538	..11/15/2018	1	
..921796-HB-7	Vanderbilt Mtg Fin ABS Ser 1999-C CI 1A4 .....		..04/01/2013	Redemption 100.0000 .....		.....149,986	.....149,986	.....149,986	.....149,986						.....149,986				.....3,780	..06/07/2026	1FE	
..92851@-AA-3	Vivendi SPC Tr CTL 6.630% 04/15/22 .....		..06/15/2013	Redemption 100.0000 .....		.....12,671	.....12,671	.....12,671	.....12,671						.....12,671				.....350	..04/15/2022	2	
..94978#-AT-4	Wells Fargo Bank Northwest NA CTL Ser 20 .....		..06/01/2013	Redemption 100.0000 .....		.....7,939	.....7,939	.....7,939	.....7,939						.....7,939				.....220	..08/01/2027	2	
..94978#-AU-1	Wells Fargo Bank Northwest NA CTL MWRA L .....		..06/15/2013	Redemption 100.0000 .....		.....10,199	.....10,199	.....10,678	.....10,558		.....(359)		.....(359)		.....10,199				.....314	..05/15/2032	1	
..94978#-AX-5	Wells Fargo Bank Northwest NA CTL CVS Co .....		..06/10/2013	Paydown .....		.....20,213	.....20,213	.....20,213	.....20,213						.....20,213				.....560	..10/10/2024	2	
..963203-AA-8	Gale Force QLO Ltd QLO Ser 2005-1A 0.5 .....	R	..05/15/2013	Paydown .....		.....6,231,881	.....6,231,881	.....6,021,555	.....6,163,606		.....68,275		.....68,275		.....6,231,881				.....17,866	..11/15/2017	1FE	
38999999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						13,917,319	13,917,319	13,598,102	13,657,823	163,673	91,890		255,563		13,917,319				248,054	XXX	XXX	
83999997. Total - Bonds - Part 4						18,259,351	18,257,951	18,106,113	18,013,902	163,673	77,843		241,516		18,259,351				362,958	XXX	XXX	
83999998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	
83999999. Total - Bonds						18,259,351	18,257,951	18,106,113	18,013,902	163,673	77,843		241,516		18,259,351				362,958	XXX	XXX	
89999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX	
89999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
89999999. Total - Preferred Stocks							XXX													XXX	XXX	
..22282E-10-2	Covanta Holding Corp Com .....		..04/11/2013	State Street Global Mkts .....	901.000																	
90999999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						17,980	XXX												17,979	17,979	149	XXX
97999997. Total - Common Stocks - Part 4						17,980	XXX												17,979	17,979	149	XXX
97999998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
97999999. Total - Common Stocks						17,980	XXX												17,979	17,979	149	XXX
98999999. Total - Preferred and Common Stocks						17,980	XXX												17,979	17,979	149	XXX
99999999 - Totals						18,277,331	XXX	18,106,113	18,013,902	163,673	77,843		241,516		18,259,351				17,979	17,979	363,107	XXX

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

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

Schedule DB - Part B - Section 1 - Futures Contracts Open  
**N O N E**

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made  
**N O N E**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open  
**N O N E**

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open  
**N O N E**

SCHEDULE DL - PART 1  
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date						
1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation/ Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
0599999. Total - U.S. Government Bonds						XXX
1099999. Total - All Other Government Bonds						XXX
1799999. Total - U.S. States, Territories and Possessions Bonds						XXX
2499999. Total - U.S. Political Subdivisions Bonds						XXX
3199999. Total - U.S. Special Revenues Bonds						XXX
362334-BQ-6	GSAA Home Equity Tr RMBS		1FIM	10,570	10,570	03/25/2036
813766-AC-4	Securitized AB Rec LLC RMBS		1FIM	65,839	65,839	09/25/2036
3399999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities				76,409	76,409	XXX
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds				76,409	76,409	XXX
4899999. Total - Hybrid Securities						XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds						XXX
6199999. Total - Issuer Obligations						XXX
6299999. Total - Residential Mortgage-Backed Securities				76,409	76,409	XXX
6399999. Total - Commercial Mortgage-Backed Securities						XXX
6499999. Total - Other Loan-Backed and Structured Securities						XXX
6599999. Total Bonds				76,409	76,409	XXX
7099999. Total - Preferred Stocks						XXX
7599999. Total - Common Stocks						XXX
7699999. Total - Preferred and Common Stocks						XXX
	Overnight Repos			1,875,302	1,875,302	07/01/2013
8999999. Total - Short-Term Invested Assets (Schedule DA type)				1,875,302	1,875,302	XXX
9999999 - Totals				1,951,711	1,951,711	XXX

General Interrogatories:

1. Total activity for the year to date
- Fair Value \$ .....170,349
- Book/Adjusted Carrying Value \$ .....170,349
2. Average balance for the year to date
- Fair Value \$ .....2,335,507
- Book/Adjusted Carrying Value \$ .....2,335,507
3. Reinvested securities lending collateral assets book/adjusted carrying valure included in this schedule by NAIC designation:
- NAIC 1 \$ .....76,409
- NAIC 2 \$ .....
- NAIC 3 \$ .....
- NAIC 4 \$ .....
- NAIC 5 \$ .....
- NAIC 6 \$ .....

**SCHEDULE DL - PART 2**  
**SECURITIES LENDING COLLATERAL ASSETS**

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
NONE						
9999999 - Totals						XXX

General Interrogatories:

- E11

## SCHEDULE E - PART 1 - CASH

[illegible]

STATEMENT AS OF JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

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

Show Investments Owned End of Current Quarter

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



SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

Designate the type of health care providers reported on this page:  
Physicians, including surgeons and osteopaths

SUPPLEMENT A TO SCHEDULE T  
EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN  
ALLOCATED BY STATES AND TERRITORIES

States, etc.	1  Direct Premiums Written	2  Direct Premiums Earned	Direct Losses Paid		5  Direct Losses Incurred	Direct Losses Unpaid		8  Direct Losses Incurred But Not Reported
			3  Amount	4  No. of Claims		6  Amount Reported	7  No. of Claims	
1. Alabama.....AL								
2. Alaska.....AK								
3. Arizona.....AZ								
4. Arkansas.....AR					(5)			233
5. California.....CA	36,415	16,687			(212)			7,267
6. Colorado.....CO								
7. Connecticut.....CT								
8. Delaware.....DE								
9. District of Columbia.....DC								
10. Florida.....FL					(135)			484
11. Georgia.....GA					(36)			
12. Hawaii.....HI								
13. Idaho.....ID								
14. Illinois.....IL					(414)			324
15. Indiana.....IN					(148)	(60,000)	1	(59,593)
16. Iowa.....IA								
17. Kansas.....KS								
18. Kentucky.....KY								
19. Louisiana.....LA					118			232
20. Maine.....ME								
21. Maryland.....MD								
22. Massachusetts.....MA								
23. Michigan.....MI					(1,256)			2,731
24. Minnesota.....MN								
25. Mississippi.....MS					19			31
26. Missouri.....MO					50			112
27. Montana.....MT								
28. Nebraska.....NE								
29. Nevada.....NV								
30. New Hampshire.....NH								
31. New Jersey.....NJ					(44)			485
32. New Mexico.....NM					12			(3,814)
33. New York.....NY					(207)			448
34. North Carolina.....NC								
35. North Dakota.....ND								
36. Ohio.....OH								
37. Oklahoma.....OK								
38. Oregon.....OR								
39. Pennsylvania.....PA					227			2,193
40. Rhode Island.....RI								
41. South Carolina.....SC								
42. South Dakota.....SD								
43. Tennessee.....TN					(114)			101
44. Texas.....TX					200			390
45. Utah.....UT								
46. Vermont.....VT								
47. Virginia.....VA					(23)			53
48. Washington.....WA								
49. West Virginia.....WV								
50. Wisconsin.....WI					25			42
51. Wyoming.....WY								
52. American Samoa.....AS								
53. Guam.....GU								
54. Puerto Rico.....PR								
55. U.S. Virgin Islands.....VI								
56. Nothern Mariana Islands.....MP								
57. Canada.....CAN								
58. Aggregate Other Aliens.....OT								
59. Totals	36,415	16,687			(1,943)	(60,000)	1	(48,281)
DETAILS OF WRITE-INS								
58001. ....								
58002. ....								
58003. ....								
58998. Summary of remaining write-ins for Line 58 from overflow page .....								
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)								



SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

Designate the type of health care  
providers reported on this page:  
Hospitals

SUPPLEMENT A TO SCHEDULE T  
EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN  
ALLOCATED BY STATES AND TERRITORIES

	1	2	Direct Losses Paid		5	Direct Losses Unpaid		8
			3	4		6	7	
States, etc.	Direct Premiums Written	Direct Premiums Earned	Amount	No. of Claims	Direct Losses Incurred	Amount Reported	No. of Claims	Direct Losses Incurred But Not Reported
1. Alabama.....AL								
2. Alaska.....AK								
3. Arizona.....AZ								
4. Arkansas.....AR								
5. California.....CA								
6. Colorado.....CO								
7. Connecticut.....CT								
8. Delaware.....DE								
9. District of Columbia.....DC								
10. Florida.....FL								
11. Georgia.....GA								
12. Hawaii.....HI								
13. Idaho.....ID								
14. Illinois.....IL								
15. Indiana.....IN								
16. Iowa.....IA								
17. Kansas.....KS								
18. Kentucky.....KY								
19. Louisiana.....LA								
20. Maine.....ME								
21. Maryland.....MD								
22. Massachusetts.....MA								
23. Michigan.....MI								
24. Minnesota.....MN								
25. Mississippi.....MS								
26. Missouri.....MO								
27. Montana.....MT								
28. Nebraska.....NE								
29. Nevada.....NV								
30. New Hampshire.....NH								
31. New Jersey.....NJ								
32. New Mexico.....NM								
33. New York.....NY								
34. North Carolina.....NC								
35. North Dakota.....ND								
36. Ohio.....OH								
37. Oklahoma.....OK								
38. Oregon.....OR								
39. Pennsylvania.....PA								
40. Rhode Island.....RI								
41. South Carolina.....SC								
42. South Dakota.....SD								
43. Tennessee.....TN								
44. Texas.....TX								
45. Utah.....UT								
46. Vermont.....VT								
47. Virginia.....VA								
48. Washington.....WA								
49. West Virginia.....WV								
50. Wisconsin.....WI								
51. Wyoming.....WY								
52. American Samoa.....AS								
53. Guam.....GU								
54. Puerto Rico.....PR								
55. U.S. Virgin Islands.....VI								
56. Northern Mariana Islands.....MP								
57. Canada.....CAN								
58. Aggregate Other Aliens.....OT								
59. Totals								
DETAILS OF WRITE-INS								
58001. ....								
58002. ....								
58003. ....								
58998. Summary of remaining write-ins for Line 58 from overflow page								
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)								





SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

Designate the type of health care providers reported on this page:  
Other health care professionals, including dentists, chiropractors, and podiatrists

SUPPLEMENT A TO SCHEDULE T  
EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN  
ALLOCATED BY STATES AND TERRITORIES

	1	2	Direct Losses Paid		5	Direct Losses Unpaid		8
			3	4		6	7	
States, etc.	Direct Premiums Written	Direct Premiums Earned	Amount	No. of Claims	Direct Losses Incurred	Amount Reported	No. of Claims	Direct Losses Incurred But Not Reported
1. Alabama . . . . .AL								
2. Alaska . . . . .AK								
3. Arizona . . . . .AZ								
4. Arkansas . . . . .AR								
5. California . . . . .CA								
6. Colorado . . . . .CO								
7. Connecticut . . . . .CT								
8. Delaware . . . . .DE								
9. District of Columbia . . . . .DC								
10. Florida . . . . .FL								
11. Georgia . . . . .GA								
12. Hawaii . . . . .HI								
13. Idaho . . . . .ID								
14. Illinois . . . . .IL								
15. Indiana . . . . .IN								
16. Iowa . . . . .IA								
17. Kansas . . . . .KS								
18. Kentucky . . . . .KY								
19. Louisiana . . . . .LA								
20. Maine . . . . .ME								
21. Maryland . . . . .MD								
22. Massachusetts . . . . .MA								
23. Michigan . . . . .MI								
24. Minnesota . . . . .MN								
25. Mississippi . . . . .MS								
26. Missouri . . . . .MO								
27. Montana . . . . .MT								
28. Nebraska . . . . .NE								
29. Nevada . . . . .NV								
30. New Hampshire . . . . .NH								
31. New Jersey . . . . .NJ								
32. New Mexico . . . . .NM								
33. New York . . . . .NY								
34. North Carolina . . . . .NC								
35. North Dakota . . . . .ND								
36. Ohio . . . . .OH								
37. Oklahoma . . . . .OK								
38. Oregon . . . . .OR								
39. Pennsylvania . . . . .PA								
40. Rhode Island . . . . .RI								
41. South Carolina . . . . .SC								
42. South Dakota . . . . .SD								
43. Tennessee . . . . .TN								
44. Texas . . . . .TX								
45. Utah . . . . .UT								
46. Vermont . . . . .VT								
47. Virginia . . . . .VA								
48. Washington . . . . .WA								
49. West Virginia . . . . .WV								
50. Wisconsin . . . . .WI								
51. Wyoming . . . . .WY								
52. American Samoa . . . . .AS								
53. Guam . . . . .GU								
54. Puerto Rico . . . . .PR								
55. U.S. Virgin Islands . . . . .VI								
56. Northern Mariana Islands . . . . .MP								
57. Canada . . . . .CAN								
58. Aggregate Other Aliens . . . . .OT								
59. Totals								
DETAILS OF WRITE-INS								
58001. . . . .								
58002. . . . .								
58003. . . . .								
58998. Summary of remaining write-ins for Line 58 from overflow page . . . . .								
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)								

NONE



Designate the type of health care  
providers reported on this page:  
Other health care facilities

SUPPLEMENT A TO SCHEDULE T  
EXHIBIT OF MEDICAL PROFESSIONAL LIABILITY PREMIUMS WRITTEN  
ALLOCATED BY STATES AND TERRITORIES

States, etc.	1 Direct Premiums Written	2 Direct Premiums Earned	Direct Losses Paid		5 Direct Losses Incurred	Direct Losses Unpaid		8 Direct Losses Incurred But Not Reported
			3 Amount	4 No. of Claims		6 Amount Reported	7 No. of Claims	
1. Alabama.....AL								
2. Alaska.....AK								
3. Arizona.....AZ								
4. Arkansas.....AR								
5. California.....CA								
6. Colorado.....CO								
7. Connecticut.....CT								
8. Delaware.....DE								
9. District of Columbia.....DC								
10. Florida.....FL								
11. Georgia.....GA								
12. Hawaii.....HI								
13. Idaho.....ID								
14. Illinois.....IL								
15. Indiana.....IN								
16. Iowa.....IA								
17. Kansas.....KS								
18. Kentucky.....KY								
19. Louisiana.....LA								
20. Maine.....ME								
21. Maryland.....MD								
22. Massachusetts.....MA								
23. Michigan.....MI								
24. Minnesota.....MN								
25. Mississippi.....MS								
26. Missouri.....MO								
27. Montana.....MT								
28. Nebraska.....NE								
29. Nevada.....NV								
30. New Hampshire.....NH								
31. New Jersey.....NJ								
32. New Mexico.....NM								
33. New York.....NY								
34. North Carolina.....NC								
35. North Dakota.....ND								
36. Ohio.....OH								
37. Oklahoma.....OK								
38. Oregon.....OR								
39. Pennsylvania.....PA								
40. Rhode Island.....RI								
41. South Carolina.....SC								
42. South Dakota.....SD								
43. Tennessee.....TN								
44. Texas.....TX								
45. Utah.....UT								
46. Vermont.....VT								
47. Virginia.....VA								
48. Washington.....WA								
49. West Virginia.....WV								
50. Wisconsin.....WI								
51. Wyoming.....WY								
52. American Samoa.....AS								
53. Guam.....GU								
54. Puerto Rico.....PR								
55. U.S. Virgin Islands.....VI								
56. Northern Mariana Islands.....MP								
57. Canada.....CAN								
58. Aggregate Other Aliens.....OT								
59. Totals								
DETAILS OF WRITE-INS								
58001. ....								
58002. ....								
58003. ....								
58998. Summary of remaining write-ins for Line 58 from overflow page								
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)								

NONE



SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE SCOTTSDALE INSURANCE COMPANY

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended JUNE 30, 2013

NAIC Group Code0140

NAIC Company Code41297

Company NameSCOTTSDALE INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$ 270,478	\$ 683,199	\$ 290,219

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 [ ] No [X]
- 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 [ ] No [X]
- 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:\$

2.32 Amount estimated using reasonable assumptions:\$
- 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 coverage provided in CMP packaged policies.\$