6 6 8 6 9 2 0 1 3 2 0 1 0 0 1 0 0

LIFE AND ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2013
OF THE CONDITION AND AFFAIRS OF THE

Nationwide Life Insurance Company

NAIC Group Code 0140 (Current) 0140 (Prior) NAIC Company Code 66869 Employer's ID Number 31-4156830

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

Country of Domicile United States of America

Incorporated/Organized 03/21/1929 Commenced Business 01/10/1931

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

Main Administrative Office One West Nationwide Blvd. (Street and Number)
Columbus , OH, US 43215-2220 (City or Town, State, Country and Zip Code), 800-882-2822 (Area Code) (Telephone Number)

Mail Address One West Nationwide Blvd., 1-04-701 (Street and Number or P.O. Box), Columbus , OH, US 43215-2220 (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 (City or Town, State, Country and Zip Code), 800-882-2822 (Area Code) (Telephone Number)

Internet Website Address www.nationwide.com

Statutory Statement Contact Ronald S. Porter (Name), 614-249-1545 (Area Code) (Telephone Number)
statacct@nationwide.com (E-mail Address), 877-669-5908 (FAX Number)

OFFICERS

President & COO	Kirt Alan Walker	Sr VP & Treasurer	David Patrick LaPaul
VP - Corp Governance & Secretary	Robert William Horner III	VP - NF Chief Actuary	Steven Andrew Ginnan

OTHER

Anne Louise Arvia Sr VP - NW Retirement Plans	Wesley Kim Austen Sr VP - P&C Comm/Farm Prod	David Alan Bano Sr VP - Chief Claims Officer
James David Benson Sr VP - CAO & Corp Controller	David William Berson Sr VP - Chief Economist	Pamela Ann Biesecker Sr VP - Head of Taxation
William Joseph Burke Sr VP - Corp Marketing	John Laughlin Carter Sr VP - NW Retirement Plans	Thomas Edward Clark # Sr VP - Field Operations IC
Tammy Craig Sr VP - IT Strategic Initiatives	Rae Ann Dankovic # Sr VP - NFS Legal	Steven Michael English Sr VP - Government Relations
Terri Lisa Forgy Sr VP - Talent, Div & Org Effect	Timothy Gerard Frommeyer Sr VP - CFO	Mark Anthony Gaetano Sr VP - BTO
David Luther Giertz # Sr VP - NF Distrib & Sales	Peter Anthony Golato Sr VP - NW Financial Network	Judith Lynn Greenstein Sr VP - Pres Nationwide Bank
Daniel Gerard Greteman Sr VP - CIO Allied Group	Susan Jean Gueli Sr VP - CIO NF Systems	Melissa Doss Gutierrez Sr VP - PCIO Sales Support
Harry Hansen Hallowell Sr VP	Jennifer Marie Hanley Sr VP, NI Brand Marketing	Patricia Ruth Hatler Exec VP & Chief Legal & Gov Off
Eric Shawn Henderson Sr VP - Ind Products & Sol	Peter Joseph Hersha # Sr VP - Trial Division	Terri Lynn Hill Exec VP
Matthew Eric Jauchius Exec VP - Chief Market	Michael Craig Keller Exec VP - Chief Info Officer	Gale Verdell King Exec VP - Chief Human Res Officer
Michael Patrick Leach Sr VP - CFO - P&C	Katherine Marie Liebel Sr VP - Corp Strategy	Michael William Mahaffey Sr VP, Chief Risk Officer
Kai Vincent Monahan Sr VP - Internal Audit	Gregory Stephen Moran Sr VP - CIO IT Infrastructure	Sandra Lee Neely Sr VP - Deputy Gen Counsel
Mark Angelo Pizzi Exec VP	Steven Charles Power Sr VP - NF	Stephen Scott Rasmussen Chief Executive Officer
Sandra Lynn Rich Sr VP - Chief Compliance Officer	Michael Anthony Richardson Sr VP - CIO Enter Apps	Amy Taylor Shore Sr VP - Field Operations EC
David Gerard Sommers # Sr VP-Cust Insights & Analyts	Michael Scott Spangler Sr VP - Invest Manag Group	Mark Raymond Thresher Exec VP
Guruprasad Chitrapura Vasudeva Sr VP - Ent CTO	Andrew Dawnly Walker Sr VP - IT Finance SMS/PMO	

DIRECTORS OR TRUSTEES

John Laughlin Carter #	Timothy Gerard Frommeyer	Eric Shawn Henderson
Stephen Scott Rasmussen	Mark Raymond Thresher	Kirt Alan Walker

State of Ohio
County of Franklin SS:

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

Kirt Alan Walker President & COO	Robert William Horner, III VP - Corp Governance & Secretary	David Patrick LaPaul Sr VP & Treasurer

Subscribed and sworn to before me this 31 day of JANUARY, 2014
Jeffrey W. Cloud

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

NOTARIAL SEAL STATE OF OHIO

Jeffrey W. Cloud
Notary Public, State of Ohio
My Commission Expires 09-29-2016

ASSETS

		Current Year			Prior Year
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1.	Bonds (Schedule D)	25,346,990,275		25,346,990,275	23,432,028,192
2.	Stocks (Schedule D):				
	2.1 Preferred stocks				
	2.2 Common stocks	593,008,408		593,008,408	346,030,089
3.	Mortgage loans on real estate (Schedule B):				
	3.1 First liens	5,691,564,869		5,691,564,869	5,244,324,908
	3.2 Other than first liens				
4.	Real estate (Schedule A):				
	4.1 Properties occupied by the company (less $ .... encumbrances)				
	4.2 Properties held for the production of income (less $ .... encumbrances)				
	4.3 Properties held for sale (less $ .... encumbrances)				
5.	Cash ($ (77,660,942) , Schedule E - Part 1), cash equivalents ($ .... , Schedule E - Part 2) and short-term investments ($ 229,009,137 , Schedule DA)	151,348,196		151,348,196	662,026,868
6.	Contract loans (including $ .... premium notes)	949,756,458	227,068	949,529,390	949,625,786
7.	Derivatives (Schedule DB)	2,138,102,146		2,138,102,146	2,790,573,602
8.	Other invested assets (Schedule BA)	109,325,111	109,242	109,215,869	199,642,213
9.	Receivables for securities				
10.	Securities lending reinvested collateral assets (Schedule DL)	100,845,829		100,845,829	127,581,703
11.	Aggregate write-ins for invested assets	435,547,689		435,547,689	231,996,601
12.	Subtotals, cash and invested assets (Lines 1 to 11)	35,516,488,981	336,310	35,516,152,671	33,983,829,962
13.	Title plants less $ .... charged off (for Title insurers only)				
14.	Investment income due and accrued	536,798,643	470,279	536,328,364	500,809,959
15.	Premiums and considerations:				
	15.1 Uncollected premiums and agents' balances in the course of collection	33,284,865	717,267	32,567,598	30,180,170
	15.2 Deferred premiums and agents' balances and installments booked but deferred and not yet due (including $ .... earned but unbilled premiums)	35,062,315		35,062,315	38,424,013
	15.3 Accrued retrospective premiums				
16.	Reinsurance:				
	16.1 Amounts recoverable from reinsurers	23,111,599		23,111,599	22,266,114
	16.2 Funds held by or deposited with reinsured companies				
	16.3 Other amounts receivable under reinsurance contracts	16,759,499		16,759,499	34,713,012
17.	Amounts receivable relating to uninsured plans				
18.1	Current federal and foreign income tax recoverable and interest thereon				57,110,696
18.2	Net deferred tax asset	1,099,150,507	636,009,633	463,140,874	502,772,851
19.	Guaranty funds receivable or on deposit	2,012,973		2,012,973	1,785,359
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				
23.	Receivables from parent, subsidiaries and affiliates	3,911,756		3,911,756	3,028,191
24.	Health care ($ ....) and other amounts receivable				
25.	Aggregate write-ins for other than invested assets	317,115,263	117,008,050	200,107,213	138,200,625
26.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	37,583,696,401	754,541,539	36,829,154,862	35,313,120,952
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts	83,846,426,556		83,846,426,556	71,264,422,303
28.	Total (Lines 26 and 27)	121,430,122,957	754,541,539	120,675,581,418	106,577,543,255
	DETAILS OF WRITE-INS				
1101.	Receivable for invested assets	10,833		10,833	893,943
1102.	Derivative collateral and receivables	435,536,856		435,536,856	231,102,658
1103.					
1198.	Summary of remaining write-ins for Line 11 from overflow page				
1199.	Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)	435,547,689		435,547,689	231,996,601
2501.	Accrued fees and other assets	195,692,978	22	195,692,956	134,278,144
2502.	Cash value of corporate owned insurance	1,548,141		1,548,141	1,550,319
2503.	Deferred software costs	43,854,273	43,854,273		
2598.	Summary of remaining write-ins for Line 25 from overflow page	76,019,871	73,153,755	2,866,116	2,372,162
2599.	Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	317,115,263	117,008,050	200,107,213	138,200,625

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Year	2 Prior Year
1.	Aggregate reserve for life contracts $ 28,734,753,065 (Exh. 5, Line 9999999) less $ .... included in Line 6.3 (including $ 67,207,365 Modco Reserve)	28,734,753,065	27,494,672,455
2.	Aggregate reserve for accident and health contracts (including $ 72,290,252 Modco Reserve)	84,707,642	67,770,139
3.	Liability for deposit-type contracts (Exhibit 7, Line 14, Col. 1) (including $ 1,051,065 Modco Reserve)	2,079,169,474	1,164,395,994
4.	Contract claims:		
	4.1 Life (Exhibit 8, Part 1, Line 4.4, Col. 1 less sum of Cols. 9, 10 and 11)	46,876,199	50,624,332
	4.2 Accident and health (Exhibit 8, Part 1, Line 4.4, sum of Cols. 9, 10 and 11)	32,219,162	31,620,210
5.	Policyholders' dividends $ 40,677 and coupons $ .... due and unpaid (Exhibit 4, Line 10)	40,677	42,773
6.	Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
	6.1 Dividends apportioned for payment (including $ 572,353 Modco)	57,734,895	61,340,960
	6.2 Dividends not yet apportioned (including $ .... Modco)		
	6.3 Coupons and similar benefits (including $ .... Modco)		
7.	Amount provisionally held for deferred dividend policies not included in Line 6		
8.	Premiums and annuity considerations for life and accident and health contracts received in advance less $ .... discount; including $ (19,661) accident and health premiums (Exhibit 1, Part 1, Col. 1, sum of lines 4 and 14)	3,764,085	4,105,392
9.	Contract liabilities not included elsewhere:		
	9.1 Surrender values on canceled contracts		
	9.2 Provision for experience rating refunds, including the liability of $ 4,114,849 accident and health experience rating refunds of which $ .... is for medical loss ratio rebate per the Public Health Service Act	4,114,849	4,009,141
	9.3 Other amounts payable on reinsurance including $ 855,847 assumed and $ 27,347,294 ceded	28,203,141	12,431,520
	9.4 Interest maintenance reserve (IMR, Line 6)	55,537,529	79,540,835
10.	Commissions to agents due or accrued-life and annuity contracts $ 13,705,190 accident and health $ 7,183,070 and deposit-type contract funds $ 8,279,692	29,167,952	21,812,545
11.	Commissions and expense allowances payable on reinsurance assumed	9,937,599	26,721,237
12.	General expenses due or accrued (Exhibit 2, Line 12, Col. 6)	71,089,716	50,661,438
13.	Transfers to Separate Accounts due or accrued (net) (including $ (1,437,936,840) accrued for expense allowances recognized in reserves, net of reinsured allowances)	(1,768,100,936)	(1,661,837,913)
14.	Taxes, licenses and fees due or accrued, excluding federal income taxes (Exhibit 3, Line 9, Col. 5)	10,108,831	16,223,195
15.1	Current federal and foreign income taxes including $ 68,491,145 on realized capital gains (losses)	4,846,162	
15.2	Net deferred tax liability		
16.	Unearned investment income	6,125,543	6,846,290
17.	Amounts withheld or retained by company as agent or trustee	11,108,545	2,942,839
18.	Amounts held for agents' account, including $ .... agents' credit balances		
19.	Remittances and items not allocated	52,438,222	19,848,092
20.	Net adjustment in assets and liabilities due to foreign exchange rates		
21.	Liability for benefits for employees and agents if not included above		
22.	Borrowed money $ 278,000,000 and interest thereon $ 46,961	278,046,961	303,400,066
23.	Dividends to stockholders declared and unpaid		
24.	Miscellaneous liabilities:		
	24.01 Asset valuation reserve (AVR, Line 16, Col. 7)	240,466,531	182,564,945
	24.02 Reinsurance in unauthorized and certified ($ ....) companies	291,890	74,021
	24.03 Funds held under reinsurance treaties with unauthorized and certified ($ ....) reinsurers		
	24.04 Payable to parent, subsidiaries and affiliates	199,401,706	29,672,379
	24.05 Drafts outstanding		
	24.06 Liability for amounts held under uninsured plans		
	24.07 Funds held under coinsurance		
	24.08 Derivatives	2,170,912,194	2,111,096,529
	24.09 Payable for securities	431,442,637	1,024,379,859
	24.10 Payable for securities lending	101,909,249	128,411,796
	24.11 Capital notes $ .... and interest thereon $		
25.	Aggregate write-ins for liabilities	302,890,066	243,115,970
26.	Total Liabilities excluding Separate Accounts business (Lines 1 to 25)	33,279,203,586	31,476,487,039
27.	From Separate Accounts Statement	83,846,426,556	71,264,422,303
28.	Total Liabilities (Lines 26 and 27)	117,125,630,142	102,740,909,342
29.	Common capital stock	3,814,779	3,814,779
30.	Preferred capital stock		
31.	Aggregate write-ins for other than special surplus funds		
32.	Surplus notes	700,000,000	700,000,000
33.	Gross paid in and contributed surplus (Page 3, Line 33, Col. 2 plus Page 4, Line 51.1, Col. 1)	963,017,274	954,086,517
34.	Aggregate write-ins for special surplus funds		
35.	Unassigned funds (surplus)	1,883,119,222	2,178,732,617
36.	Less treasury stock, at cost:		
	36.1 .... shares common (value included in Line 29 $ ....)		
	36.2 .... shares preferred (value included in Line 30 $ ....)		
37.	Surplus (Total Lines 31+32+33+34+35-36) (including $ .... in Separate Accounts Statement)	3,546,136,496	3,832,819,134
38.	Totals of Lines 29, 30 and 37 (Page 4, Line 55)	3,549,951,275	3,836,633,913
39.	Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	120,675,581,417	106,577,543,255
	DETAILS OF WRITE-INS		
2501.	Derivative liability accrued interest	227,102,992	179,237,314
2502.	Loss recognition reserve	1,123,000	915,000
2503.	Reserve for escheat funds	16,434,004	16,630,076
2598.	Summary of remaining write-ins for Line 25 from overflow page	58,230,070	46,333,580
2599.	Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	302,890,066	243,115,970
3101.			
3102.			
3103.			
3198.	Summary of remaining write-ins for Line 31 from overflow page		
3199.	Totals (Lines 3101 thru 3103 plus 3198)(Line 31 above)		
3401.			
3402.			
3403.			
3498.	Summary of remaining write-ins for Line 34 from overflow page		
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)		

SUMMARY OF OPERATIONS

		1 Current Year	2 Prior Year
1.	Premiums and annuity considerations for life and accident and health contracts (Exhibit 1, Part 1, Line 20.4, Col. 1, less Col. 11)	11,604,534,351	10,383,730,385
2.	Considerations for supplementary contracts with life contingencies	2,680,355	866,107
3.	Net investment income (Exhibit of Net Investment Income, Line 17)	1,509,888,007	1,546,789,358
4.	Amortization of interest maintenance reserve (IMR, Line 5)	12,399,160	19,125,807
5.	Separate Accounts net gain from operations excluding unrealized gains or losses		
6.	Commissions and expense allowances on reinsurance ceded (Exhibit 1, Part 2, Line 26.1, Col. 1)	73,350,370	63,986,354
7.	Reserve adjustments on reinsurance ceded	14,005,556	(6,290,550)
8.	Miscellaneous Income:		
	8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	1,470,982,747	1,373,136,537
	8.2 Charges and fees for deposit-type contracts		
	8.3 Aggregate write-ins for miscellaneous income	258,813,098	409,742,629
9.	Total (Lines 1 to 8.3)	14,946,653,644	13,791,086,627
10.	Death benefits	428,519,750	410,165,166
11.	Matured endowments (excluding guaranteed annual pure endowments)	2,696,445	2,335,489
12.	Annuity benefits (Exhibit 8, Part 2, Line 6.4, Cols. 4 + 8)	9,907,279,454	9,092,028,991
13.	Disability benefits and benefits under accident and health contracts	5,563,409	5,085,673
14.	Coupons, guaranteed annual pure endowments and similar benefits		
15.	Surrender benefits and withdrawals for life contracts	605,231,221	649,901,633
16.	Group conversions		
17.	Interest and adjustments on contract or deposit-type contract funds	39,131,046	43,472,538
18.	Payments on supplementary contracts with life contingencies	3,601,996	3,896,218
19.	Increase in aggregate reserves for life and accident and health contracts	1,287,509,291	1,004,276,426
20.	Totals (Lines 10 to 19)	12,279,532,612	11,211,162,134
21.	Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only) (Exhibit 1, Part 2, Line 31, Col. 1)	720,480,087	577,809,265
22.	Commissions and expense allowances on reinsurance assumed (Exhibit 1, Part 2, Line 26.2, Col. 1)	21,781,011	40,153,945
23.	General insurance expenses (Exhibit 2, Line 10, Cols. 1, 2, 3 and 4)	382,304,972	393,795,020
24.	Insurance taxes, licenses and fees, excluding federal income taxes (Exhibit 3, Line 7, Cols. 1 + 2 + 3)	36,561,150	41,567,305
25.	Increase in loading on deferred and uncollected premiums	(180,720)	1,019,429
26.	Net transfers to or (from) Separate Accounts net of reinsurance	619,368,054	(382,849,144)
27.	Aggregate write-ins for deductions	(183,542,026)	386,991,636
28.	Totals (Lines 20 to 27)	13,876,305,140	12,269,649,590
29.	Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	1,070,348,504	1,521,437,037
30.	Dividends to policyholders	55,170,589	58,906,265
31.	Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	1,015,177,915	1,462,530,772
32.	Federal and foreign income taxes incurred (excluding tax on capital gains)	(29,991,513)	(92,515,061)
33.	Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	1,045,169,428	1,555,045,833
34.	Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of $ 6,675,045 (excluding taxes of $ (6,248,386) transferred to the IMR)	(782,994,020)	(790,690,458)
35.	Net income (Line 33 plus Line 34)	262,175,408	764,355,375
	CAPITAL AND SURPLUS ACCOUNT		
36.	Capital and surplus, December 31, prior year (Page 3, Line 38, Col. 2)	3,836,633,913	3,590,913,117
37.	Net income (Line 35)	262,175,408	764,355,375
38.	Change in net unrealized capital gains (losses) less capital gains tax of $ (186,767,400)	(271,051,024)	(312,051,388)
39.	Change in net unrealized foreign exchange capital gain (loss)	(2,260,710)	(60,304)
40.	Change in net deferred income tax	82,596,682	(166,020,758)
41.	Change in nonadmitted assets	(307,980,296)	354,478,946
42.	Change in liability for reinsurance in unauthorized and certified companies	(217,869)	345,241
43.	Change in reserve on account of change in valuation basis, (increase) or decrease		
44.	Change in asset valuation reserve	(57,901,586)	(66,570,246)
45.	Change in treasury stock (Page 3, Lines 36.1 and 36.2, Col. 2 minus Col. 1)		
46.	Surplus (contributed to) withdrawn from Separate Accounts during period		
47.	Other changes in surplus in Separate Accounts Statement		
48.	Change in surplus notes		
49.	Cumulative effect of changes in accounting principles		
50.	Capital changes:		
	50.1 Paid in		
	50.2 Transferred from surplus (Stock Dividend)		
	50.3 Transferred to surplus		
51.	Surplus adjustment:		
	51.1 Paid in	8,930,757	
	51.2 Transferred to capital (Stock Dividend)		
	51.3 Transferred from capital		
	51.4 Change in surplus as a result of reinsurance		
52.	Dividends to stockholders		(40,000,000)
53.	Aggregate write-ins for gains and losses in surplus	(974,000)	(288,756,071)
54.	Net change in capital and surplus for the year (Lines 37 through 53)	(286,682,638)	245,720,795
55.	Capital and surplus, December 31, current year (Lines 36 + 54) (Page 3, Line 38)	3,549,951,275	3,836,633,913
	DETAILS OF WRITE-INS		
08.301.	Miscellaneous income	258,813,098	409,742,629
08.302.			
08.303.			
08.398.	Summary of remaining write-ins for Line 8.3 from overflow page		
08.399.	Totals (Lines 08.301 thru 08.303 plus 08.398)(Line 8.3 above)	258,813,098	409,742,629
2701.	Change in loss recognition reserve	208,000	(25,000)
2702.	Change in reserves for rate stabilizations	(2,563,836)	(2,317,968)
2703.	Reserve adjustments on reinsurance assumed	(181,186,190)	389,334,604
2798.	Summary of remaining write-ins for Line 27 from overflow page		
2799.	Totals (Lines 2701 thru 2703 plus 2798)(Line 27 above)	(183,542,026)	386,991,636
5301.	Adjustment to initial commission and expense allowance	(974,000)	(1,027,000)
5302.	Expanded SSAP 10R deferred tax assets		(287,729,071)
5303.			
5398.	Summary of remaining write-ins for Line 53 from overflow page		
5399.	Totals (Lines 5301 thru 5303 plus 5398)(Line 53 above)	(974,000)	(288,756,071)

CASH FLOW

		1 Current Year	2 Prior Year
	Cash from Operations		
1.	Premiums collected net of reinsurance	11,608,035,364	10,399,215,249
2.	Net investment income	1,508,150,459	1,574,371,516
3.	Miscellaneous income	1,822,485,633	1,818,513,361
4.	Total (Lines 1 through 3)	14,938,671,456	13,792,100,126
5.	Benefit and loss related payments	10,996,731,988	10,308,253,684
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	725,631,077	(482,562,160)
7.	Commissions, expenses paid and aggregate write-ins for deductions	974,313,029	1,424,238,138
8.	Dividends paid to policyholders	58,778,750	69,722,742
9.	Federal and foreign income taxes paid (recovered) net of $ 426,659 tax on capital gains (losses)	(91,521,712)	(85,993,787)
10.	Total (Lines 5 through 9)	12,663,933,132	11,233,658,617
11.	Net cash from operations (Line 4 minus Line 10)	2,274,738,324	2,558,441,509
	Cash from Investments		
12.	Proceeds from investments sold, matured or repaid:		
	12.1 Bonds	3,703,008,378	3,016,192,920
	12.2 Stocks	674,619	537,605
	12.3 Mortgage loans	924,750,159	910,528,038
	12.4 Real estate		
	12.5 Other invested assets	215,025,089	85,570,966
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments		
	12.7 Miscellaneous proceeds	679,207,330	467,206,921
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	5,522,665,575	4,480,036,451
13.	Cost of investments acquired (long-term only):		
	13.1 Bonds	5,571,424,235	3,736,452,569
	13.2 Stocks	167,826,034	75,500,000
	13.3 Mortgage loans	1,367,973,159	1,025,472,348
	13.4 Real estate		
	13.5 Other invested assets	219,938,215	117,850,367
	13.6 Miscellaneous applications	2,120,545,235	1,425,255,672
	13.7 Total investments acquired (Lines 13.1 to 13.6)	9,447,706,878	6,380,530,956
14.	Net increase (decrease) in contract loans and premium notes	(55,793)	(31,627,389)
15.	Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	(3,924,985,510)	(1,868,867,116)
	Cash from Financing and Miscellaneous Sources		
16.	Cash provided (applied):		
	16.1 Surplus notes, capital notes		
	16.2 Capital and paid in surplus, less treasury stock	8,930,757	
	16.3 Borrowed funds	(25,353,105)	(476,854,964)
	16.4 Net deposits on deposit-type contracts and other insurance liabilities	914,773,480	(214,427,681)
	16.5 Dividends to stockholders		40,000,000
	16.6 Other cash provided (applied)	241,217,381	(120,645,524)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	1,139,568,513	(851,928,169)
	RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18.	Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	(510,678,672)	(162,353,776)
19.	Cash, cash equivalents and short-term investments:		
	19.1 Beginning of year	662,026,868	824,380,644
	19.2 End of year (Line 18 plus Line 19.1)	151,348,195	662,026,868

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

ANALYSIS OF OPERATIONS BY LINES OF BUSINESS

	1	2	Ordinary			6	Group		Accident and Health			12
			3	4	5		7	8	9	10	11	
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance (a)	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
1. Premiums and annuity considerations for life and accident and health contracts	11,604,534,351		652,049,949	7,020,187,130			594,488,546	3,337,097,482	614,774		96,470	
2. Considerations for supplementary contracts with life contingencies	2,680,355				2,680,355							
3. Net investment income	1,509,888,008		387,811,326	407,260,131	2,132,294		16,632,648	758,182,506	2,649,804		19,154	(64,799,855)
4. Amortization of Interest Maintenance Reserve (IMR)	12,399,160		2,348,003	6,378,010	95,186		146,027	1,474,156	(121,882)		192	2,079,468
5. Separate Accounts net gain from operations excluding unrealized gains or losses												
6. Commissions and expense allowances on reinsurance ceded	73,350,370		2,767,856	1,134,585			538,645	92,959	67,894,510		921,815	
7. Reserve adjustments on reinsurance ceded	14,005,556		(1,286,624)	(378,131)					15,678,883		(8,572)	
8. Miscellaneous Income:												
8.1 Fees associated with income from investment management, administration and contract guarantees from Separate Accounts	1,470,982,747		286,365,986	975,616,594			54,433,147	154,567,020				
8.2 Charges and fees for deposit-type contracts												
8.3 Aggregate write-ins for miscellaneous income	258,813,099		27,332,225	54,322,888			11,528,096	145,801,670				19,828,220
9. Totals (Lines 1 to 8.3)	14,946,653,646		1,357,388,721	8,464,521,207	4,907,835		677,767,109	4,397,215,793	86,716,089		1,029,059	(42,892,167)
10. Death benefits	428,519,750		332,807,759				95,711,991					
11. Matured endowments (excluding guaranteed annual pure endowments)	2,696,445		2,696,445									
12. Annuity benefits	9,907,279,454			5,308,827,936				4,598,451,518				
13. Disability benefits and benefits under accident and health contracts	5,563,409		4,067,433				541,413		703,624		250,939	
14. Coupons, guaranteed annual pure endowments and similar benefits												
15. Surrender benefits and withdrawals for life contracts	605,231,221		554,723,430		3,078		50,504,713					
16. Group conversions			(414,104)				414,104					
17. Interest and adjustments on contract or deposit-type contract funds	39,131,046		33,907,609	154,761	1,217,620		865,157	(1,205,257)				4,191,156
18. Payments on supplementary contracts with life contingencies	3,601,996				3,601,996							
19. Increase in aggregate reserves for life and accident and health contracts	1,287,509,291		82,464,553	533,996,010	(857,840)		43,167,360	611,243,168	17,581,405		(85,365)	
20. Totals (Lines 10 to 19)	12,279,532,612		1,010,253,125	5,842,978,707	3,964,854		191,204,738	5,208,489,429	18,285,029		165,574	4,191,156
21. Commissions on premiums, annuity considerations and deposit-type contract funds (direct business only)	720,480,087		46,391,452	512,304,594			26,373,676	91,335,678	43,222,620		852,067	
22. Commissions and expense allowances on reinsurance assumed	21,781,011		146,676	21,986,928				(352,593)				
23. General insurance expenses	382,304,975		119,992,295	119,045,773	(271)		9,519,890	113,639,544	19,845,331		(27,167)	289,580
24. Insurance taxes, licenses and fees, excluding federal income taxes	36,561,149		12,418,211	7,700,185	(3)		6,964,510	4,607,679	4,870,577		(10)	
25. Increase in loading on deferred and uncollected premiums	(180,720)		(162,349)				(18,371)					
26. Net transfers to or (from) Separate Accounts net of reinsurance	619,368,054		(65,602,450)	1,412,073,671			439,112,315	(1,166,215,482)				
27. Aggregate write-ins for deductions	(183,542,026)		88	(180,643,312)			(2,470,176)	(542,967)	114,341			
28. Totals (Lines 20 to 27)	13,876,305,142		1,123,437,048	7,735,446,546	3,964,580		670,686,582	4,250,961,288	86,337,898		990,464	4,480,736
29. Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	1,070,348,504		233,951,673	729,074,661	943,255		7,080,527	146,254,505	378,191		38,595	(47,372,903)
30. Dividends to policyholders	55,170,589		55,139,198	714	16,800		13,862				15	
31. Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	1,015,177,915		178,812,475	729,073,947	926,455		7,066,665	146,254,505	378,191		38,580	(47,372,903)
32. Federal income taxes incurred (excluding tax on capital gains)	(29,991,513)		77,685,753	(234,481,406)	462,291		4,259,209	133,376,018	813,680		68,881	(12,175,939)
33. Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	1,045,169,428		101,126,722	963,555,353	464,164		2,807,456	12,878,487	(435,489)		(30,301)	(35,196,964)
DETAILS OF WRITE-INS												
08.301. Miscellaneous income	258,813,099		27,332,225	54,322,888			11,528,096	145,801,670				19,828,220
08.302.												
08.303.												
08.398. Summary of remaining write-ins for Line 8.3 from overflow page												
08.399. Totals (Lines 08.301 thru 08.303 plus 08.398) (Line 8.3 above)	258,813,099		27,332,225	54,322,888			11,528,096	145,801,670				19,828,220
2701. Change in reserves for rate stabilizations	(2,563,835)						(2,470,176)		(93,659)			
2702. Change in loss recognition reserve	208,000								208,000			
2703. Reserve adjustments on reinsurance assumed	(181,186,191)		88	(180,643,312)				(542,967)				
2798. Summary of remaining write-ins for Line 27 from overflow page												
2799. Totals (Lines 2701 thru 2703 plus 2798) (Line 27 above)	(183,542,026)		88	(180,643,312)			(2,470,176)	(542,967)	114,341			

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

ANALYSIS OF INCREASE IN RESERVES DURING THE YEAR

	1	2	Ordinary			6	Group	
			3	4	5		7	8
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance	Annuities
Involving Life or Disability Contingencies (Reserves)								
(Net of Reinsurance Ceded)								
1. Reserve December 31, prior year	27,494,672,455		6,572,857,183	4,821,508,518	24,390,565		263,590,340	15,812,325,850
2. Tabular net premiums or considerations	3,842,516,367		278,629,524	1,829,198,452	2,680,355		11,184,167	1,720,823,869
3. Present value of disability claims incurred	226,935		226,935		XXX			
4. Tabular interest	989,681,971		256,458,691	157,681,179	1,432,509		9,286,878	564,822,714
5. Tabular less actual reserve released	(31,320,961)		3,458,615	(40,583,688)	(1,525,826)		(118,121)	7,448,059
6. Increase in reserve on account of change in valuation basis								
7. Other increases (net)	303,132,974		30,217,042	145,160,089			11,041,410	116,714,433
8. Totals (Lines 1 to 7)	32,598,909,741		7,141,847,990	6,912,964,550	26,977,603		294,984,674	18,222,134,925
9. Tabular cost	301,933,396		288,973,114		XXX		12,960,282	
10. Reserves released by death	106,026,197		102,207,603	XXX	XXX		3,818,594	XXX
11. Reserves released by other terminations (net)	1,868,726,149		133,986,095	814,085,280			1,425,323	919,229,451
12. Annuity, supplementary contract and disability payments involving life contingencies	1,150,053,657		2,774,236	135,296,193	3,601,996		229,301	1,008,151,931
13. Net transfers to or (from) Separate Accounts	437,417,278		(66,181,548)	671,325,343			(30,689,634)	(137,036,883)
14. Total Deductions (Lines 9 to 13)	3,864,156,677		461,759,500	1,620,706,816	3,601,996		(12,256,134)	1,790,344,499
15. Reserve December 31, current year	28,734,753,065		6,680,088,490	5,292,257,734	23,375,607		307,240,808	16,431,790,426

EXHIBIT OF NET INVESTMENT INCOME

		1 Collected During Year	2 Earned During Year
1.	U.S. Government bonds	(a) 6,996,191	6,953,064
1.1	Bonds exempt from U.S. tax	(a)	
1.2	Other bonds (unaffiliated)	(a) 1,297,260,191	1,303,223,005
1.3	Bonds of affiliates	(a) 994,643	994,643
2.1	Preferred stocks (unaffiliated)	(b)	
2.11	Preferred stocks of affiliates	(b)	
2.2	Common stocks (unaffiliated)	1,218,202	1,218,202
2.21	Common stocks of affiliates		
3.	Mortgage loans	(c) 314,722,617	314,625,771
4.	Real estate	(d)	
5	Contract loans	48,117,331	49,672,467
6	Cash, cash equivalents and short-term investments	(e) 924,667	1,092,653
7	Derivative instruments	(f) 32,982,270	11,108,273
8.	Other invested assets	(77,285,297)	(77,285,297)
9.	Aggregate write-ins for investment income	159,032	159,032
10.	Total gross investment income	1,626,089,847	1,611,761,813
11.	Investment expenses		(g) 50,711,698
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g) 39,966
13.	Interest expense		(h) 51,122,142
14.	Depreciation on real estate and other invested assets		(i)
15.	Aggregate write-ins for deductions from investment income		
16.	Total deductions (Lines 11 through 15)		101,873,806
17.	Net investment income (Line 10 minus Line 16)		1,509,888,007
	DETAILS OF WRITE-INS		
0901.	Misc. Income	(897,782)	(897,782)
0902.	Securities Lending	1,056,814	1,056,814
0903.			
0998.	Summary of remaining write-ins for Line 9 from overflow page		
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	159,032	159,032
1501.			
1502.			
1503.			
1598.	Summary of remaining write-ins for Line 15 from overflow page		
1599.	Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		

(a) Includes $ 122,891,523 accrual of discount less $ 69,367,852 amortization of premium and less $ 15,903,682 paid for accrued interest on purchases.

(b) Includes $ .... accrual of discount less $ .... amortization of premium and less $ .... paid for accrued dividends on purchases.

(c) Includes $ 840,298 accrual of discount less $ 841,564 amortization of premium and less $ .... paid for accrued interest on purchases.

(d) Includes $ .... for company's occupancy of its own buildings; and excludes $ .... interest on encumbrances.

(e) Includes $ .... accrual of discount less $ .... amortization of premium and less $ .... paid for accrued interest on purchases.

(f) Includes $ .... accrual of discount less $ .... amortization of premium.

(g) Includes $ .... investment expenses and $ .... investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.

(h) Includes $ 50,325,000 interest on surplus notes and $ .... interest on capital notes.

(i) Includes $ .... depreciation on real estate and $ .... depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

		1 Realized Gain (Loss) On Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5 Change in Unrealized Foreign Exchange Capital Gain (Loss)
1.	U.S. Government bonds					
1.1	Bonds exempt from U.S. tax					
1.2	Other bonds (unaffiliated)	(28,149,709)	4,550,750	(23,598,959)	12,610,450	4,011,038
1.3	Bonds of affiliates					
2.1	Preferred stocks (unaffiliated)					
2.11	Preferred stocks of affiliates					
2.2	Common stocks (unaffiliated)	580,611	1,374	581,985	6,164,951	
2.21	Common stocks of affiliates				73,079,971	
3.	Mortgage loans	311,205		311,205	3,707,023	
4.	Real estate					
5.	Contract loans					
6.	Cash, cash equivalents and short-term investments					
7.	Derivative instruments	(764,562,241)	(6,435,943)	(770,998,184)	(546,908,332)	(6,271,749)
8.	Other invested assets	2,598,809	(2,925,001)	(326,192)	(6,735,186)	
9.	Aggregate write-ins for capital gains (losses)		(141,360)	(141,360)	262,701	
10.	Total capital gains (losses)	(789,221,325)	(4,950,180)	(794,171,505)	(457,818,422)	(2,260,711)
	DETAILS OF WRITE-INS					
0901.	FX on Currency		(141,360)	(141,360)		
0902.	Securities Lending				(231,253)	
0903.	Retirement Benefits				493,954	
0998.	Summary of remaining write-ins for Line 9 from overflow page					
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)		(141,360)	(141,360)	262,701	

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

	1	2	Ordinary		5	Group		Accident and Health			11
	Total	Industrial Life	3 Life Insurance	4 Individual Annuities	Credit Life (Group and Individual)	6 Life Insurance	7 Annuities	8 Group	9 Credit (Group and Individual)	10 Other	Aggregate of All Other Lines of Business
FIRST YEAR (other than single)											
1. Uncollected	10,969		10,969								
2. Deferred and accrued	449,212		449,212								
3. Deferred , accrued and uncollected:											
3.1 Direct	460,181		460,181								
3.2 Reinsurance assumed											
3.3 Reinsurance ceded											
3.4 Net (Line 1 + Line 2)	460,181		460,181								
4. Advance											
5. Line 3.4 - Line 4	460,181		460,181								
6. Collected during year:											
6.1 Direct	414,076,226		109,741,365			304,334,861					
6.2 Reinsurance assumed	595		595								
6.3 Reinsurance ceded	2,438,367		1,891,192			547,175					
6.4 Net	411,638,454		107,850,768			303,787,686					
7. Line 5 + Line 6.4	412,098,635		108,310,949			303,787,686					
8. Prior year (uncollected + deferred and accrued - advance)	444,621		444,621								
9. First year premiums and considerations:											
9.1 Direct	414,091,786		109,756,925			304,334,861					
9.2 Reinsurance assumed	595		595								
9.3 Reinsurance ceded	2,438,367		1,891,192			547,175					
9.4 Net (Line 7 - Line 8)	411,654,014		107,866,328			303,787,686					
SINGLE											
10. Single premiums and considerations:											
10.1 Direct	630,721,103		29,505,768	600,512,226		615	702,494				
10.2 Reinsurance assumed	12,045			12,045							
10.3 Reinsurance ceded	588,459		506,860	81,599							
10.4 Net	630,144,689		28,998,908	600,442,672		615	702,494				
RENEWAL											
11. Uncollected	33,544,079		3,007,604	(939)		(2,309,731)		32,847,341		(196)	
12. Deferred and accrued	43,774,911		42,619,821			1,155,090					
13. Deferred, accrued and uncollected:											
13.1 Direct	107,282,871		56,456,029	(939)		2,216,212		48,463,226		148,343	
13.2 Reinsurance assumed	3,343		3,343								
13.3 Reinsurance ceded	29,967,225		10,831,947			3,370,853		15,615,886		148,539	
13.4 Net (Line 11 + Line 12)	77,318,989		45,627,425	(939)		(1,154,641)		32,847,340		(196)	
14. Advance	3,764,085		3,697,995			85,751		(18,487)		(1,174)	
15. Line 13.4 - Line 14	73,554,904		41,929,430	(939)		(1,240,392)		32,865,827		978	
16. Collected during year:											
16.1 Direct	10,681,817,324		612,420,587	6,183,740,678		308,245,016	3,336,654,113	228,487,527		12,269,403	
16.2 Reinsurance assumed	252,928,873		5,637,330	247,207,977		77,661	5,870	35			
16.3 Reinsurance ceded	371,181,307		103,070,815	11,204,197		16,721,036	264,995	227,747,747		12,172,517	
16.4 Net	10,563,564,890		514,987,102	6,419,744,458		291,601,641	3,336,394,988	739,815		96,886	
17. Line 15 + Line 16.4	10,637,119,794		556,916,532	6,419,743,519		290,361,249	3,336,394,988	33,605,642		97,864	
18. Prior year (uncollected + deferred and accrued - advance)	74,384,146		41,731,820	(939)		(338,997)		32,990,868		1,394	
19. Renewal premiums and considerations:											
19.1 Direct	10,692,396,653		609,840,684	6,183,740,678		307,824,705	3,336,654,113	242,039,328		12,297,145	
19.2 Reinsurance assumed	252,929,468		5,637,925	247,207,977		77,661	5,870	35			
19.3 Reinsurance ceded	382,590,473		100,293,896	11,204,197		17,202,121	264,995	241,424,589		12,200,675	
19.4 Net (Line 17 - Line 18)	10,562,735,648		515,184,713	6,419,744,458		290,700,245	3,336,394,988	614,774		96,470	
TOTAL											
20. Total premiums and annuity considerations:											
20.1 Direct	11,737,209,542		749,103,377	6,784,252,904		612,160,181	3,337,356,607	242,039,328		12,297,145	
20.2 Reinsurance assumed	252,942,108		5,638,520	247,220,022		77,661	5,870	35			
20.3 Reinsurance ceded	385,617,299		102,691,948	11,285,796		17,749,296	264,995	241,424,589		12,200,675	
20.4 Net (Lines 9.4 + 10.4 + 19.4)	11,604,534,351		652,049,949	7,020,187,130		594,488,546	3,337,097,482	614,774		96,470	

EXHIBIT - 1 PART 2 - DIVIDENDS AND COUPONS APPLIED, REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES AND COMMISSIONS INCURRED (Direct Business Only)

	1	2	Ordinary		5	Group		Accident and Health			11
			3	4		6	7	8	9	10	
	Total	Industrial Life	Life Insurance	Individual Annuities	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other	Aggregate of All Other Lines of Business
DIVIDENDS AND COUPONS APPLIED (included in Part 1)											
21. To pay renewal premiums	14,769,177		14,768,971			191				15	
22. All other	27,214,097		27,212,988	494		615					
REINSURANCE COMMISSIONS AND EXPENSE ALLOWANCES INCURRED											
23. First year (other than single):											
23.1 Reinsurance ceded	76						76				
23.2 Reinsurance assumed	20,133			20,133							
23.3 Net ceded less assumed	(20,057)			(20,133)			76				
24. Single:											
24.1 Reinsurance ceded	61,084,314			8,951				61,009,561		65,802	
24.2 Reinsurance assumed											
24.3 Net ceded less assumed	61,084,314			8,951				61,009,561		65,802	
25. Renewal:											
25.1 Reinsurance ceded	12,265,980		2,767,856	1,125,634		538,645	92,883	6,884,949		856,013	
25.2 Reinsurance assumed	21,760,878		146,676	21,966,795			(352,593)				
25.3 Net ceded less assumed	(9,494,898)		2,621,180	(20,841,161)		538,645	445,476	6,884,949		856,013	
26. Totals:											
26.1 Reinsurance ceded (Page 6, Line 6)	73,350,370		2,767,856	1,134,585		538,645	92,959	67,894,510		921,815	
26.2 Reinsurance assumed (Page 6, Line 22)	21,781,011		146,676	21,986,928			(352,593)				
26.3 Net ceded less assumed	51,569,359		2,621,180	(20,852,343)		538,645	445,552	67,894,510		921,815	
COMMISSIONS INCURRED (direct business only)											
27. First year (other than single)	90,305,848		26,481,295	23,588,635		9,678,708	30,557,210				
28. Single	26,758,174		423,600	21,919,065			4,415,509				
29. Renewal	603,416,065		19,486,557	466,796,894		16,694,968	56,362,959	43,222,620		852,067	
30. Deposit-type contract funds											
31. Totals (to agree with Page 6, Line 21)	720,480,087		46,391,452	512,304,594		26,373,676	91,335,678	43,222,620		852,067	

EXHIBIT 2 - GENERAL EXPENSES

	Insurance 1 Life	Accident and Health 2 Cost Containment	Accident and Health 3 All Other	4 All Other Lines of Business	5 Investment	6 Total
1. Rent	16,706,810		722,153		1,404,561	18,833,524
2. Salaries and wages	316,321,277		11,153,460	796	18,322,458	345,797,991
3.11 Contributions for benefit plans for employees	29,142,547		818,417	183	1,582,847	31,543,994
3.12 Contributions for benefit plans for agents						
3.21 Payments to employees under non-funded benefit plans						
3.22 Payments to agents under non-funded benefit plans						
3.31 Other employee welfare	3,808,488		(62,047)		482,485	4,228,926
3.32 Other agent welfare						
4.1 Legal fees and expenses	27,051,483		2,667,815	36,000		29,755,298
4.2 Medical examination fees	325,150					325,150
4.3 Inspection report fees	1,377,242		24,079		16,843	1,418,164
4.4 Fees of public accountants and consulting actuaries	41,508,946		653,493		2,805,886	44,968,325
4.5 Expense of investigation and settlement of policy claims						
5.1 Traveling expenses	19,986,571		710,649		1,325,382	22,022,602
5.2 Advertising	58,972,094		836,141		14,907,910	74,716,145
5.3 Postage, express, telegraph and telephone	12,730,432		286,437		784,895	13,801,764
5.4 Printing and stationery	25,651,056		152,200		637,454	26,440,710
5.5 Cost or depreciation of furniture and equipment	1,861,717		42,660		105,403	2,009,780
5.6 Rental of equipment						
5.7 Cost or depreciation of EDP equipment and software	12,777,831		257,965	125,000	605,626	13,766,422
6.1 Books and periodicals	2,776,324		164,940		231,940	3,173,204
6.2 Bureau and association fees	21,569,456		706,030	127,600	3,108,757	25,511,843
6.3 Insurance, except on real estate	51,899					51,899
6.4 Miscellaneous losses	944,455					944,455
6.5 Collection and bank service charges	393,332					393,332
6.6 Sundry general expenses	1,309,696		(454,731)			854,965
6.7 Group service and administration fees	(233,399,880)		1,137,406		848,125	(231,414,349)
6.8 Reimbursements by uninsured plans						
7.1 Agency expense allowance	144,125		1,096		11,889	157,110
7.2 Agents' balances charged off (less $ .... recovered)	1,710					1,710
7.3 Agency conferences other than local meetings	124					124
9.1 Real estate expenses	140,155				167,220	307,375
9.2 Investment expenses not included elsewhere	44,190				3,362,017	3,406,207
9.3 Aggregate write-ins for expenses						
10. General expenses incurred	362,197,230		19,818,163	289,579	50,711,698	(a) 433,016,670
11. General expenses unpaid December 31, prior year	43,773,537		464,600		6,423,301	50,661,438
12. General expenses unpaid December 31, current year	58,191,308		625,945		12,272,463	71,089,716
13. Amounts receivable relating to uninsured plans, prior year						
14. Amounts receivable relating to uninsured plans, current year						
15. General expenses paid during year (Lines 10+11-12-13+14)	347,779,459		19,656,818	289,579	44,862,536	412,588,392
DETAILS OF WRITE-INS						
09.301.						
09.302.						
09.303.						
09.398. Summary of remaining write-ins for Line 9.3 from overflow page						
09.399. Totals (Lines 09.301 thru 09.303 plus 09.398) (Line 9.3 above)						

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

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

	Insurance 1 Life	2 Accident and Health	3 All Other Lines of Business	4 Investment	5 Total
1. Real estate taxes				39,966	39,966
2. State insurance department licenses and fees	3,924,146				3,924,146
3. State taxes on premiums	15,225,264	3,120,474			18,345,738
4. Other state taxes, including $ .... for employee benefits	1,212,942				1,212,942
5. U.S. Social Security taxes	11,248,618	466,262			11,714,880
6. All other taxes	79,612	1,283,832			1,363,444
7. Taxes, licenses and fees incurred	31,690,582	4,870,568		39,966	36,601,116
8. Taxes, licenses and fees unpaid December 31, prior year	16,223,195				16,223,195
9. Taxes, licenses and fees unpaid December 31, current year	10,108,831				10,108,831
10. Taxes, licenses and fees paid during year (Lines 7 + 8 - 9)	37,804,946	4,870,568		39,966	42,715,480

EXHIBIT 4 - DIVIDENDS OR REFUNDS

	1 Life	2 Accident and Health
1. Applied to pay renewal premiums	14,769,162	15
2. Applied to shorten the endowment or premium-paying period		
3. Applied to provide paid-up additions	27,213,603	
4. Applied to provide paid-up annuities	494	
5. Total Lines 1 through 4	41,983,259	15
6. Paid in cash	7,773,011	
7. Left on deposit	9,029,908	
8. Aggregate write-ins for dividend or refund options	(7,443)	
9. Total Lines 5 through 8	58,778,735	15
10. Amount due and unpaid	40,677	
11. Provision for dividends or refunds payable in the following calendar year	57,734,895	
12. Terminal dividends		
13. Provision for deferred dividend contracts		
14. Amount provisionally held for deferred dividend contracts not included in Line 13		
15. Total Lines 10 through 14	57,775,572	
16. Total from prior year	61,383,733	
17. Total dividends or refunds (Lines 9 + 15 - 16)	55,170,574	15
DETAILS OF WRITE-INS		
0801. Modco Reinsurance Settlement - WCL	(7,443)	
0802.		
0803.		
0898. Summary of remaining write-ins for Line 8 from overflow page		
0899. Totals (Lines 0801 thru 0803 plus 0898) (Line 8 above)	(7,443)	

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0100001. 1941 CSO 2.00% CRF 1960 - 1965	2,830,048		2,830,048		
0100002. 1941 CSO 2.25% CRF 1960 - 1965	12,468,783		12,468,783		
0100003. 1941 CSO 2.50% CRF 1960 - 1965	55,866,553		55,866,553		
0100004. 1941 CSO 2.50% CRVM 1960 - 1965	91,735,863		91,735,863		
0100005. 1941 CSO 2.50% NET LEVEL 1960 - 1965	13,657,793		13,651,393		6,400
0100006. 1941 CSO 4.50% CRF 1960 - 1965	119,041,745		119,041,745		
0100007. 1958 CET 2.50% NET LEVEL 1966 - 1988	4,230,014		4,230,014		
0100008. 1958 CET 3.00% NET LEVEL 1966 - 1988	351,190		351,190		
0100009. 1958 CET 3.50% NET LEVEL 1966 - 1988	1,808,958		1,793,316		15,642
0100010. 1958 CET 3.50% NET LEVEL ALB IDB 1975-1983	13,198		13,198		
0100011. 1958 CET 4.00% NET LEVEL 1966 - 1988	6,022,982		6,022,982		
0100012. 1958 CET 4.50% 1966 - 1988	71,714		71,714		
0100013. 1958 CET 4.50% NET LEVEL 1966 - 1988	5,492,143		5,492,143		
0100014. 1958 CET 5.50% NET LEVEL 1966 - 1988	14,183		9,876		4,307
0100015. 1958 CSO 2.50% CRVM 1966 - 1988	88,434		88,434		
0100016. 1958 CSO 2.50% MOD 1966 - 1988	323,612,764		323,612,764		
0100017. 1958 CSO 2.50% NET LEVEL 1966 - 1988	143,250,334		143,250,334		
0100018. 1958 CSO 3.00% CRVM 1966 - 1988	21,816,903		21,816,903		
0100019. 1958 CSO 3.00% NET LEVEL 1966 - 1988	27,482,991		27,382,991		100,000
0100020. 1958 CSO 3.25% CRVM ALB IDB 1966-1977	613,272		613,272		
0100021. 1958 CSO 3.25% MOD ALB IDB 1966-1971	432,992		432,992		
0100022. 1958 CSO 3.25% NET LEVEL ALB IDB 1966-1973	992,900		992,900		
0100023. 1958 CSO 3.50% 1966 - 1988	5,746,397		5,746,397		
0100024. 1958 CSO 3.50% CRVM 1966 - 1988	20,988,081		15,570,229		5,417,852
0100025. 1958 CSO 3.50% MOD 1966 - 1988	31,128,055		31,128,055		
0100026. 1958 CSO 3.50% NET LEVEL 1966 - 1988	65,701,262		65,579,791		121,471
0100027. 1958 CSO 3.50% NET LEVEL ALB IDB 1969-1993	10,883,307		10,883,307		
0100028. 1958 CSO 4.00% 1966 - 1988	546,409		546,409		
0100029. 1958 CSO 4.00% CRVM 1966 - 1988	183,050,788		182,975,329		75,459
0100030. 1958 CSO 4.00% MOD 1966 - 1988	351,024,502		351,024,502		
0100031. 1958 CSO 4.00% NET LEVEL 1966 - 1988	206,905,193		206,905,193		
0100032. 1958 CSO 4.00% NET LEVEL 1982-1988	16,200				16,200
0100033. 1958 CSO 4.00% NET LEVEL ALB IDB 1978-1987	178,238		178,238		
0100034. 1958 CSO 4.50% 1966 - 1988	1,605,155		1,605,155		
0100035. 1958 CSO 4.50% CRVM 1966 - 1988	12,858,441		10,130,937		2,727,504
0100036. 1958 CSO 4.50% CRVM ALB IDB 1983-1989	5,322,542		5,322,542		
0100037. 1958 CSO 4.50% MOD 1966 - 1988	19,899,706		19,899,706		
0100038. 1958 CSO 4.50% NET LEVEL 1966 - 1988	284,295,592		284,295,592		
0100039. 1958 CSO 4.50% NET LEVEL ALB IDB 1966-1988	12,011,477		12,011,477		
0100040. 1958 CSO 5.50% NET LEVEL 1966 - 1988	638,435		552,945		85,490
0100041. 1980 CET 2.50% CRVM 1989 - 2008	5,664,465		5,664,465		
0100042. 1980 CET 4.00% CRVM 1989 - 2008	89,277,944		88,610,758		667,186
0100043. 1980 CET 4.00% NET LEVEL 1989 - 2008	1,654,237		1,654,237		
0100044. 1980 CET 4.50% & 5.00% 1989 - 2008	3,921,579		3,921,579		
0100045. 1980 CET 4.50% NET LEVEL 1989 - 2008	9,380,619		9,380,619		
0100046. 1980 CET 5.50% MOD ALB CNF1985-1991	9,156		9,156		
0100047. 1980 CET 5.75% NET LEVEL 1989 - 2008	121,949		57,344		64,605
0100048. 1980 CSO 2.50% CRVM 1989 - 2008	4,505,270		4,505,270		
0100049. 1980 CSO 3.00% CRVM 1989 - 2008	149,256,713		149,256,713		
0100050. 1980 CSO 3.00% CRVM 1989 - 2008	1,529,199,470		1,365,206,941		163,992,529
0100051. 1980 CSO 4.00% & 4.50% CRVM 1989 - 2008	35,888,561		35,888,561		
0100052. 1980 CSO 4.00% CRVM 1989 - 2008	1,485,841,867		1,390,483,035		95,358,832
0100053. 1980 CSO 4.00% MOD 1989 - 2008	3,961,950		3,961,950		
0100054. 1980 CSO 4.00% MOD STD/NS 1989 - 2008	60,797,069		60,797,069		
0100055. 1980 CSO 4.00% NET LEVEL 1989 - 2008	8,927,561		8,927,561		
0100056. 1980 CSO 4.50% & 5.00% CRVM 1989 - 2008	77,602,222		77,602,222		
0100057. 1980 CSO 4.50% 1989 - 2008	53,247,408		53,247,408		
0100058. 1980 CSO 4.50% CRVM 1989 - 2008	865,517,614		856,998,954		8,518,660
0100059. 1980 CSO 4.50% CRVM STD/NS 1989 - 2008	866,709		866,709		
0100060. 1980 CSO 4.50% MOD 1989 - 2008	221,294,408		221,294,408		
0100061. 1980 CSO 4.50% MOD STD/NS 1989 - 2008	15,175,569		15,175,569		
0100062. 1980 CSO 4.50% NET LEVEL 1989 - 2008	45,886,169		45,242,133		644,036
0100063. 1980 CSO 5.00% 1989 - 2008	6,694,381		6,694,381		
0100064. 1980 CSO 5.00% CRVM 1989 - 2008	12,567,936		12,567,936		
0100065. 1980 CSO 5.00% MOD 1989 - 2008	12,763,463		12,763,463		
0100066. 1980 CSO 5.00% NET LEVEL 1989 - 2008	53,450,326		53,450,326		
0100067. 1980 CSO 5.50% 1989 - 2008	1,291,786		1,291,786		
0100068. 1980 CSO 5.50% CRVM 1989 - 2008	5,306,590		5,305,828		762
0100069. 1980 CSO 5.50% FUND ALB CRF 1986-1995	3,992,396		3,992,396		
0100070. 1980 CSO 5.50% MOD ALB IDB 1985-1992	122,121		122,121		
0100071. 1980 CSO 5.50% MOD IDB 1985-1994	4,805,631		4,805,631		
0100072. 1980 CSO 5.50% NET LEVEL 1989 - 2008	20,572,652		20,572,652		
0100073. 1980 CSO 5.50% NET LEVEL 1991-	14,537		14,537		
0100074. 1980 CSO 5.75% NET LEVEL 1989 - 2008	42,498		11,218		31,280
0100075. 1980 CSO 6.00% 1989 - 2008	653		653		
0100076. 1980 CSO 6.00% CRVM 1989 - 2008	553,694		553,694		
0100077. 1980 CSO 6.00% NET LEVEL 1989 - 2008	2,723,588		2,723,588		
0100078. 2001 CSO 3.50% CRVM NB	47,612,217		37,322,662		10,289,555
0100079. 2001 CSO 4.00% CRVM NB	399,409,227		352,202,033		47,207,194
0100080. AMERICAN EXPERIENCE 2.50% CRF PRIOR 1960	980,237		980,237		
0100081. AMERICAN EXPERIENCE 3.00% CRF PRIOR 1960	1,220,685		1,220,685		
0100082. AMERICAN EXPERIENCE 3.00% ILL. STD. PRIOR 1960	4,474,048		4,474,048		
0100083. AMERICAN EXPERIENCE 3.00% NET LEVEL PRIOR 1960	2,820,211		2,820,211		
0100084. AMERICAN EXPERIENCE 3.50% CRF PRIOR 1960	2,092		2,092		
0100085. AMERICAN EXPERIENCE 3.50% ILL. STD. PRIOR 1960	415,756		415,756		
0100086. AMERICAN EXPERIENCE 3.50% NET LEVEL PRIOR 1960	203,724		203,724		
0100087. AMERICAN EXPERIENCE 4.50% CRF PRIOR 1960	9,186,217		9,186,217		
0100088. GROUP UNEARNED PREMIUM BASIS 3.00%	364,635				364,635

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0100089. GUARANTEED INSURABILITY	4,451		4,451		
0199997. Totals (Gross)	7,304,289,798		6,968,580,199		335,709,599
0199998. Reinsurance ceded	377,321,835		344,786,725		32,535,110
0199999. Life Insurance: Totals (Net)	6,926,967,963		6,623,793,474		303,174,489
0200001. 1937 STANDARD ANNUITY 1-6 2.50% IMMEDIATE	27,765	XXX	27,765	XXX	
0200002. 1951 GAT 3.40% (IMM) 1961-1993	2,915,489	XXX		XXX	2,915,489
0200003. 1955 AA 3.00% AGE ADJ (IMM & DEF) 1958-1987	6,491	XXX	6,491	XXX	
0200004. 1955 AA 3.50% AGE ADJ (IMM & DEF) 1934-1975	14,217	XXX	14,217	XXX	
0200005. 1955 AA 4.00% AGE ADJ (IMM) 1964-1981 & 1983	47,473	XXX	47,473	XXX	
0200006. 1971 GAM -03-9 2.50%	164,259	XXX		XXX	164,259
0200007. 1971 GAM -03-9 3.50%	1,858	XXX		XXX	1,858
0200008. 1971 GAM -03-9 6.00%	110,517	XXX		XXX	110,517
0200009. 1971 GAM -03-9 7.50%	389,010	XXX		XXX	389,010
0200010. 1971 GAM -0-6 10.00%	1,049,387	XXX		XXX	1,049,387
0200011. 1971 GAM -0-6 4.00%	12,616	XXX		XXX	12,616
0200012. 1971 GAM -0-6 5.00%	4,968,162	XXX		XXX	4,968,162
0200013. 1971 GAM -0-6 5.50%	68,305	XXX		XXX	68,305
0200014. 1971 GAM -0-6 6.00%	1,846,584	XXX		XXX	1,846,584
0200015. 1971 GAM -0-6 7.00%	308,336	XXX		XXX	308,336
0200016. 1971 GAM -0-6 7.50%	14,387,475	XXX		XXX	14,387,475
0200017. 1971 IAM 4.50% CARVM (DEF) 1982 NB	23,886,580	XXX	23,886,580	XXX	
0200018. 1971 INDIVIDUAL ANNUITY 00 3.50% IMMEDIATE	325,698	XXX		XXX	325,698
0200019. 1971 INDIVIDUAL ANNUITY 00 6.00% IMMEDIATE	1,490,383	XXX		XXX	1,490,383
0200020. 1971 INDIVIDUAL ANNUITY 00 7.50% IMMEDIATE	10,630,972	XXX		XXX	10,630,972
0200021. 1971 INDIVIDUAL ANNUITY 1-1 2.50% IMMEDIATE	93,412	XXX	93,412	XXX	
0200022. 1971 INDIVIDUAL ANNUITY 1-1 6.00% IMMEDIATE	321,086	XXX	321,086	XXX	
0200023. 1983 GAM 00 10.50%	651,097	XXX		XXX	651,097
0200024. 1983 GAM 00 11.00%	2,171,940	XXX		XXX	2,171,940
0200025. 1983 GAM 00 5.00%	697,411	XXX		XXX	697,411
0200026. 1983 GAM 00 5.25%	664,825	XXX		XXX	664,825
0200027. 1983 GAM 00 5.75%	7,284,445	XXX		XXX	7,284,445
0200028. 1983 GAM 00 6.00%	65,446,851	XXX		XXX	65,446,851
0200029. 1983 GAM 00 6.25%	91,266,380	XXX		XXX	91,266,380
0200030. 1983 GAM 00 6.50%	15,696,859	XXX		XXX	15,696,859
0200031. 1983 GAM 00 6.75%	24,130,593	XXX		XXX	24,130,593
0200032. 1983 GAM 00 7.00%	9,721,572	XXX		XXX	9,721,572
0200033. 1983 GAM 00 7.25%	53,842,993	XXX		XXX	53,842,993
0200034. 1983 GAM 00 7.50%	36,138,392	XXX		XXX	36,138,392
0200035. 1983 GAM 00 7.75%	54,636,124	XXX		XXX	54,636,124
0200036. 1983 GAM 00 8.00%	24,047,666	XXX		XXX	24,047,666
0200037. 1983 GAM 00 8.25%	39,701,050	XXX		XXX	39,701,050
0200038. 1983 GAM 00 8.50%	4,262,229	XXX		XXX	4,262,229
0200039. 1983 GAM 00 8.75%	56,777,630	XXX		XXX	56,777,630
0200040. 1983 GAM 00 9.25%	5,733,397	XXX		XXX	5,733,397
0200041. 1983 GAM 00 9.50%	3,309,711	XXX		XXX	3,309,711
0200042. 1983 IAM 6.75% 96-97	46,232	XXX	46,232	XXX	
0200043. 1983 IAM 7.00% 1993	39,539	XXX	6,722	XXX	32,817
0200044. 1983 IAM 7.25% 1995	18,424	XXX	7,068	XXX	11,356
0200045. 1983 IAM 7.75% 1992	112,397	XXX	57,380	XXX	55,017
0200046. 1983 IAM 8.25% 1990-1991	349,879	XXX	86,338	XXX	263,541
0200047. 1983 IAM 8.75% 1988-1989	5,430	XXX	5,430	XXX	
0200048. 1983 IAM 9.25% 1986	8,338	XXX	8,338	XXX	
0200049. 1983 INDIVIDUAL ANNUITY 00 4.75% IMMEDIATE	458,131	XXX	329,456	XXX	128,675
0200050. 1983 INDIVIDUAL ANNUITY 00 5.00% IMMEDIATE	839,128	XXX		XXX	839,128
0200051. 1983 INDIVIDUAL ANNUITY 00 5.25% IMMEDIATE	1,216,020	XXX	841,006	XXX	375,014
0200052. 1983 INDIVIDUAL ANNUITY 00 5.50% IMMEDIATE	3,046,354	XXX	2,436,517	XXX	609,837
0200053. 1983 INDIVIDUAL ANNUITY 00 5.75% IMMEDIATE	755,584	XXX		XXX	755,584
0200054. 1983 INDIVIDUAL ANNUITY 00 6.00% IMMEDIATE	2,400,677	XXX	520,663	XXX	1,880,014
0200055. 1983 INDIVIDUAL ANNUITY 00 6.25% IMMEDIATE	9,714,144	XXX	3,792,659	XXX	5,921,485
0200056. 1983 INDIVIDUAL ANNUITY 00 6.50% IMMEDIATE	8,759,934	XXX	877,953	XXX	7,881,981
0200057. 1983 INDIVIDUAL ANNUITY 00 6.75% IMMEDIATE	13,399,735	XXX	3,656,235	XXX	9,743,500
0200058. 1983 INDIVIDUAL ANNUITY 00 7.00% IMMEDIATE	7,699,892	XXX	4,475,211	XXX	3,224,681
0200059. 1983 INDIVIDUAL ANNUITY 00 7.25% IMMEDIATE	5,896,754	XXX	2,511,846	XXX	3,384,908
0200060. 1983 INDIVIDUAL ANNUITY 00 7.50% IMMEDIATE	16,098,720	XXX		XXX	16,098,720
0200061. 1983 INDIVIDUAL ANNUITY 00 7.75% IMMEDIATE	18,238,751	XXX	748,184	XXX	17,490,567
0200062. 1983 INDIVIDUAL ANNUITY 00 8.00% IMMEDIATE	6,496,452	XXX	358,089	XXX	6,138,363
0200063. 1983 INDIVIDUAL ANNUITY 00 8.25% IMMEDIATE	7,156,191	XXX	4,227,202	XXX	2,928,989
0200064. 1983 INDIVIDUAL ANNUITY 00 8.50% IMMEDIATE	1,186,456	XXX		XXX	1,186,456
0200065. 1983 INDIVIDUAL ANNUITY 00 8.75% IMMEDIATE	4,643,954	XXX	1,191,481	XXX	3,452,473
0200066. 1983 INDIVIDUAL ANNUITY 00 9.25% IMMEDIATE	2,729,948	XXX	181,691	XXX	2,548,257
0200067. 1983 INDIVIDUAL ANNUITY 00 9.50% IMMEDIATE	1,333,691	XXX		XXX	1,333,691
0200068. 1983 INDIVIDUAL ANNUITY 00 9.75% IMMEDIATE	8,504,955	XXX		XXX	8,504,955
0200069. 1983 INDIVIDUAL ANNUITY 00 10.00% IMMEDIATE	31,882,564	XXX		XXX	31,882,564
0200070. 1983 INDIVIDUAL ANNUITY 00 11.00% IMMEDIATE	110,731	XXX	110,731	XXX	
0200071. 1983 INDIVIDUAL ANNUITY 00 11.25% IMMEDIATE	167,456	XXX	167,456	XXX	
0200072. 1994 GAR -00 4.00% IMMEDIATE	384,853	XXX		XXX	384,853
0200073. 1994 GAR 00 4.25% IMMEDIATE	1,128,886	XXX		XXX	1,128,886
0200074. 1994 GAR 00 4.50% IMMEDIATE	33,516	XXX		XXX	33,516
0200075. 1994 GAR 00 5.00% IMMEDIATE	2,033,225	XXX		XXX	2,033,225
0200076. 1994 GAR 00 5.25% IMMEDIATE	12,183,850	XXX		XXX	12,183,850
0200077. 1994 GAR 00 5.50% IMMEDIATE	21,639,578	XXX		XXX	21,639,578
0200078. 1994 GAR 00 5.75% IMMEDIATE	26,584	XXX		XXX	26,584
0200079. 1994 GAR 00 6.00% IMMEDIATE	3,499,664	XXX		XXX	3,499,664
0200080. 1994 GAR 00 6.25% IMMEDIATE	15,588,184	XXX		XXX	15,588,184
0200081. 1994 GAR 00 6.50% IMMEDIATE	6,438,660	XXX		XXX	6,438,660
0200082. 1994 GAR 00 6.75% IMMEDIATE	18,855,014	XXX		XXX	18,855,014
0200083. 1994 GAR 00 7.00% IMMEDIATE	19,259,382	XXX		XXX	19,259,382
0200084. 2000 -00 4.00% IMMEDIATE	326,773,597	XXX	326,773,597	XXX	
0200085. 2000 -00 4.25% IMMEDIATE	294,173,680	XXX	294,173,680	XXX	
0200086. 2000 -00 5.00% IMMEDIATE	160,890,965	XXX	160,890,965	XXX	

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0200087. 2000 -00 5.25% IMMEDIATE	239,646,611	XXX	239,646,611	XXX	
0200088. 2000 -00 5.50% IMMEDIATE	165,921,832	XXX	165,921,832	XXX	
0200089. 2000 -00 6.00% IMMEDIATE	147,056,042	XXX	147,056,042	XXX	
0200090. 2000 -00 6.25% IMMEDIATE	5,419,917	XXX	5,419,917	XXX	
0200091. 2000 -00 6.50% IMMEDIATE	22,384,578	XXX	22,384,578	XXX	
0200092. 2000 -00 6.75% IMMEDIATE	8,163,639	XXX	8,163,639	XXX	
0200093. 2000 -00 7.00% IMMEDIATE	5,462,074	XXX	5,462,074	XXX	
0200094. A-1949 PROJB 10YEARS (-1-1) 3.00% DEF 1974-1984	819,893	XXX	819,893	XXX	
0200095. A-1949 PROJB 10YEARS (-1-1) 3.25% DEF 1968-1973	18,380	XXX	18,380	XXX	
0200096. A-2000 5.25% 05-06	58,980	XXX	58,980	XXX	
0200097. A-2000 6.0% 03 09 NB	149,927	XXX	149,927	XXX	
0200098. A-2000 6.75% 01	32,539	XXX	32,539	XXX	
0200099. DEFERRED ANNUITY -CARVM	19,627,855,847	XXX	3,894,783,406	XXX	15,733,072,441
0200100. GRP ANN 1951 MALE PROJ TO 1958 05 2.50%	3,247,298	XXX		XXX	3,247,298
0200101. GRP ANN 1951 MALE PROJ TO 1958 06 2.50%	329,968	XXX		XXX	329,968
0200102. GRP ANN 1951 MALE PROJ TO 1958 25 2.50%	1,498,211	XXX		XXX	1,498,211
0200103. GRP ANN 1951 MALE PROJ TO 1965 05 4.75%	9,222	XXX		XXX	9,222
0200104. GRP ANN TABLE FOR 1951 05 3.50%	157,436	XXX		XXX	157,436
0200105. GRP ANN TABLE FOR 1951 16 2.75%	244,567	XXX		XXX	244,567
0200106. GRP ANN TABLE FOR 1951 16 3.50%	201,588	XXX		XXX	201,588
0200107. GRP ANN TABLE FOR 1951 27 2.75%	24,955	XXX		XXX	24,955
0200108. GRP ANN TABLE FOR 1951 27 3.25%	8,015	XXX		XXX	8,015
0200109. GRP ANN TABLE FOR 1951 27 3.50%	8,259	XXX		XXX	8,259
0200110. INDIVIDUAL IMMEDIATE ANNUITY BENEFIT NOT YET COMMENCED	47,549,878	XXX	47,549,878	XXX	
0299997. Totals (Gross)	21,871,742,995	XXX	5,370,346,850	XXX	16,501,396,145
0299998. Reinsurance ceded	180,468,316	XXX	102,150,278	XXX	78,318,038
0299999. Annuities: Totals (Net)	21,691,274,679	XXX	5,268,196,572	XXX	16,423,078,107
0300001. 1937 SA 3.50% AGE ADJ PRIOR 1975	30,100		30,100		
0300002. 1937 STD 1-6 2.50% PRIOR 1975	27,621		27,621		
0300003. 1937 STD 1-6 3.00% PRIOR 1975	4,216		4,216		
0300004. 1937 STD 1-6 3.50% PRIOR 1975	3,519		3,519		
0300005. 1955 AA 3.50% AGE ADJ 1958 - 1987	414,725		414,725		
0300006. 1955 AA 4.00% AGE ADJ 1958 - 1987	458,788		458,788		
0300007. 1971 IAM 1-1 6.00% 1975 - 1982	320,035		320,035		
0300008. 1971 IAM 11.00% 1975 - 1982	21,432		19,049		2,383
0300009. 1971 IAM 6.00% 1975 - 1982	35,884		35,884		
0300010. 1971 IAM 7.50% 1975 - 1982	36,662		31,848		4,814
0300011. 1980 DISABILITY & 1980 CSO 4.50% 1989 - 2008	35,018		35,018		
0300012. 1983 IAM 0-0 6.00% 1983 - 1998	35,342		35,342		
0300013. 1983 IAM 0-0 6.50% 1983 - 1998	21,034		21,034		
0300014. 1983 IAM 4.00% 1983 - 1998	22,826		22,826		
0300015. 1983 IAM 6.5% 94	1,034,112		1,007,103		27,009
0300016. 1983 IAM 6.75% 96-97	2,330,667		2,114,946		215,721
0300017. 1983 IAM 7.00% 1993	1,813,120		804,302		1,008,818
0300018. 1983 IAM 7.25% 1995	814,718		814,718		
0300019. 1983 IAM 7.75% 1992	507,418		483,139		24,279
0300020. 1983 IAM 8.00% 1987	241,525		197,048		44,477
0300021. 1983 IAM 8.25% 1990-1991	1,010,004		839,932		170,072
0300022. 1983 IAM 8.75% 1988-1989	460,611		454,136		6,475
0300023. 1983 IAM 9.25% 1986	63,880		63,880		
0300024. 2000 -00 4.25% IMMEDIATE	2,452,084		2,452,084		
0300025. 2000 -00 5.00% IMMEDIATE	662,126		662,126		
0300026. A-2000 5.25% 05-06	3,524,650		3,331,403		193,247
0300027. A-2000 5.50% 04 07-08	1,937,548		1,937,548		
0300028. A-2000 6.0% 03 09 NB	817,840		817,840		
0300029. A-2000 6.25% 98-99	1,590,808		1,171,196		419,612
0300030. A-2000 6.50% 02	1,184,099		1,184,099		
0300031. A-2000 6.75% 01	885,041		827,478		57,563
0300032. A-2000 7.00% 00	578,152		531,802		46,350
0399997. Totals (Gross)	23,375,605		21,154,785		2,220,820
0399998. Reinsurance ceded					
0399999. SCWLC: Totals (Net)	23,375,605		21,154,785		2,220,820
0400001. 1959 ADB & 1958 CSO 2.50% 1966 - 1988	231,253		79,759		151,494
0400002. 1959 ADB & 1958 CSO 3.00% 1957-1988	22,154		22,154		
0400003. 1959 ADB & 1958 CSO 3.00% 1966 - 1988	178,266		178,266		
0400004. 1959 ADB & 1958 CSO 3.50% 1964-	32		32		
0400005. 1959 ADB & 1958 CSO 3.50% 1966 - 1988	27		27		
0400006. 1959 ADB & 1958 CSO 4.00% 1966 - 1988	7,810		7,810		
0400007. 1959 ADB & 1980 CSO 2.50% 1989 - 2008	384,338		384,338		
0400008. 1959 ADB & 1980 CSO 3.00% 1989 - 2008	12,637		12,637		
0400009. 1959 ADB & 1980 CSO 3.50% 1989 - 2008	3,549		3,549		
0400010. 1959 ADB & 1980 CSO 4.00% 1989 - 2008	253,247		253,102		145
0400011. 1959 ADB & 1980 CSO 4.50% 1989 - 2008	596,871		596,871		
0400012. 1959 ADB & 1980 CSO 5.50% 1989-	2,538		2,538		
0400013. INTERCO DI 1941 CSO 2.50% 1960 - 1965	15		15		
0400014. METROPOLITAN ADT 2.50% PRIOR 1964	7,751		7,751		
0499997. Totals (Gross)	1,700,488		1,548,849		151,639
0499998. Reinsurance ceded	74,367		74,357		10
0499999. Accidental Death Benefits: Totals (Net)	1,626,121		1,474,492		151,629
0500001. 1926 CLASS (3) & 1941 CSO 2.50% PRIOR 1970	4		4		
0500002. 1952 DISABILITY & 1958 CSO 3.00% 1966 - 1988	35,728		35,728		
0500003. 1952 DISABILITY & 1958 CSO 4.00% 1966 - 1988	81,614		81,614		
0500004. 1952 DISABILITY & 1980 CSO 4.00% 1989 - 2008	3,237,713		3,237,713		
0500005. 1952 DISABILITY & 1980 CSO 4.50% 1989 - 2008	54,112		54,112		

EXHIBIT 5 - AGGREGATE RESERVE FOR LIFE CONTRACTS

1 Valuation Standard	2 Total	3 Industrial	4 Ordinary	5 Credit (Group and Individual)	6 Group
0500006. 1952 DISABILITY & 2001 CSO 4.00% NB	764,380		764,380		
0500007. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 2.50% 1966 - 1988	351,467		351,467		
0500008. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 3.00% 1966 - 1988	338,393		338,393		
0500009. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 3.50% 1966 - 1988	733,219		732,042		1,177
0500010. 1952 INTERCO DIS BEN 5 PER 2 & 1941 CSO 2.50% 1960 - 1965	300		300		
0500011. 1952 INTERCO DIS BEN 5 PER 2 & 1980 CSO 4.50% 1989 - 2008	4,097,157		4,097,157		
0500012. 1952 INTERCO DIS BEN 5 PER 2 1980 CSO 4.50% 82 - NB	766,396		766,396		
0500013. 1980 DISABILITY & 1980 CSO 4.50% 1989 - 2008	429,636		429,225		411
0599997. Totals (Gross)	10,890,119		10,888,531		1,588
0599998. Reinsurance ceded	799,314		799,314		
0599999. Disability-Active Lives: Totals (Net)	10,090,805		10,089,217		1,588
0600001. 1952 DISABILITY & 1958 CSO 4.00% 1966 - 1988	13,261,386		13,261,386		
0600002. 1952 DISABILITY & 1980 CSO 4.00% 1989 - 2008	4,401,778		4,401,778		
0600003. 1952 DISABILITY & 2001 CSO 4.00% NB	27,831		27,831		
0600004. 1952 DISABILITY 3.00% -LIFE	85,371		85,371		
0600005. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 2.50% 1966 - 1988	1,513,089		1,513,089		
0600006. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 3.00% 1966 - 1988	91,068		91,068		
0600007. 1952 INTERCO DIS BEN 45 PER 2 & 1958 CSO 3.50% 1966 - 1988	1,048,774		1,048,774		
0600008. 1952 INTERCO DIS BEN 5 PER 2 & 1980 CSO 4.50% 1989 - 2008	3,359,481		3,359,481		
0600009. 1952 INTERCO DIS BEN 5 PER 2 2.50% 1960 - 2008	481,086		481,086		
0600010. 1952 INTERCO DIS BEN 5 PER 2 3.50% 1960 - 2008	109,859		109,859		
0600011. 1970 INTER COMPANY GROUP LIFE 3.50%	3,200,005				3,200,005
0600012. 1980 DISABILITY & 1980 CSO 4.50% 1989 - 2008	1,567,233		1,431,570		135,663
0600013. PROVIDENT MUTUAL TABLE 3.00% 1984 - 2008	779,141		779,141		
0600014. PROVIDENT MUTUAL TABLE 4.50% 1984 - 2008	14,376,093		14,376,093		
0699997. Totals (Gross)	44,302,195		40,966,527		3,335,668
0699998. Reinsurance ceded	3,579,802		3,579,802		
0699999. Disability-Disabled Lives: Totals (Net)	40,722,393		37,386,725		3,335,668
0700001. Additional actuarial reserves_GMAB	312,711				312,711
0700002. Contingency Reserves	319,541		319,541		
0700003. For excess of valuation net premiums over corresponding gross premiums on respective policies computed according to the standard of valuation required by this state	2,448,091		2,448,091		
0700004. New York XS Interest	5,162,922		4,784,864		378,058
0700005. Reserve for separate account minimum death benefit	44,490,088		31,871,076		12,619,012
0700006. S-STD Extra 50% GEP	561		561		
0799997. Totals (Gross)	52,733,914		39,424,133		13,309,781
0799998. Reinsurance ceded	12,038,415		7,819,009		4,219,406
0799999. Miscellaneous Reserves: Totals (Net)	40,695,499		31,605,124		9,090,375
9999999. Totals (Net) - Page 3, Line 1	28,734,753,065		11,993,700,389		16,741,052,676

EXHIBIT 5 - INTERROGATORIES

1.1 Has the reporting entity ever issued both participating and non-participating contracts? Yes [X] No [ ]
1.2 If not, state which kind is issued.

2.1 Does the reporting entity at present issue both participating and non-participating contracts? Yes [X] No [ ]
2.2 If not, state which kind is issued.

3. Does the reporting entity at present issue or have in force contracts that contain non-guaranteed elements? Yes [X] No [ ]
If so, attach a statement that contains the determination procedures, answers to the interrogatories and an actuarial opinion as described in the instructions.

4. Has the reporting entity any assessment or stipulated premium contracts in force? Yes [ ] No [X]
If so, state:
4.1 Amount of insurance? $
4.2 Amount of reserve? $
4.3 Basis of reserve:
4.4 Basis of regular assessments:
4.5 Basis of special assessments:
4.6 Assessments collected during the year $

5. If the contract loan interest rate guaranteed in any one or more of its currently issued contracts is less than 5%, not in advance, state the contract loan rate guarantees on any such contracts.

CareMatters
credited; n/a, charged 4%

IUL
declared rate, credited: 2%, charged: 3.9% yr 1-10, 3.25% yr 11+ alternative, credited: 0% (equal to the guar.floor), charged: 8%

AVUL
credited: 3%, charged: 3.9% yr 1-10, 3.25% yr 11+

PVUL
credited: 3%, charged 4.5%

SVUL
credited: 3% yr 1-10. 3.65%yr 11+, charged: 3.9%

SUL
credited: 3%, charged: 5% (NY and OR), 6% (All Other States)

SUL II
credited: 3%, charged 5%

CAUL
credited: 3%, charged 5%

SPUL
credited: 3%, charged: 5%

NLG
credited: 3%, charged 5%

6. Does the reporting entity hold reserves for any annuity contracts that are less than the reserves that would be held on a standard basis? Yes [ ] No [X]
6.1 If so, state the amount of reserve on such contracts on the basis actually held: $
6.2 That would have been held (on an exact or approximate basis) using the actual ages of the annuitants; the interest rate(s) used in 6.1; and the same mortality basis used by the reporting entity for the valuation of comparable annuity benefits issued to standard lives. If the reporting entity has no comparable annuity benefits for standard lives to be valued, the mortality basis shall be the table most recently approved by the state of domicile for valuing individual annuity benefits: $
Attach statement of methods employed in their valuation.

7. Does the reporting entity have any Synthetic GIC contracts or agreements in effect as of December 31 of the current year? Yes [X] No [ ]
7.1 If yes, state the total dollar amount of assets covered by these contracts or agreements $ 1,366,935,400
7.2 Specify the basis (fair value, amortized cost, etc.) for determining the amount:
Market Value
7.3 State the amount of reserves established for this business: $
7.4 Identify where the reserves are reported in the blank:

8. Does the reporting entity have any Contingent Deferred Annuity contracts or agreements in effect as of December 31 of the current year? Yes [X] No [ ]
8.1 If yes, state the total dollar amount of account value covered by these contracts or agreements: $ 184,535
8.2 State the amount of reserves established for this business: $ 184,535
8.3 Identify where the reserves are reported in the blank:
Exhibit 5 line 0299999

9. Does the reporting entity have any Guaranteed Lifetime Income Benefit contracts, agreements or riders in effect as of December 31 of the current year? Yes [X] No [ ]
9.1 If yes, state the total dollar amount of any account value associated with these contracts, agreements or riders: $ 24,099,395,472
9.2 State the amount of reserves established for this business: $ 23,241,386,713
9.3 Identify where the reserves are reported in the blank:
Exhibit 5 and Green Book Exhibit 3

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

1	Valuation Basis		4
Description of Valuation Class	2 Changed From	3 Changed To	Increase in Actuarial Reserve Due to Change
9999999 - Total (Column 4, only)			

NONE

EXHIBIT 6 - AGGREGATE RESERVES FOR ACCIDENT AND HEALTH CONTRACTS

	1	2	3	4	Other Individual Contracts				
	Total	Group Accident and Health	Credit Accident and Health (Group and Individual)	Collectively Renewable	5 Non-Cancelable	6 Guaranteed Renewable	7 Non-Renewable for Stated Reasons Only	8 Other Accident Only	9 All Other
ACTIVE LIFE RESERVE									
1. Unearned premium reserves	79,961,256	78,270,164		62	6,508	1,654,628	29,894		
2. Additional contract reserves (a)	19,714,796	4,531,162			3,088,403	5,349,663	707,998		6,037,570
3. Additional actuarial reserves-Asset/Liability analysis									
4. Reserve for future contingent benefits									
5. Reserve for rate credits									
6. Aggregate write-ins for reserves									
7. Totals (Gross)	99,676,052	82,801,326		62	3,094,911	7,004,291	737,892		6,037,570
8. Reinsurance ceded	20,629,545	10,368,929		62	2,950,237	6,572,425	737,892		
9. Totals (Net)	79,046,507	72,432,397			144,674	431,866			6,037,570
CLAIM RESERVE									
10. Present value of amounts not yet due on claims	39,713,316	7,436,382			26,665,966	5,611,658			(690)
11. Additional actuarial reserves-Asset/Liability analysis									
12. Reserve for future contingent benefits									
13. Aggregate write-ins for reserves									
14. Totals (Gross)	39,713,316	7,436,382			26,665,966	5,611,658			(690)
15. Reinsurance ceded	34,052,181	3,032,377			25,408,836	5,611,658			(690)
16. Totals (Net)	5,661,135	4,404,005			1,257,130				
17. TOTAL (Net)	84,707,642	76,836,402			1,401,804	431,866			6,037,570
18. TABULAR FUND INTEREST	6,982,383	987,345							5,995,038
DETAILS OF WRITE-INS									
0601.									
0602.									
0603.									
0698. Summary of remaining write-ins for Line 6 from overflow page									
0699. TOTALS (Lines 0601 thru 0603 plus 0698) (Line 6 above)									
1301.									
1302.									
1303.									
1398. Summary of remaining write-ins for Line 13 from overflow page									
1399. TOTALS (Lines 1301 thru 1303 plus 1398) (Line 13 above)									

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

EXHIBIT 7 - DEPOSIT TYPE CONTRACTS

	1 Total	2 Guaranteed Interest Contracts	3 Annuities Certain	4 Supplemental Contracts	5 Dividend Accumulations or Refunds	6 Premium and Other Deposit Funds
1. Balance at the beginning of the year before reinsurance	1,164,528,843		540,063,608	18,392,703	572,207,372	33,865,160
2. Deposits received during the year	1,083,585,979		183,444,913	2,187,802	9,031,924	888,921,340
3. Investment earnings credited to the account	65,751,664		13,675,410	1,564,030	46,877,501	3,634,723
4. Other net change in reserves	(1,123,889)		(589,958)	(577,300)	677	42,692
5. Fees and other charges assessed						
6. Surrender charges	180		180			
7. Net surrender or withdrawal payments	234,177,616		147,979,766	3,991,423	76,206,779	5,999,648
8. Other net transfers to or (from) Separate Accounts	(725,303)		(725,303)			
9. Balance at the end of current year before reinsurance (Lines 1+2+3+4-5-6-7-8)	2,079,290,104		589,339,330	17,575,812	551,910,695	920,464,267
10. Reinsurance balance at the beginning of the year	(132,850)		(94,432)		(5,170)	(33,248)
11. Net change in reinsurance assumed						
12. Net change in reinsurance ceded	(12,220)		(11,715)			(505)
13. Reinsurance balance at the end of the year (Lines 10+11-12)	(120,630)		(82,717)		(5,170)	(32,743)
14. Net balance at the end of current year after reinsurance (Lines 9 + 13)	2,079,169,474		589,256,613	17,575,812	551,905,525	920,431,524

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 1 - Liability End of Current Year

	1	2	Ordinary			6	Group		Accident and Health		
			3	4	5		7	8	9	10	11
	Total	Industrial Life	Life Insurance	Individual Annuities	Supplementary Contracts	Credit Life (Group and Individual)	Life Insurance	Annuities	Group	Credit (Group and Individual)	Other
1. Due and unpaid:											
1.1 Direct											
1.2 Reinsurance assumed											
1.3 Reinsurance ceded											
1.4 Net											
2. In course of settlement:											
2.1 Resisted 2.11 Direct	500,000		500,000								
2.12 Reinsurance assumed											
2.13 Reinsurance ceded											
2.14 Net	500,000		(b) 500,000	(b)		(b)	(b)				
2.2 Other 2.21 Direct	34,765,415		32,958,738				1,068,689	27,900	664,927		45,161
2.22 Reinsurance assumed											
2.23 Reinsurance ceded	6,457,291		6,242,825				92,256		80,769		41,441
2.24 Net	28,308,124		(b) 26,715,913	(b)		(b)	(b) 976,433	27,900	(b) 584,158	(b)	(b) 3,720
3. Incurred but unreported:											
3.1 Direct	77,494,999		13,264,156				5,494,727		57,634,314		1,101,802
3.2 Reinsurance assumed	40,000								40,000		
3.3 Reinsurance ceded	27,247,762		3,064				99,866		26,179,572		965,260
3.4 Net	50,287,237		(b) 13,261,092	(b)		(b)	(b) 5,394,861		(b) 31,494,742	(b)	(b) 136,542
4. TOTALS 4.1 Direct	112,760,414		46,722,894				6,563,416	27,900	58,299,241		1,146,963
4.2 Reinsurance assumed	40,000								40,000		
4.3 Reinsurance ceded	33,705,053		6,245,889				192,122		26,260,341		1,006,701
4.4 Net	79,095,361	(a)	(a) 40,477,005				(a) 6,371,294	27,900	32,078,900		140,262

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

(b) Include only portion of disability and accident and health claim liabilities applicable to assumed "accrued" benefits. Reserves (including reinsurance assumed and net of reinsurance ceded) for unaccrued benefits for Ordinary Life Insurance $ .... Individual Annuities $ .... , Credit Life (Group and Individual) $ .... , and Group Life $ .... , are included in Page 3, Line 1, (See Exhibit 5, Section on Disability Disabled Lives); and for Group Accident and Health $ .... Credit (Group and Individual) Accident and Health $ .... , and Other Accident and Health $ .... are included in Page 3, Line 2 (See Exhibit 6, Claim Reserve).

EXHIBIT 8 - CLAIMS FOR LIFE AND ACCIDENT AND HEALTH CONTRACTS

PART 2 - Incurred During the Year

	1	2	Ordinary			6	Group		Accident and Health		
	Total	Industrial Life (a)	3 Life Insurance (b)	4 Individual Annuities	5 Supplementary Contracts	Credit Life (Group and Individual)	7 Life Insurance (c)	8 Annuities	9 Group	10 Credit (Group and Individual)	11 Other
1. Settlements During the Year:											
1.1 Direct	10,248,121,260		421,690,623	4,977,763,714			105,577,734	4,603,594,195	127,485,537		12,009,457
1.2 Reinsurance assumed	382,810,503		4,717,953	377,254,635			4,677	833,238			
1.3 Reinsurance ceded	282,878,040		88,262,120	46,190,413			7,677,275	1,608,849	127,377,391		11,761,992
1.4 Net	(d) 10,348,053,723		338,146,456	5,308,827,936			97,905,136	4,602,818,584	108,146		247,465
2. Liability December 31, current year from Part 1:											
2.1 Direct	112,760,414		46,722,894				6,563,416	27,900	58,299,241		1,146,963
2.2 Reinsurance assumed	40,000								40,000		
2.3 Reinsurance ceded	33,705,053		6,245,889				192,122		26,260,341		1,006,701
2.4 Net	79,095,361		40,477,005				6,371,294	27,900	32,078,900		140,262
3. Amounts recoverable from reinsurers December 31, current year	23,111,598		10,263,680				3,221,814	9,626,104			
4. Liability December 31, prior year:											
4.1 Direct	102,533,037		54,462,774				6,020,940	27,900	40,686,668		1,334,755
4.2 Reinsurance assumed	174,489								174,489		
4.3 Reinsurance ceded	20,462,984		8,911,425				975,857		9,377,735		1,197,967
4.4 Net	82,244,542		45,551,349				5,045,083	27,900	31,483,422		136,788
5. Amounts recoverable from reinsurers December 31, prior year	22,266,114		16,763,205				243,871	5,259,038			
6. Incurred Benefits											
6.1 Direct	10,258,348,637		413,950,743	4,977,763,714			106,120,210	4,603,594,195	145,098,110		11,821,665
6.2 Reinsurance assumed	382,676,014		4,717,953	377,254,635			4,677	833,238	(134,489)		
6.3 Reinsurance ceded	296,965,593		79,097,059	46,190,413			9,871,483	5,975,915	144,259,997		11,570,726
6.4 Net	10,344,059,058		339,571,637	5,308,827,936			96,253,404	4,598,451,518	703,624		250,939

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

(b) Including matured endowments (but not guaranteed annual pure endowments) amounting to $ 2,696,445 in Line 1.1, $ 2,696,445 in Line 1.4.
$ 2,696,445 in Line 6.1, and $ 2,696,445 in Line 6.4.

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

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

EXHIBIT OF NON-ADMITTED ASSETS

		1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1.	Bonds (Schedule D)			
2.	Stocks (Schedule D):			
	2.1 Preferred stocks			
	2.2 Common stocks			
3.	Mortgage loans on real estate (Schedule B):			
	3.1 First liens			
	3.2 Other than first liens			
4.	Real estate (Schedule A):			
	4.1 Properties occupied by the company			
	4.2 Properties held for the production of income			
	4.3 Properties held for sale			
5.	Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA)			
6.	Contract loans	227,068	186,465	(40,603)
7.	Derivatives (Schedule DB)			
8.	Other invested assets (Schedule BA)	109,242	140,784	31,542
9.	Receivables for securities			
10.	Securities lending reinvested collateral assets (Schedule DL)			
11.	Aggregate write-ins for invested assets			
12.	Subtotals, cash and invested assets (Lines 1 to 11)	336,310	327,249	(9,061)
13.	Title plants (for Title insurers only)			
14.	Investment income due and accrued	470,279	184,654	(285,625)
15.	Premiums and considerations:			
	15.1 Uncollected premiums and agents' balances in the course of collection	717,267	618,534	(98,733)
	15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due			
	15.3 Accrued retrospective premiums			
16.	Reinsurance:			
	16.1 Amounts recoverable from reinsurers			
	16.2 Funds held by or deposited with reinsured companies			
	16.3 Other amounts receivable under reinsurance contracts			
17.	Amounts receivable relating to uninsured plans			
18.1	Current federal and foreign income tax recoverable and interest thereon			
18.2	Net deferred tax asset	636,009,633	327,013,574	(308,996,059)
19.	Guaranty funds receivable or on deposit			
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			
23.	Receivables from parent, subsidiaries and affiliates			
24.	Health care and other amounts receivable			
25.	Aggregate write-ins for other than invested assets	117,008,050	118,417,232	1,409,182
26.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	754,541,539	446,561,243	(307,980,296)
27.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
28.	Total (Lines 26 and 27)	754,541,539	446,561,243	(307,980,296)
	DETAILS OF WRITE-INS			
1101.				
1102.				
1103.				
1198.	Summary of remaining write-ins for Line 11 from overflow page			
1199.	Totals (Lines 1101 thru 1103 plus 1198)(Line 11 above)			
2501.	Accrued Fees and Other Assets	22	11,543	11,521
2502.	Deferred Software Costs	43,854,273	45,251,934	1,397,661
2503.	Prepaid Pension Costs	73,153,755	73,153,755	
2598.	Summary of remaining write-ins for Line 25 from overflow page			
2599.	Totals (Lines 2501 thru 2503 plus 2598)(Line 25 above)	117,008,050	118,417,232	1,409,182

NOTES TO FINANCIAL STATEMENTS

(1) Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory financial statements of Nationwide Life Insurance Company (NLIC or 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 Department of Insurance (Department) recognizes only statutory accounting practices (SAP) prescribed or permitted by the Department 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' *Accounting Practices and Procedures* manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Ohio. The Commissioner of Insurance has the right to permit other specific practices that deviate from prescribed practices. The Company has no statutory accounting practices that differ from NAIC SAP.

Olentangy Reinsurance, LLC, a Vermont domiciled special purpose financial insurance company and indirect subsidiary of the Company, has been granted a permitted practice from the State of Vermont that changed the subsidiary's valuation by $66,000,000 which also allowed the Company to admit additional deferred tax assets (DTA) of $9,900,000 as of December 31, 2013.

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

	State of Domicile	Current year to date 2013	Prior year ended 2012
Net Income			
Net Income	OH	$ 262,175,408	$ 764,355,375
Prescribed Practices: NONE	OH	-	-
Permitted Practices: NONE	OH	-	-
Net Income, NAIC SAP		$ 262,175,408	$ 764,355,375
Surplus			
Statutory Capital and Surplus	OH	$ 3,549,951,275	$ 3,836,633,913
Prescribed Practices: NONE	OH	-	-
Permitted Practices:			
NONE	OH	-	-
Subsidiary valuation	VT	66,000,000	-
Subsidiary valuation impact on DTA admittance	VT	9,900,000	-
Statutory Capital and Surplus, NAIC SAP		$ 3,474,051,275	$ 3,836,633,913

The amounts in this statement pertain to the entire Company business including, as appropriate, its Separate Account business.

B. Use of Estimates in Preparation of the Financial Statements

In preparing the financial statements in conformity with the Annual Statement Instructions and NAIC SAP, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosures of contingent assets and liabilities as of the date of the financial statements and the reported amounts of revenues and expenses for the reporting period. Actual results could differ significantly from those estimates.

C. Accounting Policies

Life insurance premiums are recognized as revenue over the premium paying period of the related policies. Annuity considerations are recognized as revenue when received. Health insurance premiums are earned ratably over the terms of the related insurance and reinsurance contracts or policies. Policy benefits and claims that are expensed include interest credited to policy account balances and benefits and claims incurred in the period in excess of related policy reserves. The provision for policyholder dividends is based on the current dividend scales. Dividend scales are approved by the Board of Directors. Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred.

In addition, the Company uses the following accounting policies:

(1) Short-term investments consist of investments with maturities of twelve months or less at acquisition and are stated at amortized cost, which approximates fair value.

(2) Bonds, excluding loan-backed and structured securities, are stated at amortized cost, except those with an NAIC designation of "6", which are stated at the lower of amortized cost or fair value. Amortization of premiums and discounts is calculated using the effective yield method.

(3) Unaffiliated common stocks are reported at fair value.

(4) Preferred stocks are stated at amortized cost, except those with an NAIC designation of "4" through "6", which are stated at the lower of amortized cost or fair value.

(5) Mortgage loans are carried at the unpaid principal balance adjusted for premiums and discounts, less a valuation allowance. The valuation allowance for mortgage loans reflects management's best estimate of probable credit losses.

(6) Loan-backed and structured securities (collectively, loan-backed securities) are stated at amortized cost or the lower of amortized cost or fair value in accordance with the provisions of Statement of Statutory Accounting Principles (SSAP) No. 43-Revised and the Purposes and Procedures Manual of the NAIC Securities Valuation Office. The retrospective adjustment method is used to value loan-backed securities where the collection of all contractual cash flows is probable. For all other loan-backed securities, the Company uses the prospective adjustment method. Refer to Note 5(D) for a discussion of the other-than-temporary impairment policy for loan-backed securities.

(7) The investment in the Company's wholly-owned insurance subsidiary is carried at the value of its underlying audited statutory capital and surplus. The Company's investment in non-insurance subsidiaries, controlled and affiliated entities are carried at the value of the respective underlying audited Generally Accepted Accounting Principles (GAAP) basis equity.

(8) Other invested assets consist primarily of investments in partnerships, limited liability companies and joint ventures. Except for investments in low income housing tax credit partnerships, interests are reported using the equity method of accounting. Changes in carrying value as a result of the equity method are reflected as net unrealized capital gains and losses as a direct adjustment to surplus. Realized gains and losses are generally recognized through income at the time of disposal or when operating distributions are received. Partnership interests in low income housing tax credits are carried at amortized cost with amortization charged to investment income over the period in which the tax benefits, primarily credits, are utilized.

(9) Refer to Note 8 for the derivative accounting policy.

(10) The Company anticipates investment income as a factor in the premium deficiency calculation.

(11) The Company's accident and health liabilities include amounts for the following coverage(s): comprehensive medical, dental, prescription drug, accident only, short-term disability, and long-term disability (LTD).

For all coverages, except LTD, the liabilities for loss are determined using a completion factor method. The factors are based on historical payment patterns for the respective coverage(s). Consideration is made for early duration adjustments using loss ratio techniques. Consideration is also made for review of claim count levels (backlogs) relative to historical levels. Additionally, retrospective reserve testing is done to judge prior levels and appropriateness.

For LTD liabilities, a seriatim reserve is established for individual claimants using an established valuation table and interest rates.

Unpaid losses and loss adjustment expenses include an amount determined from individual case estimates and loss reports and an amount, based upon past experiences, for losses incurred but not reported. Such liabilities are based upon assumptions and estimates and while management believes the amount is adequate, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are continually reviewed and any adjustments are reflected in the period determined.

(12) The Company has not modified its capitalization policy from the prior period.

(13) Not Applicable – The Company does not have any pharmaceutical rebate receivables.

(2) Accounting Changes and Corrections of Errors

On January 1, 2013, the Company adopted SSAP No. 92R, *Accounting for Postretirement Benefits Other Than Pensions - A Replacement of SSAP No. 14 and SSAP No. 102, Accounting for Pensions - A Replacement of SSAP No. 89*. The standards require insurers to recognize the overfunded or underfunded status of a defined benefit postretirement plan as an asset or liability and include non-vested employees in determining the plan obligations. In addition, a sponsor's fiscal year end will be used as the measurement date for estimating the fair value of postretirement benefit assets and liabilities. The guidance contains a transition provision that gives insurers the option to recognize the initial impact to surplus over 10 years. This guidance impacts the expense allocated to the Company from the plan sponsor.

On January 1, 2013, the Company adopted SSAP No. 103, *Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities*. The standard establishes accounting for transfers and servicing of financial assets, including asset securitizations and securitizations of policy acquisition costs, extinguishments of liabilities, repurchase agreements, repurchase financing and reverse repurchase agreements, including dollar repurchase and dollar reverse repurchase agreements. The guidance provides criteria to determine whether a transferor has surrendered control over transferred financial assets. It also forbids offsetting for repurchase and reverse repurchase transactions in accordance with master netting agreements. Provisions of this guidance are being applied prospectively, as if required. There was no impact to the Company's financial statements upon adoption.

On August 24, 2013, the NAIC adopted, effective immediately, revisions to SSAP No. 64, Offsetting and Netting of Assets and Liabilities, SSAP No. 86, Accounting for Derivative Instruments and Hedging, Income Generation, and Replication (Synthetic Asset) Transactions and SSAP No. 103, Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities. The Company adopted the revisions on the effective date. The revisions clarify that derivatives, repurchase and reverse repurchase agreements, and securities borrowing and securities lending transactions can be reported net on the balance sheet when a valid right to offset exists. The revisions also add disclosures to illustrate the netting impact. The impact of adoption was immaterial to the Company's financial statements.

On October 4, 2013, the NAIC adopted, effectively immediately, revisions to SSAP No. 1, Disclosure of Accounting Policies, Risks & Uncertainties, and Other Disclosures, SSAP No. 15, Debt and Holding Company Obligations, SSAP No. 30, Investments in Common Stock (excluding investments in common stock of subsidiary, controlled, or affiliated entities), and SSAP No. 52, Deposit-Type Contracts. The revisions improve the reporting of Federal Home Loan Bank (FHLB) capital stock and develop additional and enhanced disclosures for FHLB transactions. The Company adopted the revisions on the effective date and resulted in increased disclosures only.

On December 31, 2013, the Company adopted revisions to SSAP No. 34, *Investment Income Due and Accrued* and SSAP No. 37, *Mortgage Loans*. The revisions enhance required disclosures related to mortgage loans to assist financial statement users in assessing an entity's credit risk exposures and evaluating the adequacy of its allowance for credit losses. The adoption resulted in increased disclosures only and had no impact on the Company's financial statements.

On December 31, 2013, the Company adopted revisions to SSAP No. 35R, *Guaranty Fund and Other Assessments*. The revisions require disclosure of the nature of fees paid to the federal government by health insurers under the Affordable Care Act and an estimate of their financial impact, including the impact on the Company's risk based capital position. The adoption resulted in increased disclosures only and had no impact on the Company's financial statements.

On January 1, 2012, the Company adopted a new standard, SSAP No. 101, *Income Taxes*, which supersedes SSAP No. 10R, *Income Taxes Revised – A Temporary Replacement of SSAP No. 10*. The standard applies a 'more likely than not' threshold for the recognition of federal and foreign tax loss contingencies and establishes a new framework for determining the admissibility of deferred tax assets (DTA). The framework sets a three year limit on loss carryback provisions, introduces guardrails for determining the realization period and percentage of capital and surplus companies may use to determine DTA admissibility, and establishes parameters around offsetting DTAs against deferred tax liabilities (DTL) as it relates to the admissibility of a DTA. The standard also adopts new disclosure requirements related to tax planning strategies, the amounts and components used to determine admissible DTA amounts, and information about reasonably possible increases in the total liability for any federal or foreign income tax loss contingencies within twelve months of the reporting date. The impact of adoption was immaterial to the Company's financial statements.

On January 1, 2012, the Company adopted revisions to SSAP No. 100, *Fair Value Measurements*. These revisions require financial instruments that are disclosed but not reported at fair value to be identified as level 1, 2, or 3 fair value measurements. The revised guidance also requires disclosure of the method used to obtain the fair value for all financial instruments with fair value measurements and the gross presentation of purchases, sales, issues, and settlements within the level 3 rollforward. There was no impact to the financial statements of the Company upon adoption. Refer to Note 20 for the required disclosures.

Pending Accounting Standards

On January 1, 2014, the Company will adopt revisions to SSAP No. 35R, Guaranty Fund and Other Assessments. The revisions require full expense recognition on January 1 of the fee year and reclassification from unassigned surplus to special surplus in the data year for the estimated amount payable to the federal government by health insurers under the Affordable Care Act. The Company is currently in the process of determining the impact of adoption of the revisions to this standard.

On January 1, 2014, the Company will adopt revisions to SSAP No. 26, Bonds, excluding Loan-Backed and Structured Securities. The revisions clarify the "yield to worst" concept for bonds with make whole call provisions. The Company is currently in the process of determining the impact of adoption of the revisions to this standard.

(3) Business Combinations and Goodwill

A. Statutory Purchase Method - Not Applicable.

B. Statutory Merger - Not Applicable.

C. Assumption Reinsurance - Not Applicable.

D. Impairment Loss - Not applicable.

(4) Discontinued Operations - None.

(5) Investments

A. Mortgage Loans, including Mezzanine Real Estate Loans

(1) The minimum and maximum lending rates for mortgage loans issued during 2013 were:

Residential	Commercial
Not Applicable	1.97% and 5.17%

(2) The maximum percentage of any one loan to the value of security at the time of the loan, exclusive of insured or guaranteed or purchase money mortgages was 85.2%.

	Current Year	Prior Year
(3) Taxes, assessments, and any amounts advanced and not included in the mortgage loan total	$ -	$ -

(4) Age Analysis of Mortgage Loans:

	Farm	Residental		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Recorded Investment (ALL)							
(a) Current	$ -	$ -	$ -	$ -	$ 5,715,513,149	$ -	$ 5,715,513,149
(c) 60-89 Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(d) 90-179 Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(e) 180+ Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
2. Accruing Interest 90-179 Days Past Due							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Interest Accrued	$ -	$ -	$ -	$ -	$ -	$ -	$ -
3. Accruing Interest 180+ Days Past Due							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Interest Accrued	$ -	$ -	$ -	$ -	$ -	$ -	$ -
4. Interest Reduced							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Number of Loans	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(c) Percent Reduced	0%	0%	0%	0%	0%	0%	0%
b. Prior Year							
1. Recorded Investment (ALL)							
(a) Current	$ -	$ -	$ -	$ -	$ 5,271,980,210	$ -	$ 5,271,980,210
(b) 30-59 Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(c) 60-89 Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(d) 90-179 Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(e) 180+ Days Past Due	$ -	$ -	$ -	$ -	$ -	$ -	$ -
2. Accruing Interest 90-179 Days Past Due							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Interest Accrued	$ -	$ -	$ -	$ -	$ -	$ -	$ -
3. Accruing Interest 180+ Days Past Due							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Interest Accrued	$ -	$ -	$ -	$ -	$ -	$ -	$ -
4. Interest Reduced							
(a) Recorded Investment	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(b) Number of Loans	$ -	$ -	$ -	$ -	$ -	$ -	$ -
(c) Percent Reduced	0%	0%	0%	0%	0%	0%	0%

(5) Investment in Impaired Loans With or Without Allowance for Credit Losses:

	Farm	Residental		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. With Allowance for Credit Losses	$ -	$ -	$ -	$ -	$ 58,068,811	$ -	$ 58,068,811
2. No Allowance for Credit Losses	$ -	$ -	$ -	$ -	$ -	$ -	$ -
b. Prior Year							
1. With Allowance for Credit Losses	$ -	$ -	$ -	$ -	$ 59,613,000	$ -	$ 59,613,000
2. No Allowance for Credit Losses	$ -	$ -	$ -	$ -	$ -	$ -	$ -

(6) Investment in Impaired Loans – Average Recorded Investment, Interest Income Recognized, Recorded Investment on Nonaccrual Status and Amount of Interest Income Recognized Using a Cash-Basis Method of Accounting:

	Farm	Residental		Commercial		Mezzanine	Total
		Insured	All Other	Insured	All Other		
a. Current Year							
1. Average Recorded Investment	$ -	$ -	$ -	$ -	$ 58,840,905	$ -	$ 58,840,905
2. Interest Income Recognized	$ -	$ -	$ -	$ -	4,820,132	$ -	4,820,132
3. Recorded Investments on Nonaccrual Status	$ -	$ -	$ -	$ -	-	$ -	-
4. Amount of Interest Income Recognized Using a Cash Basis Method of Accounting	$ -	$ -	$ -	$ -	4,827,869	$ -	4,827,869
b. Prior Year							
1. Average Recorded Investment	$ -	$ -	$ -	$ -	$ 80,023,855	$ -	$ 80,023,855
2. Interest Income Recognized	$ -	$ -	$ -	$ -	8,941,596	$ -	8,941,596
3. Recorded Investments on Nonaccrual Status	$ -	$ -	$ -	$ -	-	$ -	-
4. Amount of Interest Income Recognized Using a Cash Basis Method of Accounting	$ -	$ -	$ -	$ -	9,070,196	$ -	9,070,196

	Current Year	Prior Year
(7) Allowance for credit losses:		
a. Balance at beginning of period	$ 44,648,171	$ 54,814,763
b. Additions charged to operations	-	1,806,980
c. Direct write-downs charged against the allowances	(4,139,887)	(4,677,816)
d. Recoveries of amounts previously charged off	-	(7,295,756)
e. Balance at end of period	$ 40,508,284	$ 44,648,171

(8) The Company accrues interest income on impaired loans to the extent it is deemed collectible (delinquent less than 90 days) and the loan continues to perform under its original or restructured contractual terms. Interest received on non-accrual status mortgage loans on real estate is included in net investment income in the period received.

B. Debt Restructuring

	12/31/2013	12/31/2012
(1) The total recorded investment in restructured loans, as of year end	$ 1,220,006	$ 2,246,659
(2) The realized capital losses related to these loans	$ 6,533,260	$ 4,368,944
(3) Total contractual commitments to extend credit to debtors owning receivables whose terms have been modified in troubled debt restructurings	$ -	$ -

(4) The Company accrues interest income on impaired loans to the extent it is deemed collectible (delinquent less than 90 days) and the loan continues to perform under its original or restructured contractual terms. Interest received on non-accrual status mortgage loans on real estate is included in net investment income in the period received.

C. Reverse Mortgages - None.

D. Loan-Backed Securities

(1) Prepayment assumptions are generally obtained using a model provided by a third-party vendor.

(2) None.

(3) The following table summarizes other-than-temporary impairments for loan-backed securities recognized in the current reporting period based on the fact that the present value of projected cash flows expected to be collected was less than the amortized cost basis of the securities:

As of 12/31/2013

CUSIP	Amortized Cost Before Current Period OTTI	Present value of projected cash flows	Recognized other-than-temporary impairment	Amortized cost after other-than-temporary impairment	Fair value at time of OTTI	Date of Financial Statement where reported
000759CV0	4,406,644	4,264,325	142,312	4,264,325	3,421,228	Q4 '13
152314DS6	1,649,063	1,313,829	335,234	1,313,829	635,630	Q4 '13
939344AR8	3,200,116	2,969,393	230,723	2,969,393	2,529,430	Q4 '13
02147BAA3	3,688,653	3,287,508	401,145	3,287,508	2,890,499	Q3 '13
02147LAN3	7,441,688	6,627,752	813,937	6,627,752	6,813,525	Q3 '13
01448YAE3	612,471	408,884	203,587	408,884	107,301	Q2 '13
52518RCD6	950,778	683,118	267,659	683,118	397,648	Q2 '13
00253CHS9	1,036,986	793,259	243,727	793,259	277,636	Q1 '13
74042EAD6	98,512	(0)	98,512	(0)	0	Q1 '13
76111XZX4	450,197	58,403	391,794	58,403	24,241	Q1 '13
Total			$ 3,128,630			

(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):

As of 12/31/2013

a. The aggregate amount of unrealized losses:

1. Less than 12 Months	$	(33,184,029)
2. 12 Months or Longer	$	(126,560,275)

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

1. Less than 12 Months	$	1,413,912,130
2. 12 Months or Longer	$	748,251,098

(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.

E. Repurchase Agreements and/or Securities Lending Transactions

(1) For repurchase agreements, Company policy requires a minimum of 102% of the fair value of securities purchased under repurchase agreements to be maintained as collateral. Cash collateral received is invested in short-term investments and the offsetting collateral liability is included in aggregate write-ins for liabilities. There were no open repurchase agreements as of year-end.

The Company’s securities lending agreement requires a minimum of 102% of the fair value of loaned securities to be held as collateral.

(2) No assets were pledged as collateral as of year-end.

(3) Collateral Received

a. Aggregate Amount Cash Collateral Received

1. Repurchase Agreement – Not Applicable

2. Securities Lending

		Fair Value
(a)	Open	$ 101,909,249
(b)	30 Days or Less	-
(c)	31 to 60 Days	-
(d)	61 to 90 Days	-
(e)	Greater than 90 Days	-
(f)	Sub-Total	$ 101,909,249
(g)	Securities Received	-
(h)	Total Collateral Received	$ 101,909,249

3. Dollar Repurchase Agreement – Not applicable

b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged

$ 100,827,126

c. The reporting entity receives primarily cash collateral in an amount in excess of the fair value of the securities lent. The reporting entity invests the cash collateral (primarily in short-term investments) to earn additional yield.

(4) The Company did not have any securities lending activities with an affiliated agent.

(5) Collateral Reinvestment

a. Aggregate Amount Cash Collateral Reinvested

1. Repurchase Agreement – Not applicable

2. Securities Lending

		Amortized Cost	Fair Value
(a)	Open	$ -	$ -
(b)	30 Days or Less	99,743,931	99,743,931
(c)	31 to 60 Days	-	-
(d)	61 to 90 Days	-	-
(e)	91 to 120 Days	-	-
(f)	121 to 180 Days	388,853	378,153
(g)	181 to 365 Days	-	-
(h)	1 to 2 Years	-	-
(i)	2 to 3 Years	-	-
(j)	Greater than 3 Years	1,208,283	705,042
(k)	Sub-Total	$ 101,341,067	$ 100,827,126
(l)	Securities Received	-	-
(m)	Total Collateral Reinvested	$ 101,341,067	$ 100,827,126

3. Dollar Repurchase Agreement – Not applicable

b. Since the borrower or the Company may terminate a securities lending transaction at any time, to the extent loans are terminated in advance of reinvestment collateral maturities, the Company would repay its securities lending payable obligation from operating cash flows or the proceeds of sales from its investment portfolio, which includes significant liquid securities.

(6) The Company has not accepted collateral as this is not permitted by contract or custom to repledge or sell.

(7) There are no securities lending transactions that extend beyond one year as of the reporting date.

F. Real Estate

(1) Impairments – Not Applicable.

(2) a. Franklin Mills Retail Building is classified as held for sale. Investment Real Estate Owned properties are reviewed quarterly for potential sale. Market value estimates, projections of future cash flow, leasing assumptions, capital improvement costs, market conditions and other factors are considered to determine sale desirability and likelihood.

b. Not Applicable.

(3) Plan of Sale – Not Applicable.

(4) Retail Land and Sale Operations - Not Applicable.

(5) Real Estate with Participating Mortgage Loan Features – Not Applicable.

G. Low-Income Housing Tax Credits (LIHTC)

(1) The number of remaining years of unexpired tax credits and required holding period for the Company's LIHTC investments.

Low-Income Housing Tax Credits	Remaining years	Holding Period
Alliant State Tax Credit Fund 61 Ltd	11	2029
Dunn Solar LLC	3	2018
Hudson Housing Tax Credit Fund XLVI LLC	8	2021
Nationwide Affordable Housing Fund 31	8	2021
Nationwide Affordable Housing Fund 48	12	2028
Nationwide Affordable Housing Fund 51	12	2029
Nationwide Affordable Housing Fund XXIII	4	2017
NHT XII NW Tax Credit Fund LLC	1	2014
Ohio Equity Fund IX	3	2016
Ohio Equity Fund X	0	2013
Raymond James Housing Opportunities Fund 19 LLC	9	2022
Rose Hill Solar, LLC	3	2028
Russell Emerging Fund	0	2013
SunE DGS Master Tenant, LLC	1	2029
WNC Institutional Tax Credit Fund 33	9	2022

(2) The Company's investments in LIHTC are made up of several property investments which are subject to periodic reviews by HUD (if applicable) and state housing agencies. The Company receives updates from property managers as to the status of any regulatory review and investigates further as needed.

(3) Aggregate LIHTC investments do not exceed 10 percent of the total admitted assets.

(4) Analysis is done for LIHTC investments to determine if an impairment exists by comparing the book value of the investment with the present value of future tax benefits. The investment is written down if the book value is higher than the present value and the write-down is accounted for as a realized loss. During 2013, the Company impaired 1 tax credit partnerships totaling $2,925,001 due to an intent to sell. Fair value was determined by the purchaser's bidding price.

(5) No write-downs or reclassifications were made during the year due to the forfeiture or ineligibility of LIHTC investments.

H. Restricted Assets

(1) Restricted Assets (Including Pledged)

	Gross Restricted							8	Percentage	
	Current Year					6	7		9	10
	1	2	3	4	5					
Restricted Asset Category	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	0.00%	0.00%
b. Collateral held under security lending agreements	100,845,829	-	-	-	100,845,829	127,581,703	(26,735,874)	100,845,829	0.08%	0.08%
c. Subject to repurchase agreements	-	-	-	-	-	-	-	-	0.00%	0.00%
d. Subject to reverse repurchase agreements	-	-	-	-	-	-	-	-	0.00%	0.00%
e. Subject to dollar repurchase agreements	-	-	-	-	-	-	-	-	0.00%	0.00%
f. Subject to dollar reverse repurchase agreements	-	-	-	-	-	-	-	-	0.00%	0.00%
g. Placed under option contracts	-	-	-	-	-	-	-	-	0.00%	0.00%
h. Letter stock or securities restricted as to sale	43,233,400	-	-	-	43,233,400	25,500,000	17,733,400	43,233,400	0.04%	0.04%
i. On deposit with states	3,272,606	-	-	-	3,272,606	3,277,448	(4,842)	3,272,606	0.00%	0.00%
j. On deposit with other regulatory bodies	-	-	-	-	-	-	-	-	0.00%	0.00%
k. Pledged as collateral not captured in other categories	1,198,453,652	-	-	-	1,198,453,652	149,207,855	1,049,245,797	1,198,453,652	0.99%	0.99%
l. Other restricted assets	90,939,922	-	-	-	90,939,922	117,080,228	(26,140,306)	90,939,922	0.07%	0.08%
m. Total Restricted Assets	**$1,436,745,409**	**$ -**	**$ -**	**$ -**	**$1,436,745,409**	**$422,647,234**	**$1,014,098,175**	**$1,436,745,409**	**1.18%**	**1.19%**

(a) Subset of column 1
(b) Subset of column 3

(2) Detail of Assets Pledged as Collateral Not Captured in Other Categories (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

	Gross Restricted							8	Percentage	
	Current Year					6	7		9	10
	1	2	3	4	5					
Other Restricted Assets	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Pledged as Derivative Collateral	$ 147,334,994	$ -	$ -	$ -	$ 147,334,994	$ 116,072,855	$ 31,262,139	$ 147,334,994	0.12%	0.12%
Pledged with FHLB	1,051,118,658	-	-	-	1,051,118,658	33,135,000	1,017,983,658	1,051,118,658	0.87%	0.87%
Total	**$ 1,198,453,652**	**$ -**	**$ -**	**$ -**	**$ 1,198,453,652**	**$ 149,207,855**	**$ 1,049,245,797**	**$ 1,198,453,652**	**0.99%**	**0.99%**

(a) Subset of column 1
(b) Subset of column 3

(3) Detail of Other Restricted Assets (Contracts that Share Similar Characteristics, Such as Reinsurance and Derivatives, Are Reported in the Aggregate)

	Gross Restricted							8	Percentage	
	Current Year					6	7		9	10
	1	2	3	4	5					
Collateral Agreement	Total General Account (G/A)	G/A Supporting S/A Activity (a)	Total Separate Account (S/A) Restricted Assets	S/A Assets Supporting G/A Activity (b)	Total (1 plus 3)	Total From Prior Year	Increase/ (Decrease) (5 minus 6)	Total Current Year Admitted Restricted	Gross Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Loaned to others under conforming securities lending program	$ 90,939,922	$ -	$ -	$ -	$ 90,939,922	$ 117,080,228	$ (26,140,306)	$ 90,939,922	0.07%	0.08%
Total	**$ 90,939,922**	**$ -**	**$ -**	**$ -**	**$ 90,939,922**	**$ 117,080,228**	**$ (26,140,306)**	**$ 90,939,922**	**0.07%**	**0.08%**

(a) Subset of column 1
(b) Subset of column 3

(6) Joint Ventures, Partnerships, and Limited Liability Companies

A. The Company has no investments in Joint Ventures, Partnerships or Limited Liability Companies that exceed 10% of its total admitted assets.

B. Other than the LIHTC investment impairment identified in Note 5(G)(4), there were no other impairments in Joint Ventures, Partnerships and Limited Liabilities Companies in 2013.

(7) Investment Income

A. Accrued Investment Income

The Company nonadmits investment income due and accrued if amounts are over 90 days past due with the exception of mortgage loans in default which are nonadmitted if amounts are over 180 days past due.

B. Amounts Nonadmitted

The total amount of investment income nonadmitted at 12/31/13 was $470,279.

(8) Derivative Instruments

A. The Company uses derivative instruments to manage exposures and mitigate risks primarily associated with interest rates, equity markets and foreign currency. These derivative instruments primarily include interest rate swaps, futures contracts and options.

The Company's derivative transaction counterparties are generally financial institutions. To reduce the credit risk associated with open contracts, the Company enters into master netting agreements, which permit the closeout and netting of transactions with the same counterparty upon the occurrence of certain events. In addition, the Company attempts to reduce credit risk by obtaining collateral from counterparties. The determination of the need for and the levels of collateral vary based on an assessment of the credit risk of the counterparty. The Company accepts collateral in the form of cash and marketable securities.

B. *Interest rate risk management.* The Company uses interest rate contracts, primarily interest rate swaps, to reduce or alter interest rate exposure arising from mismatches between assets and liabilities. In the case of interest rate swaps, the Company enters into a contractual agreement with a counterparty to exchange, at specified intervals, the difference between fixed and variable rates of interest, calculated on a reference notional amount.

Interest rate swaps are used by the Company in association with fixed and variable rate investments to achieve cash flow streams that support certain financial obligations of the Company and to produce desired investment returns. As such, interest rate swaps are generally used to convert fixed rate cash flow streams to variable rate cash flow streams or vice versa. The Company also enters into interest rate swap transactions, which are structured to provide an offset against the negative impact of higher interest rates on the Company's capital position.

Equity market and interest rate risk management. The Company has a variety of variable annuity products with guaranteed benefit features. These products and related obligations expose the Company to various market risks, primarily equity and interest rate risks. Adverse changes in the equity markets or interest rate movements expose the Company to significant volatility. To mitigate these risks and hedge the guaranteed benefit obligations, the Company enters into a variety of derivatives including interest rate swaps, equity index futures, options and total return swaps.

Foreign currency risk management. As part of its regular investing activities, the Company may purchase foreign currency denominated investments. These investments and the associated income expose the Company to volatility associated with movements in foreign exchange rates. As foreign exchange rates change, the increase or decrease in the cash flows of the derivative instrument generally offsets the changes in the functional-currency equivalent cash flows of the hedged item. To mitigate this risk, the Company uses cross-currency swaps and futures.

C. Periodic cash flows and accruals of income/expense are reported in a manner consistent with the hedged item, generally as other investment income. Realized gains and losses on commitment and anticipatory hedges are used to adjust the basis of the hedged item and are therefore amortized into investment income over the remaining life of the hedged item.

Fair value of derivative instruments is determined using various valuation techniques relying predominantly 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 some cases, the Company will utilize non-binding broker quotes to determine fair value.

Derivative instruments used in hedging transactions considered to be effective hedges are valued and reported in a manner consistent with the hedged items (i.e., hedge accounting). Derivative instruments used in hedging transactions that do not meet or no longer meet the criteria of an effective hedge are accounted for at fair value with changes in fair value recorded in surplus as unrealized gains or losses.

D. No gain or loss recognized in derivative instruments' unrealized gains or losses during the year were excluded from the assessment of hedge effectiveness.

E. There is also no net gain or loss recognized during the year resulting from derivatives that no longer qualify for hedge accounting.

F. (1) In addition, no amounts of gains or losses were classified in unrealized gains/losses related to cash flow hedges that have been discontinued because it was no longer probable that the original forecasted transaction would occur as anticipated.

(2) The Company is not currently engaged in written covered options used for income generation or derivatives accounted for as cash flow hedges of a forecasted transaction, other than the payment of variable interest on existing financial instruments.

(9) Income Taxes

A. The net deferred tax asset (liability) as of December 31, 2013 and the change from prior year are comprised of the following components:

	12/31/2013		
	Ordinary	Capital	Total
(1a) Gross deferred tax assets	$ 1,148,714,404	$ 58,517,527	$ 1,207,231,931
(1b) Statutory valuation allowance adjustment	$ -	$ -	$ -
(1c) Adjusted gross deferred tax assets	$ 1,148,714,404	$ 58,517,527	$ 1,207,231,931
(1d) Deferred tax assets nonadmitted	$ 581,285,002	$ 54,724,631	$ 636,009,633
(1e) Subtotal net admitted deferred tax asset	$ 567,429,402	$ 3,792,896	$ 571,222,298
(1f) Deferred tax liabilities	$ 104,288,528	$ 3,792,896	$ 108,081,424
(1g) Net admitted deferred tax asset/(net deferred tax liability)	$ 463,140,874	$ -	$ 463,140,874

	12/31/2012		
	Ordinary	Capital	Total
(1a) Gross deferred tax assets	$ 873,755,718	$ 82,811,383	$ 956,567,101
(1b) Statutory valuation allowance adjustment	$ -	$ -	$ -
(1c) Adjusted gross deferred tax assets	$ 873,755,718	$ 82,811,383	$ 956,567,101
(1d) Deferred tax assets nonadmitted	$ 274,642,183	$ 52,371,391	$ 327,013,574
(1e) Subtotal net admitted deferred tax asset	$ 599,113,535	$ 30,439,992	$ 629,553,527
(1f) Deferred tax liabilities	$ 125,737,825	$ 1,042,851	$ 126,780,676
(1g) Net admitted deferred tax asset/(net deferred tax liability)	$ 473,375,710	$ 29,397,141	$ 502,772,851

	Change		
	Ordinary	Capital	Total
(1a) Gross deferred tax assets	$ 274,958,686	$ (24,293,856)	$ 250,664,830
(1b) Statutory valuation allowance adjustment	$ -	$ -	$ -
(1c) Adjusted gross deferred tax assets	$ 274,958,686	$ (24,293,856)	$ 250,664,830
(1d) Deferred tax assets nonadmitted	306,642,819	2,353,240	308,996,059
(1e) Subtotal net admitted deferred tax asset	$ (31,684,133)	$ (26,647,096)	$ (58,331,229)
(1f) Deferred tax liabilities	$ (21,449,297)	$ 2,750,045	$ (18,699,252)
(1g) Net admitted deferred tax asset/(net deferred tax liability)	$ (10,234,836)	$ (29,397,141)	$ (39,631,977)

The deferred tax asset admission calculation components per SSAP No. 101:

	12/31/2013 Ordinary	12/31/2013 Capital	12/31/2013 Total
(2a) Federal income taxes paid in prior years recoverable through loss carrybacks	$ -	$ -	$ -
(2b) Adjusted gross deferred tax assets expected to be realized (excluding the amount of deferred tax assets from (2a) above) after application of the threshold limitation (the lessor of (2b)1 and (2b)2 below)	$ 463,140,874	$ -	$ 463,140,874
1. Adjusted gross deferred tax assets expected to be realized following the balance sheet date	$ 463,140,874	$ -	$ 463,140,874
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	$ 463,021,560
(2c) Adjusted gross deferred tax assets (excluding the amount of deferred tax assets from 2(a) and 2(b) above) offset by gross deferred tax liabilities	$ 104,288,528	$ 3,792,896	$ 108,081,424
(2d) Deferred tax assets admitted as the result of application of SSAP No. 101 Total ((2a) + (2b) + (2c))	$ 567,429,402	$ 3,792,896	$ 571,222,298

	12/31/2012 Ordinary	12/31/2012 Capital	12/31/2012 Total
(2a) Federal income taxes paid in prior years recoverable through loss carrybacks	$ 2,430,688	$ -	$ 2,430,688
(2b) Adjusted gross deferred tax assets expected to be realized (excluding the amount of deferred tax assets from (2a) above) after application of the threshold limitation (the lessor of (2b)1 and (2b)2 below)	$ 470,945,022	$ 29,397,141	$ 500,342,163
1. Adjusted gross deferred tax assets expected to be realized following the balance sheet date	$ 470,945,022	$ 29,397,141	$ 500,342,163
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	$ 500,079,159
(2c) Adjusted gross deferred tax assets (excluding the amount of deferred tax assets from 2(a) and 2(b) above) offset by gross deferred tax liabilities	$ 125,737,825	$ 1,042,851	$ 126,780,676
(2d) Deferred tax assets admitted as the result of application of SSAP No. 101 Total ((2a) + (2b) + (2c))	$ 599,113,535	$ 30,439,992	$ 629,553,527

	Change Ordinary	Change Capital	Change Total
(2a) Federal income taxes paid in prior years recoverable through loss carrybacks	$ (2,430,688)	$ -	$ (2,430,688)
(2b) Adjusted gross deferred tax assets expected to be realized (excluding the amount of deferred tax assets from (2a) above) after application of the threshold limitation (the lessor of (2b)1 and (2b)2 below)	$ (7,804,148)	$ (29,397,141)	$ (37,201,289)
1. Adjusted gross deferred tax assets expected to be realized following the balance sheet date	$ (7,804,148)	$ (29,397,141)	$ (37,201,289)
2. Adjusted gross deferred tax assets allowed per limitation threshold	XXX	XXX	$ (37,057,599)
(2c) Adjusted gross deferred tax assets (excluding the amount of deferred tax assets from 2(a) and 2(b) above) offset by gross deferred tax liabilities	$ (21,449,297)	$ 2,750,045	$ (18,699,252)
(2d) Deferred tax assets admitted as the result of application of SSAP No. 101 Total ((2a) + (2b) + (2c))	$ (31,684,133)	$ (26,647,096)	$ (58,331,229)

	12/31/2013	12/31/2012
(3a) Ratio percentage used to determine recovery period and threshold limitation amount	1088%	980%
(3b) Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in (2b)2 above	$ 3,086,810,401	$ 3,333,861,061

Impact of Tax Planning Strategies

	12/31/2013 Ordinary	12/31/2013 Capital	12/31/2013 Total
(4a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets, by tax character as a percentage			
1. Adjusted gross DTAs amount from note 9A1(c)	$ 1,148,714,404	$ 58,517,527	$ 1,207,231,931
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0.0%	0.0%	0.0%
3. Net admitted adjusted gross DTAs amount from note 9A1(e)	$ 567,429,402	$ 3,792,896	$ 571,222,298
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	0.0%	0.0%	0.0%

	12/31/2012 Ordinary	12/31/2012 Capital	12/31/2012 Total
(4a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets, by tax character as a percentage			
1. Adjusted gross DTAs amount from note 9A1(c)	$ 873,755,718	$ 82,811,383	$ 956,567,101
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0.0%	0.0%	0.0%
3. Net admitted adjusted gross DTAs amount from note 9A1(e)	$ 599,113,535	$ 30,439,992	$ 629,553,527
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	36.8%	5.9%	42.7%

	Change Ordinary	Change Capital	Change Total
(4a) Determination of adjusted gross deferred tax assets and net admitted deferred tax assets, by tax character as a percentage			
1. Adjusted gross DTAs amount from note 9A1(c)	$ 274,958,686	$ (24,293,856)	$ 250,664,830
2. Percentage of adjusted gross DTAs by tax character attributable to the impact of tax planning strategies	0.0%	0.0%	0.0%
3. Net admitted adjusted gross DTAs amount from note 9A1(e)	$ (31,684,133)	$ (26,647,096)	$ (58,331,229)
4. Percentage of net admitted adjusted gross DTAs by tax character admitted because of the impact of tax planning strategies	-36.8%	-5.9%	-42.7%

(4c) Does this Company's tax-planning strategies include the use of reinsurance? Yes [ ] No [X]

B. There are no temporary differences for which deferred tax liabilities are not recognized.

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

	12/31/2013	12/31/2012	Change
1. Current Income Tax			
(a) Federal	$ (29,991,512)	$ (92,515,061)	$ 62,523,549
(b) Foreign	$ -	$ -	$ -
(c) Subtotal	$ (29,991,512)	$ (92,515,061)	$ 62,523,549
(d) Federal income tax on net capital gains	$ 426,659	$ 4,479,129	$ (4,052,470)
(e) Utilization of capital loss carry-forwards	$ -	$ -	$ -
(f) Other	$ -	$ -	$ -
(g) Federal and foreign income taxes incurred	$ (29,564,853)	$ (88,035,932)	$ 58,471,079

	12/31/2013	12/31/2012	Change
2. Deferred Tax Assets			
(a) Ordinary:			
(1) Discounting of unpaid losses	$ -	$ -	$ -
(2) Unearned premium reserve	$ 4,764,528	$ 3,580,029	$ 1,184,499
(3) Policyholder reserves	$ 102,338,374	$ 111,091,321	$ (8,752,947)
(4) Investments	$ 128,162,866	$ 135,197,030	$ (7,034,164)
(5) Deferred acquisition costs	$ 230,617,332	$ 232,441,431	$ (1,824,099)
(6) Policyholder dividends accrual	$ 14,027,184	$ 14,259,336	$ (232,152)
(7) Fixed Assets	$ 7,741,490	$ 7,693,983	$ 47,507
(8) Compensation benefits accrual	$ 47,255,552	$ 39,583,895	$ 7,671,657
(9) Pension accrual	$ -	$ -	$ -
(10) Receivables - nonadmitted	$ 8	$ 4,040	$ (4,032)
(11) Net operating loss carry-forward	$ 234,757,989	$ -	$ 234,757,989
(12) Tax credit carry-forward	$ 350,909,136	$ 287,174,754	$ 63,734,382
(13) Other (including items <5% of total ordinary tax assets)	$ 28,139,945	$ 42,729,899	$ (14,589,954)
(99) Subtotal	$ 1,148,714,404	$ 873,755,718	$ 274,958,686
(b) Statutory valuation allowance adjustment	$ -	$ -	$ -
(c) Nonadmitted	$ 581,285,002	$ 274,642,183	$ 306,642,819
(d) Admitted ordinary deferred tax assets (2a99 - 2b - 2c)	$ 567,429,402	$ 599,113,535	$ (31,684,133)
(e) Capital:			
(1) Investments	$ 58,517,527	$ 82,811,383	$ (24,293,856)
(2) Net capital loss carry-forward	$ -	$ -	$ -
(3) Real estate	$ -	$ -	$ -
(4) Other (including items <5% of total capital tax assets)	$ -	$ -	$ -
(99) Subtotal	$ 58,517,527	$ 82,811,383	$ (24,293,856)
(f) Statutory valuation allowance adjustment	$ -	$ -	$ -
(g) Nonadmitted	$ 54,724,631	$ 52,371,391	$ 2,353,240
(h) Admitted capital deferred tax assets (2e99 - 2f - 2g)	$ 3,792,896	$ 30,439,992	$ (26,647,096)
(i) Admitted deferred tax assets (2d + 2h)	$ 571,222,298	$ 629,553,527	$ (58,331,229)

	12/31/2013	12/31/2012	Change
3. Deferred Tax Liabilities			
(a) Ordinary:			
(1) Investments	$ 32,620	$ 3,168,677	$ (3,136,057)
(2) Fixed assets	$ -	$ -	$ -
(3) Deferred and uncollected premium	$ 12,195,721	$ 14,817,053	$ (2,621,332)
(4) Policyholder reserves	$ 83,575,628	$ 97,348,018	$ (13,772,390)
(5) Other (including items <5% of total ordinary tax liabilities)	$ 5,643,637	$ 4,722,233	$ 921,404
(6) Compensation and benefit accrual	$ 2,840,922	$ 5,681,844	$ (2,840,922)
(99) Subtotal	$ 104,288,528	$ 125,737,825	$ (21,449,297)
(b) Capital:			
(1) Investments	$ 3,792,896	$ 1,042,851	$ 2,750,045
(2) Real estate	$ -	$ -	$ -
(3) Other (including items <5% of total capital tax liabilities)	$ -	$ -	$ -
(99) Subtotal	$ 3,792,896	$ 1,042,851	$ 2,750,045
(c) Deferred tax liabilities (3a99 + 3b99)	$ 108,081,424	$ 126,780,676	$ (18,699,252)
4. Net deferred tax asset/(liability) (2i - 3c)	$ 463,140,874	$ 502,772,851	$ (39,631,977)

5. The change in deferred income taxes is comprised of the following (this analysis is exclusive of nonadmitted assets as the Change in Nonadmitted Assets are reported separately from the Change in Net Deferred Income Taxes in the surplus section of the Annual Statement):

	12/31/2013	12/31/2012	Change
(a) Adjusted gross deferred tax assets	$ 1,207,231,931	$ 956,567,101	$ 250,664,830
(b) Total deferred tax assets (liabilities)	108,081,424	126,780,676	234,862,100
(c) Net deferred tax assets (liabilities)	$ 1,099,150,507	$ 829,786,425	$ 269,364,082
(d) Tax effect of unrealized gains (losses)			186,767,400
(e) Prior period adjustment			-
(f) Change in deferred income tax			$ 82,596,682

D. 1. The provision for federal income taxes incurred is different from that which would be obtained by applying the federal statutory income tax rate to pre-tax income. The significant book to tax adjustments causing this difference are as follows:

	12/31/2013	12/31/2012
(a) Current income taxes incurred	$ (29,564,853)	$ (88,035,932)
(b) Change in deferred income tax	$ (82,596,682)	$ 166,020,758
(c) Total income tax reported	$ (112,161,535)	$ 77,984,826
(d) Income before taxes	$ 232,610,553	$ 676,319,442
(e) Federal statutory tax rate	35%	35%
(f) Expected income tax expense (benefit) at 35% statutory rate	$ 81,413,694	$ 236,711,805
(1) Dividends received deduction	$ (111,978,077)	$ (75,495,783)
(2) Nondeductible expenses for meals, penalties, and lobbying	$ 865,325	$ 674,819
(3) Tax-exempt income	$ (105,143)	$ (100,653)
(4) Deferred tax benefit on nonadmitted assets	$ 355,517	$ 1,380,159
(5) Change in tax reserves	$ 275,535	$ (7,812,211)
(6) Tax credits	$ (80,896,325)	$ (85,339,546)
(7) Tax adjustment for IMR	$ (8,401,157)	$ 3,623,340
(8) Prior year adjustments	$ 5,065,607	$ 3,471,504
(9) Other	$ 1,243,489	$ 871,392
(g) Total	$ (112,161,535)	$ 77,984,826

E. Operating loss carryforward

1. As of December 31, 2013, operating loss or tax credit carryforwards are available as follows:

	Amount	Origination	Expiration
Operating loss carryforwards	$ 102,380,904	2012	2027
	$ 568,356,208	2013	2028
Amount of AMT tax credits	$ 68,572,100	2004	N/A
	$ 9,752,177	2006	N/A
	$ 11,827,990	2007	N/A
Foreign tax credits	$ 4,665,680	2009	2019
	$ 6,331,209	2010	2020
	$ 9,861,994	2011	2021
	$ 9,210,417	2012	2022
	$ 9,210,417	2013	2023
Business credits	$ 803,658	2005	2024
	$ 11,979,335	2006	2025
	$ 11,806,362	2007	2026
	$ 11,949,036	2008	2027
	$ 15,107,253	2009	2029
	$ 20,509,507	2010	2030
	$ 20,490,744	2011	2031
	$ 66,168,379	2012	2032
	$ 62,662,878	2013	2033

2. The amount of Federal income taxes incurred that are available for recoupment in the event of future net losses are:

2013	$ -
2012	$ -
2011	$ -

3. The Company did not have any protective tax deposits under Section 6603 of the Internal Revenue Code.

F. Consolidated federal income tax return

1. The Company's federal income tax return is consolidated with the following entities:
Nationwide Life and Annuity Insurance Company (NLAIC)
Olentangy Reinsurance, LLC

2. The method of allocation among the companies is subject to the resolution approved by the Board of Directors. Allocation is based upon separate return or sub-group aggregated separate return calculations with the Company being reimbursed for the actual Federal income tax benefit of its net operating losses which are actually used to reduce the taxable income of other companies in the consolidated return.

3. The company did not have any protective tax deposits under Section 6603 of the Internal Revenue Code.

G. Federal or Foreign Federal Income Tax Loss Contingencies

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

(10) Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

The Company is a wholly-owned subsidiary of Nationwide Financial Services, Inc. (NFS), incorporated in the State of Delaware, which in turn, is a wholly-owned subsidiary of Nationwide Corporation (Nationwide Corp.). Nationwide Corp. is a subsidiary of Nationwide Mutual Insurance Company (NMIC) and Nationwide Mutual Fire Insurance Company (NMFIC).

During 2013, the Company paid no dividends to NFS.

On February 13, 2014, the Company paid capital contributions to NLAIC of $150,000,000 ($81,000,000 in 2012). The Department granted the Company approval to record the $150,000,000 contribution as a Type I Subsequent Event in its 2013 statutory financial statements.

On May 30, 2013, the Company loaned $16,400,000 to Nationwide Realty Investors for Apartments at the Yard.

On June 3, 2013, the Company loaned $8,300,000 to Nationwide Realty Investors for Gainey I Corporate Center.

During 2013, Zais Zephyr A4 distributed $5,375 to the Company.

During 2013, the Company received payments of $12,108,646 from Nationwide Life Tax Credit Partners 2013-B primarily related to origination and structuring of guaranteed tax credit investments.

During 2013, the Company received payments of $2,863,333 from Nationwide Life Tax Credit Partners 2013-A primarily related to origination and structuring of guaranteed tax credit investments.

During 2013, the Company received payments of $7,349,051 from Nationwide Life Tax Credit Partners 2013-C primarily related to origination and structuring of guaranteed tax credit investments.

Refer to the section regarding *Low Income-Housing Tax Credit Funds* within Note 14 for further discussion of sales of tax funds and guarantees issued to Nationwide Life Tax Credit Partner entities by the Company.

The Company has a cost sharing arrangement with NMIC to occupy office space. For the years ended December 31, 2013 and 2012, the Company made payments to NMIC of $15,021,124 and $12,953,600, respectively. In addition, an affiliate of NMIC has a cost sharing arrangement with the Company to occupy office space.

The Company and various affiliates entered into agreements with Nationwide Cash Management Company (NCMC), an affiliate, under which NCMC acts as a common agent in handling the purchase and sale of short-term securities for the respective accounts of the participants. Amounts on deposit with NCMC were $199,509,137 and $765,728,243 as of December 31, 2013 and 2012 respectively.

The Company also participates in inter-company repurchase agreements with affiliates whereby the seller transfers securities to the buyer at a stated value. Upon demand or after a stated period, the seller repurchases the securities from the buyer at the original sales price plus interest. As of December 31, 2013 and 2012, the Company had no outstanding borrowings from affiliated entities under such agreements. The most the Company had outstanding at any given time was $128,000,000 and $193,000,000, and the Company incurred interest expense on inter-company repurchase agreements of $15,925 and $36,160 during 2013 and 2012 respectively. The Company believes that the terms of the repurchase agreements are materially consistent with what the Company could have obtained with unaffiliated parties.

The Company has a reinsurance agreement with NMIC whereby all of the Company's accident and health business that is not ceded to unaffiliated reinsurers is ceded to NMIC on a modified coinsurance basis. Either party may terminate the agreement on January 1 of any year with prior notice. Under a modified coinsurance agreement, the ceding company retains invested assets, and investment earnings are paid to the reinsurer. Under the terms of the Company's agreements, the investment risk associated with changes in interest rates is borne by the reinsurer. Risk of asset default is retained by the Company, although a fee is paid to the Company for the retention of such risk. The ceding of risk does not discharge the Company, as the original insurer, from its primary obligation to the policyholder. The Company believes that the terms of the modified coinsurance agreements are consistent in all material respects with what the Company could have obtained with unaffiliated parties. Amounts ceded to NMIC include revenues for the years ended December 31, 2013 and 2012 of $178,974,804 and $160,779,105, respectively, while benefits, claims and expenses were $177,534,133 and $166,591,197, respectively.

The Company has entered into significant, recurring transactions and agreements with NMIC, other affiliates and subsidiaries as a part of its ongoing operations. These include annuity and life insurance contracts, employee benefit plans, office space cost sharing arrangements, and agreements related to reinsurance, cost sharing, administrative services, marketing, intercompany loans, intercompany repurchases, cash management services and software licensing. Measures used to allocate expenses among companies include individual employee estimates of time spent, special cost studies, the number of full-time employees, commission expense and other methods agreed to by the participating companies. In addition, Nationwide Services Company, LLC (NSC), a subsidiary of NMIC, provides data processing, systems development, hardware and software support, telephone, mail and other services to the Company, based on specified rates for units of service consumed. For the years ended December 31, 2013 and 2012, the Company made payments to NMIC and NSC totaling approximately $270,980,033 and $264,398,032, respectively.

Funds of Nationwide Funds Group (NFG), an affiliate, are offered to the Company's customers as investment options in certain of the Company's products. As of December 31, 2013 and 2012, customer allocations to NFG funds were $52,485,176,139 and $44,351,294,694, respectively. For the years ended December 31, 2013 and 2012, NFG paid the Company $161,541,160 and $142,610,903, respectively, for the distribution and servicing of these funds.

The Company has issued group annuity and life insurance contracts and performs administrative services for NMIC and its affiliates. Total account values of these contracts were approximately $3,279,350,000 and $3,183,887,000 as of December 31, 2013 and 2012, respectively. Total revenues from these contracts were approximately $136,821,000 and $139,734,000 for years ended December 31, 2013 and 2012, respectively, and include policy charges, net investment income from investments backing the contracts and administrative fees. Total interest credited to the account balances was approximately $108,488,000 and $113,071,000 for the years ended December 31, 2013 and 2012, respectively. The terms of these contracts are consistent in all material respects with what the Company offers to unaffiliated parties.

The Company has an inter-company reinsurance agreement with NLAIC whereby certain inforce and subsequently issued fixed individual deferred annuity contracts are assumed on a modified coinsurance basis. Under terms of the agreement, the Company bears the investment risk associated with changes in interest rates. Risk of asset default remains with NLAIC, and the Company pays a fee to NLAIC for the retention of such risk. The agreement will remain inforce until all contract obligations are settled. The ceding of risk does not discharge the original insurer from its primary obligation to the contract holder. The Company believes that the terms of the modified coinsurance agreement are consistent in all material respects with what the Company could have obtained with unaffiliated parties. Amounts assumed from NLAIC in 2013 are included in the Company's results of operations and include premiums of $247,213,847 ($750,300,292 in 2012), net investment income of $117,661,680 ($115,691,365 in 2012) and benefits, claims and other expenses of $420,976,552 ($371,568,482 in 2012). Amounts recoverable, as of December 31, 2013, related to this contract were $6,061,079 ($22,521,720 recoverable as of December 31, 2012). The reserve adjustment represents reserve increases related to this fixed block of business, offset by investment earnings on the underlying assets.

The Company has an inter-company reinsurance agreement with NLAIC whereby a certain life insurance contract is assumed on a 100% coinsurance basis. Policy reserves assumed under this agreement totaled $149,805,935 and $146,822,655 as of December 31, 2013 and 2012 respectively.

See Note 13 (11) for discussion of surplus notes issued to NFS.

(11) Debt

A. The Company has not issued capital notes.

The Company has a commercial paper program with a limit of $600,000,000. The rating agency guidelines recommend that the Company maintain minimum liquidity backup, which includes cash and liquid assets as well as committed bank lines, equal to 50% of any amounts outstanding under the commercial paper program. Therefore, availability under the aggregate $600,000,000 credit facility is reduced by the amount outstanding in excess of available cash and liquid assets. The Company had $278,000,000 and $300,000,000 outstanding at December 31, 2013 and 2012, respectively. The Company paid $776,458 and $855,100 in interest during 2013 and 2012, respectively. The commercial paper will not be redeemed prior to maturity or be subject to voluntary prepayment. The proceeds from the sale of the commercial paper will be used to meet working capital requirements and for general corporate purposes, including the funding of acquisitions.

In May 2011, NMIC, NFS, and the Company extended the $600,000,000 revolving variable rate credit facility upon expiration of its existing facility. The new facility matures on May 6, 2015, with an option to convert the outstanding balances into a one-year term loan. The credit may be used for general corporate purposes. Terms of the new facility remain consistent with the facility that matured in May 2011. The borrower has the option to draw funds at a variable rate based on the Eurodollar rate. The facility modifies financial covenants to require NMIC to maintain a statutory surplus in excess of $7,900,000,000 and that total debt is not to exceed 35% of statutory surplus, both figures determined as of the end of each fiscal quarter. A breach of these and other named covenants will impact the availability of the line for the other borrowers and may accelerate payment. The Company has no amounts outstanding under the new or existing facilities as of December 31, 2013 and 2012.

The Company has an agreement with its custodial bank to borrow against the cash collateral that is posted in connection with its securities lending program. This is an uncommitted facility contingent on the liquidity of the securities lending program. The borrowing facility was established to fund commercial mortgage loans that were originated with the intent of sale through securitization. The maximum amount available under the agreement is $350,000,000. The borrowing rate on this program is equal to one-month LIBOR. The Company had no amounts outstanding under this agreement as of December 31, 2013 and 2012.

B. Federal Home Loan Bank (FHLB) Agreements

(1) The Company is a member of the FHLB of Cincinnati. In March 2012, the Company entered into an agreement with the FHLB of Cincinnati that allows the Company access to borrow up to $250,000,000 and expires on March 28, 2014. The Company had no amounts outstanding under the agreement as of December 31, 2013 or December 31, 2012. It is part of the Company's strategy to use these funds for operations, and any funds obtained from the FHLB of Cincinnati for use in general operations would be accounted for consistent with SSAP No. 15, *Debt and Holding Company Obligations* as borrowed money. The table below indicates the amount of FHLB of Cincinnati stock purchased, collateral pledged, assets and liabilities related to the agreement with FHLB of Cincinnati.

	12/31/2013	12/31/2012
(2) FHLB stock purchased/owned as part of the agreement	$ 25,000,000	$ 25,000,000
(3) Collateral pledged to the FHLB	-	-
(4) Borrowing capacity currently available	$ 250,000,000	$ 250,000,000
(5) Agreement assets and liabilities		
General Account:		
a. Assets	-	-
b. Liabilities	-	-
Separate Account:		
c. Assets	-	-
d. Liabilities	-	-

(12) Retirement Plans, Deferred Compensation, Post-employment Benefits and Compensated Absences and Other Post-Retirement Benefit Plans

A-D. Defined Benefit Plan - Not Applicable.

E. Defined Contribution Plans

NMIC sponsors a defined contribution retirement savings plan (401(k)) covering substantially all employees. Employees may make salary deferral contributions of up to 80%. Salary deferrals of up to 6% are subject to a 50% Company match. The Company match is funded on a biweekly basis and the expense of such contributions are allocated to the Company based on employee contributions. The Company's allocated expense for contributions was approximately $4,360,000 and $4,031,000 for the years ended December 31, 2013 and 2012, respectively. Individuals are subject to a dollar limit on salary deferrals per IRS Section 402(g) ($17,500 in 2013 and $17,000 in 2012). Other limits also apply. The Company has no legal obligation for benefits under this plan.

F. Multiemployer Plans - Not Applicable.

G. Consolidated/Holding Company Plans

The Company, together with other affiliated companies, participates in a qualified defined benefit pension plan (the Nationwide Retirement Plan or the NRP), several non-qualified defined benefit supplemental executive retirement plans, and postretirement benefit plans (life and health care), all sponsored by NMIC.

The NRP covers all employees of participating employers who have completed at least one year of service and who are at least 21 years of age. Plan assets are invested in a third-party trust and group annuity contracts issued by the Company. All participants are eligible for benefits based on an account balance feature. Participants hired prior to 2002, who are at least 21 years of age, are eligible for benefits based on the highest average annual salary of a specified number of consecutive years of the last ten years of service (final average pay formula), if such benefits are of greater value than the account balance feature.

Effective January 1, 2010, NMIC eliminated the company-paid early retirement enhancement, which is part of the final average pay formula. This enhancement provided an additional benefit for associates retiring between age 55 and 65. In addition, for participants eligible for the final average pay formula, pay credits under the account balance formula have stopped. Affected associates' benefits cannot be less than the NRP benefit they have accrued as of the date of change.

The Company funds pension costs accrued for direct employees plus an allocation of pension costs accrued for employees of affiliates whose work benefits the Company. In addition, separate non-qualified defined benefit pension plans sponsored by NMIC cover certain executives with at least one year of service. The Company's portion of (benefit) expense relating to these plans was $(1) and $5,690,000 for the years ended December 31, 2013 and 2012, respectively.

In addition to the NRP, the Company and certain affiliated companies participate in life and health care benefit plans sponsored by NMIC for qualifying retirees. Post-retirement life and health care benefits are contributory and generally available to full time employees hired prior to June 1, 2000 (prior to January 1, 1994 for life benefits), who have attained age 55 and have accumulated 15 years of service with the Company. The employee subsidy for the post-retirement death benefit was capped beginning in 2007. Employer subsidies for retiree life insurance ended as of December 31, 2008. No future employer contributions are anticipated for retiree life insurance and settlement accounting was applied during 2008. Post-retirement health care benefit contributions are adjusted annually and contain cost-sharing features such as deductibles and co-insurance. In addition, there are caps on the Company's portion of the per-participant cost of the post-retirement health care benefits. The Company does not receive a Medicare Part D subsidy from the government. The Company's policy is to fund the cost of health care benefits in amounts determined at the discretion of management. Plan assets are invested in a group annuity contract issued by the Company and a third-party trust.

Effective December 31, 2009, each employee's current subsidy percentage was fixed and no additional service for benefits will be credited to the current plan formula. This modification does not impact former associates receiving Nationwide-sponsored medical benefits prior to January 1, 2010. Additionally, effective January 1, 2010, all non-highly compensated employees (NHCE) as defined by Internal Revenue Code 414 become eligible to receive an annual health care credit up to a maximum of $1,000 per year, not to exceed a maximum lifetime benefit of $25,000. The contribution will be a match of 33% of the NHCE's otherwise unmatched savings account or 401(a) contributions. No contributions will be made by NMIC if the employee does not make eligible contributions.

The Company's portion of (benefit) expense relating to these plans was $(932,000) and $951,000 for the years ended December 31, 2013 and 2012, respectively.

The Company, together with other affiliated companies, also participates in non-qualified deferred compensation arrangements for certain employees and agents. The employer has no legal obligation for benefits under the plans. Expenses are allocated to the Company based on individual participants.

Total Plan liabilities for non-qualified deferred compensation plans were $264,828,000 and $249,164,000 on December 31, 2013 and 2012, respectively. Total Plan liabilities for non-qualified defined benefit plans were $274,877,000 and $283,561,000 on December 31, 2013 and 2012, respectively. Total expenses related to the non-qualified benefit plans were $24,094,000 for 2013 and $23,941,000 for 2012.

H. Postemployment Benefits and Compensated Absences

The Company has no obligation to current or former employees for benefits after their employment but before their retirement other than for compensation related to earned vacation. The liability for earned but untaken vacation has been accrued.

I. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17) – Not Applicable.

(13) Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

(1) The Company has 3,814,779 Class A shares issued, authorized and outstanding as of December 31, 2013.

(2) The Company has no preferred stock outstanding.

(3) – (5) The payment of dividends by the Company is subject to restrictions set forth in the insurance laws and regulations of the State of Ohio, its domiciliary state. The State of Ohio insurance laws require Ohio-domiciled life insurance companies to seek prior regulatory approval to pay a dividend or distribution of cash or other property if the fair market value thereof, together with that of other dividends or distributions made in the preceding twelve months, exceeds the greater of (i) 10% of statutory-basis policyholders' surplus as of the prior December 31 or (ii) the statutory-basis net income of the insurer for the prior year. The Company did not pay a cash dividend in 2013. The Company's statutory capital and surplus as of December 31, 2013 was $3,549,951,275, and statutory net income for 2013 was $262,175,408. As of January 1, 2014, the Company has the ability to pay dividends to NFS of $262,175,408 without obtaining prior approval.

The State of Ohio insurance laws also require insurers to seek prior regulatory approval for any dividend paid from other than earned surplus. Earned surplus is defined under the State of Ohio insurance laws as the amount equal to an insurer's unassigned funds as set forth in its most recent statutory financial statements, including net unrealized capital gains and losses or revaluation of assets. Additionally, following any dividend, an insurer's policyholder surplus must be reasonable in relation to the insurer's outstanding liabilities and adequate for its financial needs. The payment of dividends by the Company may also be subject to restrictions set forth in the insurance laws of the State of New York that limit the amount of statutory profits on the Company's participating policies (measured before dividends to policyholders) available for the benefit of the Company and its shareholder. The Company currently does not expect such regulatory requirements to impair its ability to pay operating expenses and dividends in the future.

(6) Not Applicable.

(7) Not Applicable.

(8) The Company does not hold any stock for special purpose.

(9) As of December 31, 2011, the Company's special surplus funds consisted of the expanded deferred tax assets in accordance with SSAP No. 10R. As of December 31, 2012, SSAP No. 101 superseded this guidance and the special surplus funds is no longer used for the expanded deferred tax asset so the change in this balance is to bring it to zero.

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

	12/31/2013	12/31/2012
a. Unrealized gains (losses)	$ (824,322,379)	$ (551,010,645)

(11) Surplus Notes

The following table summarizes surplus notes issued by the Company to NFS as of December 31, 2013:

Date Issued	Interest Rate	Par Value (Face Amount of Notes)	Carrying Value of Note	Interest And/Or Principal Paid Current Year	Total Interest And/Or Principal Paid	Unapproved Interest And/Or Principal	Date of Maturity
12/19/2001	7.50%	$ 300,000,000	$ 300,000,000	$ 22,500,000	$ 270,000,000	-	12/19/2031
6/27/2002	8.15%	300,000,000	300,000,000	24,450,000	276,556,667	-	6/27/2032
12/23/2003	6.75%	100,000,000	100,000,000	6,750,000	64,537,500	-	12/23/2033
	Total	$ 700,000,000	$ 700,000,000	$ 53,700,000	$ 611,094,167	-	XXX

The surplus notes were issued in accordance with Section 3901.72 of the Ohio Revised Code. The principal and interest on these surplus notes shall not be a liability or claim against the Company, or any of its assets, except as provided in Section 3901.72 of the Ohio Revised Code. The Department must approve interest and principal payments before they are paid.

(12) Quasi –Reorganization - Not Applicable.

(13) Quasi –Reorganization - Not Applicable.

(14) Contingencies

A. Contingent Commitments

(1) In accordance with SSAP No. 5R, for all guarantees made to or on behalf of wholly-owned subsidiaries, no initial liability recognition has been made and there would be no net financial statement impact should action be required on these guarantees by the Company.

The Company agrees to maintain the capital and surplus of its wholly-owned subsidiary, NLAIC, at or above the levels necessary to satisfy the compulsory surplus level required by the various insurance departments in the states in which it is doing business.

The Company has guaranteed the obligations and liabilities of its wholly-owned subsidiary, Nationwide Investment Services Corporation (NISC), including, without limitation, the full and prompt payment of all accounts payable to any party now or in the future. If for any reason NISC fails to satisfy any of its obligations, the Company will cause such obligation, loss or liability to be fully satisfied.

The contractual obligations under NLAIC's single premium deferred annuity (SPDA) contracts in force and issued before September 1, 1988 are guaranteed by the Company. Total SPDA contracts affected by this guarantee in force as of December 31, 2013 and 2012 were approximately $21,935,372 and $23,643,000, respectively.

Low Income-Housing Tax Credit Funds
The Company has sold $1,232,633,970 in Tax Credit Funds to affiliated Nationwide Life Tax Credit Partner entities, which are 99.9% owned by unrelated third party investors as of December 31, 2013. The Company has guaranteed after-tax benefits to the third party investors through periods ending in 2028. At December 31, 2013, the Company held guarantee reserves totaling $9,458,507 on these transactions. These guarantees are in effect for periods of approximately 15 years each. The Tax Credit Funds provide a stream of tax benefits to the investors that will generate a yield and return of capital. If the tax benefits are not sufficient to provide these cumulative after-tax yields, the Company must fund any shortfall. The maximum amount of undiscounted future payments that the Company could be required to pay the investors under the terms of the guarantees is $795,740,953, but the company does not anticipate making any material payments related to the guarantees. The Company's risks are mitigated in the following ways: (1) the Company has the right to buyout the equity related to the guarantee under certain circumstances, (2) the Company may replace underperforming properties to mitigate exposure to guarantee payments and (3) the Company oversees the asset management of the deals.

As of December 31, 2013, the Company held stabilization reserves totaling $3,854,202 as collateral for certain properties owned by the Tax Credit Funds, as the Tax Credit Funds that have met all of the criteria necessary to generate tax credits. Such criteria include completion of construction and the leasing of each unit to a qualified tenant, among others. Properties meeting the necessary criteria are considered to have "stabilized". The properties are evaluated regularly, and the collateral is released when stabilized. In 2013, the stabilization reserve increased by $3,451,202 and none of the stabilization reserve was released into income. In 2012, the stabilization reserve has not increased and none of the stabilization reserve has been released into income.

To the extent there are cash deficits in any specific property owned by the Tax Credit Funds, property reserves, property operating guarantees and reserves held by the Tax Credit Funds are exhausted before the Company is required to perform under its guarantees. To the extent the Company is ever required to perform under its guarantees, it may recover any such funding out of the cash flow distributed from the sale of the underlying properties of the Tax Credit Funds. This cash flow distribution would be paid to the Company prior to any cash flow distributions to unrelated third party investors.

Commitments
Commitments to fund fixed rate mortgage loans are agreements to lend to a borrower and are subject to conditions established in the underlying contracts. Commitments generally have fixed expiration dates or other termination clauses and may require payment of a deposit. Commitments extended by the Company are based on management's case-by-case credit evaluation of the borrower and the borrower's loan collateral. The underlying mortgaged property represents the collateral if the commitment is funded. The Company's policy for new mortgage loans is to generally lend no more than 80% of collateral value. Should the commitment be funded, the Company's exposure to credit loss in the event of nonperformance by the borrower is represented by the contractual amounts of these commitments less the net realizable value of the collateral. The contractual amounts also represent the cash requirements for all unfunded commitments.

As of December 31, 2013, the Company had unfunded commitments of $23,300,000 related to its investments in limited partnerships and limited liability companies.

(2)

Nature and circumstances of guarantee and key attributes, including date and duration of agreement.	Liability recognition of guarantee. (Include amount recognized at inception. If no initial recognition, document exception allowed under SSAP No. 5R.)	Ultimate financial statement impact if action under the guarantee is required.	Maximum potential amount of future payments (undiscounted) the guarantor could be required to make under the guarantee. If unable to develop an estimate, this should be specifically noted.	Current status of payment or performance risk of guarantee. Also provide additional discussion as warranted.
The Company guarantees the contractual obligations under NLAIC's SPDA contracts in force and issued before September 1, 1988.	$ 21,935,372	Investment in SCA	$ 21,935,372	NLAIC is current in all contractual obligations for the SPDA contracts so no performance under this guarantee has been required.
The Company has guaranteed after-tax benefits to the third party investors through periods ending in 2028.	9,458,507	Joint Venture	795,740,953	The Company does not anticipate making any material payments related to these guarantees.
The Company agrees to maintain the capital and surplus of NLAIC at or above the levels necessary to satisfy the compulsory surplus level required by the various insurance departments in the states in which it is doing business	Guarantee made to/or on behalf of a wholly-owned subsidiary and as such are excluded from recognition under SSAP 5R, paragraph 17.	Investment in SCA	As an unlimited guarantee, it is not possible to determine the maximum potential amount	NLAIC levels of capital and surplus are in excess of levels required so no performance under this guarantee has been required.
The Company has guaranteed the obligations and liabilities of NISC.	Guarantee made to/or on behalf of a wholly-owned subsidiary and as such are excluded from recognition under SSAP 5R, paragraph 17	Investment in SCA	As an unlimited guarantee, it is not possible to determine the maximum potential amount	NISC is current in all obligations and liabilities so no performance under this guarantee has been required.
Total	$ 31,393,879		$ 817,676,325	

(3)

a. Aggregate Maximum Potential of Future Payments of All Guarantees (undiscounted) the guranator could be required to make under guarantees. (Should equal total of Column 4 for (2) above.) $ $817,676,325

b. Current Liability Recognized in F/S:
1. Noncontingent Liabilities $ -
2. Contingent Liabilities $ $31,393,879

c. Ultimate Financial Statement Impact if action under the guarantee is required.
1. Investments in SCA $ $21,935,372
2. Joint Venture $ $795,740,953
3. Dividends to Stockholders (capital contribution) $ -
4. Expense $ -
5. Other $ -
6. Total (Should equal (3)a.) $ $817,676,325

B. Assessments

(1) The increase in the number of insurance companies that are under regulatory supervision has resulted, and is expected to continue to result in increased assessments by state guaranty funds to cover losses to policyholders of insolvent or rehabilitated insurance companies. Those mandatory assessments may be partially recovered through a reduction in future premium taxes in certain states. The Company records an estimate of the amounts it expects to be assessed in future periods as a liability. Separately, the Company records an estimated premium tax recoverable. Charges in the estimated future liability and premium tax recoverable are recognized in current period operations.

(2)

a.	Assets recognized from paid and accrued premium tax offsets and policy surcharges prior year-end.	$	1,785,358
b.	Decreases current year:		
	Premium tax offsets applied	$	156,457
c.	Increases current year:		
	Change in accrued premium tax offsets	$	657,941
	To adjust guaranty fund accrual	$	227,614
d.	Assets recognized from paid and accrued premium tax offsets and policy surcharges current year-end.	$	2,514,456

C. Gain Contingencies – Not Applicable.

D. Claims Related Extra Contractual Obligation on Bad Faith Losses Stemming from Lawsuits – None.

E. All Other Contingencies

Legal and Regulatory Matters

The Company is subject to legal and regulatory proceedings in the ordinary course of its business. The Company's legal and regulatory matters include proceedings specific to the Company and other proceedings generally applicable to business practices in the industries in which the Company operates. These matters are subject to many uncertainties, and given their complexity and scope, their outcomes cannot be predicted. Regulatory proceedings could also affect the outcome of one or more of the Company's litigation matters. Furthermore, it is often not possible to determine the ultimate outcomes of the pending regulatory investigations and legal proceedings or to provide reasonable ranges of potential losses with any degree of certainty. Some matters, including certain of those referred to below, are in very preliminary stages, and the Company does not have sufficient information to make an assessment of the plaintiffs' claims for liability or damages. In some of the cases seeking to be certified as class actions, the court has not yet decided whether a class will be certified or (in the event of certification) the size of the class and class period. In many of the cases, the plaintiffs are seeking undefined amounts of damages or other relief, including punitive damages and equitable remedies, which are difficult to quantify and cannot be defined based on the information currently available. The Company believes, however, that based on currently known information, the ultimate outcome of all pending legal and regulatory matters is not likely to have a material adverse effect on the Company's financial position. Nonetheless, given the large or indeterminate amounts sought in certain of these matters and the inherent unpredictability of litigation, it is possible that such outcomes could materially affect the Company's financial position or results of operations in a particular quarter or annual period.

The various businesses conducted by the Company are subject to oversight by numerous federal and state regulatory entities, including but not limited to the Securities and Exchange Commission, the Financial Industry Regulatory Authority, the Department of Labor, the IRS and state insurance authorities. Such regulatory entities may, in the normal course, be engaged in general or targeted inquiries, examinations and investigations of the Company and/or its affiliates. The financial services industry has been the subject of increasing scrutiny in connection with a broad spectrum of regulatory issues; with respect to all such scrutiny directed at the Company and/or its affiliates, the Company is cooperating with regulators. The Company will cooperate with NMIC insofar as any inquiry, examination or investigation encompasses NMIC's operations.

On August 15, 2001, NFS and NLIC were named in a lawsuit filed in the U.S. District Court for the District of Connecticut entitled *Lou Haddock, as trustee of the Flyte Tool & Die, Incorporated Deferred Compensation Plan, et al v. Nationwide Financial Services, Inc. and Nationwide Life Insurance Company*. On November 18, 2009, the plaintiffs filed a sixth amended complaint amending the list of named plaintiffs and claiming to represent a class of qualified retirement plan trustees under Employee Retirement Income Security Act of 1974 ("ERISA") that purchased variable annuities from NLIC. The plaintiffs allege that they invested ERISA plan assets in their variable annuity contracts and that NLIC and NFS breached ERISA fiduciary duties by allegedly accepting service payments from certain mutual funds. The complaint seeks disgorgement of some or all of the payments allegedly received by NFS and NLIC, other unspecified relief for restitution, declaratory and injunctive relief, and attorneys' fees. On November 6, 2009, the Court granted the plaintiff's motion for class certification. On October 21, 2010, the District Court dismissed NFS from the lawsuit. On February 6, 2012, the Second Circuit Court of Appeals vacated the November 6, 2009 order granting class certification and remanded the case back to the District Court for further consideration. On September 6, 2013, the District Court granted the plaintiffs' motion for class certification. NLIC continues to defend this lawsuit vigorously. The case is set for trial beginning August 11, 2014. NLIC continues to defend this lawsuit vigorously.

On November 20, 2007, NRS and NLIC were named in a lawsuit filed in the Circuit Court of Jefferson County, Alabama entitled *Ruth A. Gwin and Sandra H. Turner, and a class of similarly situated individuals v Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc., Alabama State Employees Association, PEBCO, Inc. and Fictitious Defendants A to Z.* On March 12, 2010, NRS and NLIC were named in a Second Amended Class Action Complaint filed in the Circuit Court of Jefferson County, Alabama entitled *Steven E. Coker, Sandra H. Turner, David N. Lichtenstein and a class of similarly situated individuals v. Nationwide Life Insurance Company, Nationwide Retirement Solutions, Inc, Alabama State Employees Association, Inc., PEBCO, Inc. and Fictitious Defendants A to Z* claiming to represent a class of all participants in the Alabama State Employees Association, Inc. ("ASEA") Plan, excluding members of the Deferred Compensation Committee, ASEA's directors, officers and board members, and PEBCO's directors, officers and board members. On October 22, 2010, the parties to this action executed a court approved stipulation of settlement that agreed to certify a class for settlement purposes only, that provided for payments to the settlement class, and that provided for releases, certain bar orders, and dismissal of the case. The settlement fund has been paid out. On December 6, 2011, the Court entered an Order that NRS owes indemnification to ASEA and PEBCO for only the Coker (Gwin) class action, and dismissed NLIC. The Company has resolved the indemnification claims of ASEA. On February 15, 2013, the Court issued its Order determining the amount of fees due to PEBCO on its indemnification claim. On March 28, 2013, the Company filed a notice of appeal to the Alabama Supreme Court. The case is fully briefed. NRS continues to defend this case vigorously.

On June 8, 2011, NMIC and NLIC were named in a lawsuit filed in Court of Common Pleas, Cuyahoga County, Ohio entitled Stanley Andrews and Donald C. Clark v. Nationwide Mutual Insurance Company and Nationwide Life Insurance Company. The complaint alleges that NMIC and NLIC have an obligation to review the Social Security Administration Death Master File database for all life insurance policyholders who have at least a 70% probability of being deceased according to actuarial tables. The complaint further alleges that NMIC and NLIC are not conducting such a review. The complaint seeks injunctive relief and declaratory judgment requiring NMIC and NLIC to conduct such a review, and alleges NMIC and NLIC have violated the covenant of good faith and fair dealing and have been unjustly enriched by not having conducted such reviews. The lower court granted Nationwide's motion to dismiss. Plaintiffs appealed. The Court of Appeals affirmed the dismissal on October 24, 2012. Plaintiffs filed a petition for rehearing en banc on November 5, 2012. The Court of Appeals denied the petition on December 14, 2012. Plaintiffs filed a notice of appeal to the Ohio Supreme Court on January 24, 2013. Nationwide filed its memorandum in opposition to plaintiffs' petition for jurisdiction to the Ohio Supreme Court on February 27, 2013. The Ohio Supreme Court denied plaintiffs' petition for review of the decision of the Court of Appeals on April 24, 2013. Plaintiffs' time to file a petition for writ of certiorari to the U.S. Supreme Court has expired, concluding this matter.

In 2012 the Plaintiff, Debtor in Possession Lehman Brothers Special Financing, Inc., filed a class action in the United States Bankruptcy Court for the Southern District of New York seeking the recovery of nearly $3.0 billion in assets from all the named defendants including NLIC and NMIC. This litigation arises from two collateralized debt obligation transactions, 801 Grand and Alta, which resulted in payments to NLIC and NMIC. In 2008 the Plaintiff and its parent company, Lehman Brothers Holding, Inc. filed for bankruptcy which triggered an early termination of the above transactions. The Plaintiff seeks to have sums returned to the bankruptcy estate in addition to prejudgment interest and costs. The case is currently stayed. In 2013, Plaintiff sent correspondence to all defendants inviting settlement discussions and has served NMIC and NLIC with a "SPV Derivatives ADR Notice", formally starting the Alternative Dispute Resolution process. NMIC and NLIC have responded, and are currently taking part in the ADR process. Mediation was scheduled for and proceeded on December 13, 2013, but the parties reached an impasse. On January 10, 2014, Lehman filed another motion to extend the stay for a final four month period. After a hearing, the court extended the stay to the later of (a) May 20, 2014 or (b) 30 days after the court enters a scheduling order governing the Distributed Action. The parties are negotiating the proposed scheduling order for the conduct of the Distributed Action litigation, which will be finalized by March 24, 2014.

Tax Matters

The Company's federal income tax returns are routinely audited by the IRS. The Company provides for federal income taxes based on amounts the Company believes it ultimately will owe. Inherent in the provision for federal income taxes are estimates regarding the deductibility of certain items and the realization of certain tax credits. In the event the ultimate deductibility of certain items or the realization of certain tax credits differs from estimates, the Company may be required to change the provision for federal income taxes recorded in the statutory financial statements, which could be significant. Management has used best estimates to establish reserves for uncertain tax positions based on current facts and circumstances regarding tax exposure items where the ultimate deductibility is open to interpretation. Management believes its tax reserves reasonably provide for potential assessments that may result from IRS examinations and other tax-related matters for all open tax years.

Indemnifications

In the normal course of business, the Company provides standard indemnifications to contractual counterparties. The types of indemnifications typically provided include breaches of representations and warranties, taxes and certain other liabilities, such as third party lawsuits. The indemnification clauses are often standard contractual terms and are entered into in the normal course of business based on an assessment that the risk of loss would be remote. The terms of the indemnifications vary in duration and nature. In many cases, the maximum obligation is not explicitly stated, and the contingencies triggering the obligation to indemnify have not occurred and are not expected to occur. Consequently, the maximum amount of the obligation under such indemnifications is not determinable. Historically, the Company has not made any material payments pursuant to these obligations.

(15) Leases

The Company does not have any material lease obligations at this time.

(16) Information about Financial Instruments with Off Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

(1) The table below summarizes the face amount of the Company's financial instruments with off balance sheet risk.

	Assets		Liabilities	
Description	2013 Notional	2012 Notional	2013 Notional	2012 Notional
a. Swaps	$ 27,259,666,281	$ 22,814,344,730	$ 31,244,567,694	$ 25,500,127,474
b. Futures	282,100	436,400	1,114,000	1,179,700
c. Options	6,556,020,344	7,445,230,614	-	-
Total	$ 33,815,968,725	$ 30,260,011,744	$ 31,245,681,694	$ 25,501,307,174

(2) Commitments to fund fixed rate mortgage loans on real estate are agreements to lend to a borrower, and are subject to conditions established in the contract. Commitments generally have fixed expiration dates or other termination clauses and may require payment of deposit. Commitments extended by the Company are based on management's case-by-case credit evaluation of the borrower and the borrower's loan collateral.

Notional amounts of derivative financial instruments significantly exceed the credit risk associated with these instruments and represent contractual balances on which calculations of amounts to be exchanged are based. Credit exposure is limited to the sum of the aggregate fair value of positions that have become favorable to the Company, including accrued interest receivable due from counterparties, net of collateral received.

(3) Should the mortgage loan commitments be funded, the Company's exposure to credit loss in the event of nonperformance by the borrower is represented by the contractual amounts of these commitments less the net realizable value of the collateral. The contractual amounts also represent the cash requirements for all unfunded commitments.

Potential credit losses from derivative counterparties are minimized through careful evaluation of counterparty credit standings, selection of counterparties from a limited group of high quality institutions, collateral agreements and other contract provisions.

(4) The underlying mortgage property represents the collateral if the commitment is funded. The Company's policy for new mortgage loans on real estate is to lend no more than 80% of collateral value.

Collateral requirements for over-the-counter derivative instruments are controlled by the International Swap Dealers Association and Credit Support Annex documents that are negotiated with each counterparty. Generally, these documents outline each party's rights and obligations for receiving and posting collateral. These documents address such issues as calculating collateral due/owed, delivery and return of collateral, uses and substitution for collateral, distributions and interest rights and remedies for both parties, credit thresholds and eligible collateral (typically cash, debt obligations issued by the United States Treasury, or obligations issued by government agencies). The Company monitors their collateral position on a daily basis, adjusting positions as necessary, and in accordance with the terms of these agreements. For future contracts, the broker for the various types of futures contracts that the Company may employ establishes margin requirements. The margin account is settled daily for changes in contracts outstanding and movements in market values of open contracts. The Company uses cash to cover the margin account for future activity.

(17) Sale, Transfer, and Servicing of Financial Assets and Extinguishment of Liabilities

A. Transfers of Receivables Reported as Sales - Not Applicable.

B. Transfer and Servicing of Financial Assets

(1) There were no assets obtained or liabilities incurred in transfers of financial assets where it is not practicable to estimate their fair value.

(2) The Company has entered into a securities lending agreement with an agent bank whereby eligible securities may be loaned to third parties, primarily major brokerage firms. These transactions are used to generate additional income on the securities portfolio. Loaned securities continue to be reported as invested assets and the Company is entitled to receive any payments of interest or dividends paid on loaned securities. The agreement requires a minimum of 102% of the fair value of loaned securities to be held as collateral. Cash collateral received from borrowers is reflected as a "Payable for securities lending" on the "Statement of Liabilities, Surplus and Other Funds" while non-cash collateral is recorded off-balance sheet. Cash collateral received is reinvested by the agent bank in accordance with the Company's authorized investment policy and included in "Securities lending reinvested collateral assets" in the "Statement of Assets". If the fair value of the reinvested collateral assets is less than the fair value of the securities loaned, the shortfall is non-admitted. Because the borrower or the Company may terminate a securities lending transaction at any time, if loans are terminated in advance of the reinvested collateral asset maturities, the Company would repay its securities lending obligation from operating cash flows or the proceeds of sales from its investment portfolio, which includes significant liquid securities.

The fair value of loaned securities was $99,682,425, as of December 31, 2013. The Company does not hold any non-cash collateral for loaned securities as of December 31, 2013.

Reinvested collateral assets reported on Schedule DL are excluded from other statutory schedules and disclosures.

See Note 5 E. for additional information concerning securities lending.

(3) No servicing assets or liabilities were recognized during the period.

(4) There were no assets securitized during the period.

(5) There were no transfers of financial assets accounted for as a secured borrowing.

(6) There were no transfers of receivables with recourse.

(7) a. Not Applicable
b. There were no open repurchase agreements as of December 31, 2013.
c. Not Applicable
d. Not Applicable

C. Wash Sales – None.

(18) Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans – None.

(19) Direct Premium Written/Produced by Managing General Agents/Third Party Administrators

Name and Address of Managing General Agent or Third Party Administrator	FEIN Number	Exclusive Contract	Types of Business Written	Types of Authority Granted*	Total Direct Premium Written/ Produced By
Meridian Management Group, LLC 800 Kinderkamack Rd Ste 302 Oradell, NJ 07649	22-3713596	Not Exclusive	A&H	U / P / B	$ 3,295,146
K&K Insurance Group, Inc. 1712 Magnavox Way Fort Wayne, IN 46804	35-1003799	Not Exclusive	A&H	C/ CA / B / P / U	32,065,400
RMTS - Manufacturers & Traders Trust Co. 6 Harrison St. FL 6, New York, NY 10013	20-1049240	Not Exclusive	A&H	C / CA / B / P / U	26,753,604
Fringe Insurance Benefits, Inc. 11910 Anderson Mill Rd Austin, TX 78726	74-2616364	Not Exclusive	A&H	B / P / U	29,561,771
Star Line Group 180 Teaticket Highway, Suite 203 East Falmouth, MA 02536	04-3499188	Not Exclusive	A&H	C / CA / B / P / U	7,459,099
Consolidated Health Plans 2077 Roosevelt Ave Springfield, MA 01104-1657	04-3187843	Exclusive	A&H	C / CA / P / B	63,888,110
Student Assurance Services PO BOX 196 Stillwater, MN 55082	41-1311103	Exclusive	A&H	C / CA / P	11,920,663
Renaissance Insurance Agency, Inc. PO Box 2300 Santa Monica, CA 90407-2300	26-4531616	Exclusive	A&H	P	27,317,576
Merchants Benefit Administration, Inc. 13840 N Northsight Blvd Scottsdale, AZ 85260	86-0875918	Exclusive	A&H	B / C / CA / P	4,426,484
Roundstone Management, Ltd. 27887 Clemens Road, Suite 1 Westlake, OH 44145	27-0371422	Not Exclusive	A&H	C / CA / B / P / U	8,587,768
				Total	**$ 215,275,620**

*Authority Codes Listing
C Claims Payment
CA Claims Adjustment
R Reinsurance Ceding
B Binding Authority
P Premium Collection
U Underwriting

(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, primarily market and income approaches.

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 carried at fair value 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 December 31, 2013:

	As of December 31, 2013			
	Level 1	Level 2	Level 3	Total
Assets at fair value				
Bonds:				
Industrial & miscellaneous	$ -	$ 2,403,023	$ 26,116,383	$ 28,519,406
Total bonds	$ -	$ 2,403,023	$ 26,116,383	$ 28,519,406
Assets at fair value:				
Securities lending collateral assets	$ -	$ 695,275	$ -	$ 695,275
Common stocks	57,102	43,233,400	14,304,072	57,594,574
Derivative assets	-	1,792,980,697	343,236,754	2,136,217,451
Separate account assets[1]	79,255,037,347	2,235,247,008	2,085,649,886	83,575,934,241
Total assets at fair value	$ 79,255,094,449	$ 4,074,559,403	$ 2,469,307,095	$ 85,798,960,947
Liabilities at fair value				
Derivative liabilities	$ -	$ 2,152,540,628	$ -	$ 2,152,540,628
Total liabilities at fair value	$ -	$ 2,152,540,628	$ -	$ 2,152,540,628

[1]The value of separate account liabilities is set to equal the fair value of separate account assets.

The following table presents the rollforward of Level 3 financial assets and liabilities held at fair value during the twelve months ended December 31, 2013:

	Balance as of December 31, 2012	Transfers into Level 3	Transfers Out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Balance as of December 31, 2013
Assets at fair value										
Bonds:										
Industrial & miscellaneous	$ 15,866,805	$ 13,358,131	$ -	$ (1,704,993)	$ (2,251,721)	$ 723,058	$ -	$ -	$ 125,104	$ 26,116,384
Total bonds	$ 15,866,805	$ 13,358,131	$ -	$ (1,704,993)	$ (2,251,721)	$ 723,058	$ -	$ -	$ 125,104	$ 26,116,384
Assets at fair value:										
Common stocks	$ 8,144,335	$ -	$ -	$ 92,634	$ 6,159,737	$ 5,160,649	$ -	$ (5,253,283)	$ -	$ 14,304,072
Derivative assets	821,897,448	-	-	(149,284,255)	(297,191,768)	128,777,396	-	(160,962,067)	-	343,236,754
Separate account assets[1]	2,028,325,733	-	-	-	57,376,973	-	-	(52,500)	(319)	2,085,649,887
Total assets at fair value	$ 2,874,234,320	$ 13,358,131	$ -	$ (150,896,615)	$ (235,906,779)	$ 134,661,104	$ -	$ (166,267,850)	$ 124,785	$ 2,469,307,097

[1]The value of separate account liabilities is set to equal the fair value of separate account assets.

The following table presents the rollforward of Level 3 financial assets and liabilities held at fair value during the three months ended December 31, 2013:

	Balance as of September 30, 2013	Transfers into Level 3	Transfers Out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Balance as of December 31, 2013
Assets at fair value										
Bonds:										
Industrial & miscellaneous	$ 18,871,777	$ 13,358,131	$ -	$ (1,402,894)	$ (4,891,052)	$ 163,406	$ -	$ -	$ 17,016	$ 26,116,384
Total bonds	$ 18,871,777	$ 13,358,131	$ -	$ (1,402,894)	$ (4,891,052)	$ 163,406	$ -	$ -	$ 17,016	$ 26,116,384
Assets at fair value:										
Common stocks	$ 11,464,293	$ -	$ -	$ -	$ 2,839,779	$ -	$ -	$ -	$ -	$ 14,304,072
Derivative assets	441,701,814	-	-	(10,596,829)	(86,861,681)	1,661,848	-	(2,668,398)	-	343,236,754
Separate account assets[1]	2,060,574,460	-	-	-	25,075,493	-	-	-	(66)	2,085,649,887
Total assets at fair value	$ 2,532,612,344	$ 13,358,131	$ -	$ (11,999,723)	$ (63,837,460)	$ 1,825,254	$ -	$ (2,668,398)	$ 16,949	$ 2,469,307,097

[1]The value of separate account liabilities is set to equal the fair value of separate account assets.

Transfers into and/or out of Level 3 during the periods ending December 31, 2013 are due to either changes resulting from application of the lower of amortized cost or fair value rules based on the security's NAIC rating or changes in sources used to price certain securities.

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 December 31, 2013:

	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Assets:						
Bonds	$ 26,462,928,103	$ 25,318,470,869	$ 1,338,058,987	$ 24,135,037,019	$ 989,832,097	$ -
Common stocks	535,413,834	535,413,834	-	-	535,413,834	-
Mortgage loans	5,841,957,696	5,691,564,869	-	-	5,841,957,696	-
Short-term investments	199,509,137	229,009,137	-	199,509,137	-	-
Derivative assets	582,368	1,884,695	-	582,368	-	-
Policy loans	949,529,390	949,529,390	-	-	949,529,390	-
Separate Accounts	281,705,740	270,492,315	2,365,089	279,340,651	-	
Securities lending collateral assets	100,131,851	100,150,553	-	100,131,851	-	-
Total assets	$ 34,371,758,119	$ 33,096,515,662	$ 1,340,424,076	$ 24,714,601,026	$ 8,316,733,017	$ -
Liabilities:						
Investment contracts	$ 17,386,255,465	$ 18,800,952,565	$ -	$ -	$ 18,800,952,565	$ -
Derivative liabilities	$ (25,313,691)	$ (18,371,566)	-	$ (25,313,691)	-	-
Total Liabilities	$ 17,360,941,774	$ 18,782,580,999	$ -	$ (25,313,691)	$ 18,800,952,565	$ -

Not Practicable to Estimate Fair Value – Not applicable

(21) Other Items

A. Extraordinary Items – None.

B. Troubled Debt Restructuring: Debtors – None.

C. Other Changes and Unusual Items – At December 31, 2013, the Company has commitments for unsettled purchases of private placement securities, including bank loans, of $70,000,000. At December 31, 2013, the Company has commitments for commercial mortgage loans of $53.6 million. As of December 31, 2013 the Company had posted cash collateral of $432,829,248 to counterparties and held cash collateral of $381,659,793 for open derivatives contracts. Cash collateral posted to counterparties is recorded as a receivable asset on Page 2 while cash collateral received and held is recorded as a payable liability on Page 3. Cash collateral received is invested in short-term investments and bonds. The Company had posted securities to counterparties as collateral in the amount of $172,764,222 and held securities posted by counterparties in the amount of $28,845,692 as of December 31, 2013. Securities posted by counterparties are considered off-balance sheet and are not included in the financials of the Company.

D. Business Interruption Insurance Recoveries - Not Applicable.

E. State Transferable and Non-transferable Tax Credits

(1)

Description of State Transferable and Non-Transferable Tax Credits	State	Carrying Value	Unused Amount
Genesee Gateway MT, LLC	NY	412,251	-
Total		$ 412,251	$ -

(2) The Company estimates the utilization of remaining transferable and non-transferable state tax credits by projecting future premium and taking into account policy growth, while also projecting future tax liability in the relevant jurisdiction.

(3) The Company did not recognize any impairment on state tax credits in 2013.

(4) State Tax Credits Admitted and Nonadmitted

	Total Admitted	Total Nonadmitted
a. Transferable	$ 412,251	$ -
b. Non-transferable	$ -	$ -

F. Subprime Mortgage Related Risk Exposure

(1) The Company evaluates many characteristics when classifying collateral as subprime, including the credit quality of the borrower as defined by Fair Isaac Credit Organization (FICO) scores, as well as other factors, such as loan-to-value ratios and type of real estate.

(2) The Company has no direct exposure through investments in subprime mortgage loans.

(3) Direct exposure through other investments:

	Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities	363,668,995	347,360,099	343,274,361	73,899,468
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	-	-	-	-
e. Equity investment in SCAs *	78,343,454	75,594,635	75,325,967	5,737,623
f. Other assets	10,935,209	726,213	726,213	-
d. Total	$ 452,947,658	$ 423,680,947	$ 419,326,541	$ 79,637,091

*The Company's subsidiary, NLAIC, has investments in subprime residential mortgage backed securities. These investments comprise 1.4% of the subsidiary company's invested assets.

(4) The company has no exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage.

G. Retained Assets

The Company does not retain beneficiary assets. During a death benefit claim, the beneficiary has the option to receive an interest bearing deposit account with an affiliated banking institution, Nationwide Bank. In the case that the interest-bearing deposit account is selected by the beneficiary, the deposits are FDIC (Federal Deposit Insurance Corporation) insured and the Company has disposed of its policyholder liabilities and related assets. Interest earned by the beneficiary is consistent with interest earned on all other Nationwide Bank interest-bearing checking account deposits. While receipt of a deposit account with Nationwide Bank is an option available to the beneficiary during settlement of a death claim, the default death benefit settlement method is payment to the beneficiary in the form of a check.

H. Offsetting and Netting of Assets & Liabilities

No assets or liabilities are offset and reported net in accordance with a valid right to offset per SSAP No. 64, Offsetting and Netting of Assets and Liabilities.

(22) Subsequent Events

Subsequent events have been considered through February 25, 2014 for the statutory statement issued on February 28, 2014.

The Company paid a capital contribution to NLAIC of $150,000,000 on February 13, 2014. The Department granted the Company approval to record the $150,000,000 contribution as a Type I Subsequent Event in its 2013 statutory financial statements.

(23) Reinsurance

A. Ceded Reinsurance Report

Section 1 - General Interrogatories

1. Are any of the reinsurers, listed in Schedule S as non-affiliated, owned in excess of 10% or controlled, either directly or indirectly, by the Company or by any representative, officer, trustee, or director of the Company?

   Yes ( ) No (X)

   If yes, give full details.

2. Have any policies issued by the Company been reinsured with a company chartered in a country other than the United States (excluding U.S. Branches of such companies) that is owned in excess of 10% or controlled directly or indirectly by an insured, a beneficiary, a creditor or an insured or any other person not primarily engaged in the insurance business?

   Yes ( ) No (X)

   If yes, give full details.

Section 2 - Ceded reinsurance Report-Part A

1. Does the Company have any reinsurance agreements in effect under which the reinsurer may unilaterally cancel any reinsurance for reasons other than for nonpayment or premium or other similar credits?

   Yes ( ) No (X)

   a. If yes, what is the estimated amount of the aggregate reduction in surplus of a unilateral cancellation by the reinsurer as of the date of this statement, for those agreements in which cancellation results in a net obligation of the Company to the reinsurer, and for which such obligation is not presently accrued? Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate.

      N/A

   b. What is the total amount of reinsurance credits taken, whether as an asset or as a reduction of liability, for these agreements in the income statement?

      N/A

2. Does the Company have any reinsurance agreements in effect such that the amount of losses paid or accrued through the statement date may result in a payment to the reinsurer of amounts that, in aggregate and allowing for offset of mutual credits from other reinsurance agreements with the same reinsurer, exceed the total direct premium collected under the reinsured policies?

   Yes ( ) No (X)

   If yes, give full details.

Section 3 - Ceded Reinsurance Report-Part B

1. What is the estimated amount of the aggregate reduction in surplus (for agreements other than those under which the reinsurer may unilaterally cancel for reasons other than for nonpayment of premium or other similar credits that are reflected in Section 2, above) of termination of ALL reinsurance agreements, by either party as of the date of this statement? Where necessary, the Company may consider the current or anticipated experience of the business reinsured in making this estimate.

   The estimated impact of termination of all ceded reinsurance, if any, to the Company's statutory surplus has not been determined at this time.

2. Have any new agreements been executed or existing agreements amended, since January 1 of the year of this statement, to include policies or contracts that were in force or which had existing reserves established by the Company as of the effective date of the agreement?

   Yes ( ) No (X)

   If yes, what is the amount of reinsurance credits, whether an asset or a reduction of liability, taken for such new agreements or amendments?

B. Uncollectible Reinsurance – None.

C. Commutation of Ceded Reinsurance - Not Applicable.

D. Certified Reinsurer Rating Downgraded or Status Subject to Revocation – Not Applicable.

(24) Retrospectively Rated Contracts & Contracts Subject to Redetermination

A. Not Applicable.

B. Not Applicable.

C. Not Applicable.

D. Medical loss ratio rebates required pursuant to the Public Health Service Act – None.

(25) Change in Incurred Losses and Loss Adjustment Expenses - Not Applicable.

(26) Intercompany Pooling Arrangements - Not Applicable.

(27) Structured Settlements - Not Applicable.

(28) Health Care Receivables - Not Applicable.

(29) Participating Policies

For the year ended 2013, the relative percentage of individual and group participating life insurance policies was 6.0% of the total individual and group life insurance in-force. The Company accounts for its policyholder dividends based upon guidance from SSAP No. 51, Life Contracts. Dividends left on deposit are recorded as the amount of the deposit and accrued interest thereon. The Company's incurred dividend expense of $55,170,589 in 2013.

(30) Premium Deficiency Reserves

1. Liability carried for premium deficiency reserves $ 1,123,000

2. Date of the most recent evaluation of this liability 12/31/2013

3. Was anticipated investment income utilized in the calculation? ☑ Yes ☐ No

(31) Reserves for Life Contracts and Annuity Contracts

(1) The Company waives deduction of deferred fractional premiums upon death of the insured. The Company returns any portion of final premium paid beyond the month of death for all policies.

(2) The same percentage that is applied to the gross premiums for determining the rate charged the substandard risk, is also applied to the rates in the statutory mortality table at all durations. For example, a life issued at table B, which would normally use 80CSO, would actually use 80CSO with all rates grossed up 50%.

(3) As of December 31, 2013, the Company had $501,418,798 of insurance in force for which the gross premiums are less than the net premiums according to the standard valuation set by the State of Ohio. Reserves to cover the above insurance totaled the gross amount of $2,417,580 at year-end and are reported in Exhibit 5, Miscellaneous Reserves.

(4) The Tabular Interest (Page 7, Part A, Line 4), The Tabular Less Actual Reserve Released (Page 7, Part A, Line 5), and the Tabular Cost (Page 7, Part A, Line 9) have been determined by formulas described in the instructions for Page 7.

(5) The Tabular Interest on Funds not involving life contingencies is calculated using the actual accrued interest on such funds.

(6) The details for deposit-type contract "Other Increases" (net) are:

Item	Total	Industrial Life	Ordinary Life Insurance	Ordinary Individual Annuities	Supplementary Contracts	Credit Life Group and Individual	Group Life Insurance	Annuities
Adjustment for Future Asset Balance Leveling	$ (1,167,258)	$ -	$ -	$ -	$ (577,300)	$ -	$ -	$ (589,958)

(32) Analysis of Annuity Actuarial Reserves and Deposit Type Liabilities by Withdrawal Characteristics

	(1) General Account	(2a) Separate Account with Guarantees	(2b) Separate Account Non-guaranteed	(3) Total	(4) % of Total
A. Subject to discretionary withdrawal:					
(1) With fair value adjustment	$ 11,470,323,623	$ 2,589,185,871	$ -	$ 14,059,509,494	15.30%
(2) At book value less current surrender charge of 5% or more	1,371,104,486	-	2,120,439	1,373,224,925	1.49%
(3) At fair value	15,655,180	-	65,259,676,459	65,275,331,639	71.01%
(4) Total with adjustment or at fair value (Total of 1 through 3)	12,857,083,289	2,589,185,871	65,261,796,898	80,708,066,058	87.80%
(5) At book value without adjustment (Minimal or no charge or adjustment)	6,428,859,056	-	33,287,020	6,462,146,076	7.03%
B. Not subject to discretionary withdrawal	4,688,466,359	3,221,046	57,328,813	4,749,016,218	5.17%
C. Total (gross)	23,974,408,704	2,592,406,917	65,352,412,731	91,919,228,352	100%
D. Reinsurance ceded	180,588,946	-	-	180,588,946	
E. Total (net)* (C-D)	$ 23,793,819,758	$ 2,592,406,917	$ 65,352,412,731	$ 91,738,639,406	

* Reconciliation of total annuity actuarial reserves and deposit fund liabilities

F. Life & Accident & Health Annual Statement	2013
(1) Exhibit 5, Annuities Section, Total (net)	$ 21,691,274,679
(2) Exhibit 5, Supplementary Contracts with Life Contingencies Section, Total (net)	23,375,606
(3) Exhibit 7, Deposit-Type Contracts, Line 14, Column 1	2,079,169,474
(4) Subtotal	23,793,819,759
Separate Accounts Annual Statement	
(5) Exhibit 3, Line 0299999, Column 2	67,926,101,753
(6) Exhibit 3, Line 0399999, Column 2	-
(7) Policyholder dividend and coupon accumulations	-
(8) Policyholder premiums	-
(9) Guaranteed interest contracts	-
(10) Other contract deposit funds	18,717,895
(11) Subtotal	67,944,819,648
(12) Total annuity actuarial reserves and deposit fund liabilities	$ 91,738,639,407

G. Federal Home Loan Bank (FHLB) Agreements

(1) The Company is a member of the FHLB of Cincinnati. Through its membership, the Company has issued funding agreements to the FHLB of Cincinnati in exchange for cash advances in the amount of $888,000,000. The Company uses these funds in an investment spread strategy, consistent with its other investment spread operations. As such, the Company applies SSAP No. 52 accounting treatment to these funds, consistent with its other deposit-type contracts. It is not part of the Company's strategy to utilize these funds for operations, and any funds obtained from the FHLB of Cincinnati for use in general operations would be accounted for consistent with SSAP No. 15 as borrowed money. The table below indicates the amount of FHLB of Cincinnati stock purchased, collateral pledged, assets and liabilities related to the agreement with FHLB of Cincinnati.

	12/31/2013	12/31/2012
(2) FHLB stock purchased/owned as part of the agreement	$ 18,233,400	$ 500,000
(3) Collateral pledged to the FHLB	1,040,507,598	33,135,000
(4) Funding capacity currently available	1,087,532,632	1,975,000,000
(5) Total reserves related to funding agreement	912,540,061	25,004,658
(6) Agreement assets and liabilties		
General Account:		
a. Assets	912,510,061	25,004,658
b. Liabilities	912,510,061	25,004,658
Separate Account:		
c. Assets	-	-
d. Liabilities	-	-

(33) Premium and Annuity Considerations Deferred and Uncollected

A. Deferred and uncollected life insurance premiums and annuity considerations as of December 31, 2013 were as follows:

Type	Gross	Net of Loading
(1) Industrial	$ -	$ -
(2) Ordinary New Business	460,181	86,065
(3) Ordinary Renewal	45,372,327	36,264,897
(4) Credit Life	-	-
(5) Group Life	(1,154,642)	(1,573,421)
(6) Group Annuity	-	-
(7) Total	$ 44,677,866	$ 34,777,541

(34) Separate Accounts

A. Separate Account Activity

(1) The Company utilized separate accounts to record and account for assets and liabilities in its variable individual and group annuities and variable life insurance product lines.

(2) As of December 31, 2013 and 2012 the Company's separate account statement included legally insulated assets of $83,846,426,553 and $71,264,422,303, respectively. The assets legally insulated from the general account as of December 31, 2013, attributed to the following product lines:

Product/Transaction	Legally Insulated Assets	Separate Account Assets (Not Legally Insulated)
Individual Annuities	$ 54,343,376,789	$ -
Group Annuities	14,159,273,371	-
Life Insurance	15,343,776,393	-
Total	$ 83,846,426,553	$ -

(3) In accordance with the products/transactions recorded within the separate account, some separate account liabilities are guaranteed by the general account. (In accordance with the guarantees provided, if the investment proceeds are insufficient to cover the rate of return guaranteed for the product, the policyholder proceeds will be remitted by the general account.) As of December 31, 2013, the Company's general account had a maximum guarantee for separate account liabilities of $405,155,006 ($1,370,314,595 as of December 31, 2012). To compensate the general account for the risk taken during 2013, the separate account paid risk charges of $344,326,092 ($294,336,638 during 2012). During 2013, the general account of the Company had paid $15,503,782 ($36,671,913 during 2012) toward separate account guarantees. To compensate the general account for the risk taken, the separate account has paid risk charges as follows for the past five (5) years:

a.	2013 $	$ 344,326,092 ;
b.	2012 $	$ 294,336,638 ;
c.	2011 $	$ 207,806,682 ;
d.	2010 $	$ 151,361,450 ;
e.	2009 $	$ - ;

(4) The Company does not engage in securities lending transactions within its separate accounts.

B. General Nature and Characteristics of Separate Accounts Business

Most separate accounts held by the Company relate to individual and group variable annuity and variable universal life insurance contracts of a non-guaranteed return nature. The net investment experience of the separate accounts is credited directly to the contract holder and can be positive or negative. The individual variable annuity contracts generally provide an incidental death benefit of the greater of account value or premium paid (net of prior withdrawals). However, many individual variable annuity contracts also provide death benefits equal to (i) the most recent fifth-year anniversary account value, (ii) the highest account value on any previous anniversary, (iii) premiums paid increased 5% or certain combinations of these, all adjusted for prior withdrawals. The death benefit and cash value under the variable universal life policies may vary with the investment performance of the underlying investments in the separate accounts. The assets and liabilities of these separate accounts are carried at fair value. This business has been included in Column 4.

Certain other separate accounts relate to a guaranteed term option (GTO), which provides a guaranteed interest rate that is paid over certain maturity durations ranging from three to ten years, so long as certain conditions are met. If amounts allocated to the GTO are distributed prior to the maturity period, a market value adjustment (MVA) can be assessed. The assets and liabilities of these separate accounts are carried at fair value. This business has been included in Columns 2 and 3.

Information regarding the Separate Accounts of the Company is as follows:

	(1) Indexed	(2) Nonindexed guarantee less than or equal to 4%	(3) Nonindexed guarantee more than 4%	(4) Non-guaranteed Separate Accounts	Total
(1) Premiums, considerations or deposits for year ended December 31, 2013	$ -	$ 112,680,989	$ 208,599,425	$ 7,254,783,694	$ 7,576,064,108
Reserves as of December 31, 2013					
(2) For accounts with assets at:					
a. Fair value	$ -	$ 2,334,741,705	$ 254,444,166	$ 79,171,714,714	$ 81,760,900,585
b. Amortized cost	-	257,734,237	-	-	257,734,237
c. Total reserves	$ -	$ 2,592,475,942	$ 254,444,166	$ 79,171,714,714	$ 82,018,634,822
(3) By withdrawal characteristics:					
a. Subject to discretionary withdrawal	$ -	$ -	$ -	$ -	$ -
b. With FV adjustment	-	2,334,741,705	254,444,166	-	2,589,185,871
c. At book value without FV adjustment and with current surrender charge of 5% or more	-	-	-	2,120,439	2,120,439
d. At fair value	-	-	-	79,075,757,396	79,075,757,396
e. At book value without FV adjustment and with current surrender charge less than 5%	-	257,734,237	-	33,287,020	291,021,257
f. Subtotal	$ -	$ 2,592,475,942	$ 254,444,166	$ 79,111,164,855	$ 81,958,084,963
g. Not subject to discretionary withdrawal		-	-	60,549,859	60,549,859
h. Total reserves	$ -	$ 2,592,475,942	$ 254,444,166	$ 79,171,714,714	$ 82,018,634,822

(4) Not Applicable.

C. Reconciliation of Net Transfers To or From Separate Accounts

(1) Transfers as reported in the Summary of Operations of the Separate Accounts Statement	
a. Transfers to Separate Accounts (Page 4, Line 1.4)	$ 7,746,114,272
b. Transfers from Separate Accounts (Page 4, Line 10)	6,980,502,626
c. Net transfers to (from) Separate Accounts (a-b)	765,611,646
(2) Reconciling Adjustment	
a. Exchange accounts offsetting in the general account	23,186,465
b. Separarate Account elimination - Nationwide Large Cap Growth	(209,624,075)
c. Ceded transfers- Separate Accounts modified coinsurance	39,302,519
d. Gain(loss) not reported in General Account transfers	891,499
(3) Transfers as reported in the Summary of Operations of the Life, Accident & Health Annual Statement (1c) + (2) = (Page 4, Line 26)	$ 619,368,054

(35) Loss/Claim Adjustment Expenses

The balance in the liability for unpaid accident and health claim adjustment expenses as of December 31, 2013 and 2012 was $976,019 and $449,062, respectively.

The Company incurred $3,840,257 and paid $3,313,300 of claim adjustment expenses in the current year, of which $542,100 of the paid amount was attributable to insured or covered events of prior years. The Company did not increase or decrease the provision for insured events of prior years.

The Company took into account estimated anticipated salvage and subrogation in its determination of the liability for unpaid claims/losses and reduced such liability by $0.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1, 1A and 2

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

1.3 State Regulating? Ohio

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

2.2 If yes, date of change:

3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2011

3.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2011

3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 04/01/2013

3.4 By what department or departments?
Ohio

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

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

4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity), receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.11 sales of new business? Yes [ ] No [X]
4.12 renewals? Yes [ ] No [X]

4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:
4.21 sales of new business? Yes [ ] No [X]
4.22 renewals? Yes [ ] No [X]

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

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

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

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

6.2 If yes, give full information:

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

7.2 If yes,
7.21 State the percentage of foreign control; %
7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality of its manager or attorney-in-fact; and identify the type of entity(s) (e.g., individual, corporation or government, manager or attorney in fact).

1 Nationality	2 Type of Entity

GENERAL INTERROGATORIES

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 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Nationwide Bank	Columbus, OH	NO	YES	NO	NO
Nationwide Mutual Insurance Company	Columbus, OH	YES	NO	NO	NO
Nationwide Mutual Fire Insurance Company	Columbus, OH	YES	NO	NO	NO
Nationwide Corporation	Columbus, OH	YES	NO	NO	NO
Nationwide Financial Services, Inc.	Columbus, OH	YES	NO	NO	NO
Nationwide Investment Services Corp	Columbus, OH	NO	NO	NO	YES
Nationwide Investment Advisors, LLC	Columbus, OH	NO	NO	NO	YES
Nationwide Securities, LLC	Dublin, OH	NO	NO	NO	YES
Nationwide Fund Advisors	King of Prussia, PA	NO	NO	NO	YES
Nationwide Fund Distributors, LLC	King of Prussia, PA	NO	NO	NO	YES
Nationwide Asset Management, LLC	Columbus, OH	NO	NO	NO	YES

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
KPMG LLP, 191 W Nationwide Blvd., Columbus, OH 43215

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

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

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

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

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

10.6 If the response to 10.5 is no or n/a, please explain

11. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
James P. Cleary, Vice President and Appointed Actuary, One Nationwide Plaza, Columbus, OH 43215

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

12.11 Name of real estate holding company Legg Mason Real Estate Fund II

12.12 Number of parcels involved 63

12.13 Total book/adjusted carrying value $ 20,344,760

12.2 If, yes provide explanation:
Holding Company

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

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

13.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [ ] No [ ]

13.3 Have there been any changes made to any of the trust indentures during the year? Yes [ ] No [ ]

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

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

(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

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

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

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

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

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

GENERAL INTERROGATORIES

15.1 Is the reporting entity the beneficiary of a Letter of Credit that is unrelated to reinsurance where the issuing or confirming bank is not on the SVO Bank List? Yes [ ] No [X]

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

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

BOARD OF DIRECTORS

16. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof? Yes [X] No [ ]

17. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof? Yes [X] No [ ]

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

FINANCIAL

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

20.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.11 To directors or other officers $
- 20.12 To stockholders not officers $
- 20.13 Trustees, supreme or grand (Fraternal Only) $

20.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 20.21 To directors or other officers $
- 20.22 To stockholders not officers $
- 20.23 Trustees, supreme or grand (Fraternal Only) $

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

21.2 If yes, state the amount thereof at December 31 of the current year:
- 21.21 Rented from others $
- 21.22 Borrowed from others $
- 21.23 Leased from others $
- 21.24 Other $

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

22.2 If answer is yes:
- 22.21 Amount paid as losses or risk adjustment $
- 22.22 Amount paid as expenses $
- 22.23 Other amounts paid $

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

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

INVESTMENT

24.01 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 24.03) Yes [ ] No [X]

24.02 If no, give full and complete information relating thereto
Held on Deposit with States and Posted as Collateral for derivatives. The company holds some Federal Home Loan Bank stock that can only be sold back to the FHLB or to another member institution at $100 per share.

24.03 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 17 where this information is also provided)
Nationwide utilizes a third party to administer it's Securities Lending program. Securities are loaned to approved counterparties, who in turn post cash collateral to Nationwide. The amount of cash collateral received is calculated as a percentage of the market value of the security being lent. The cash is subsequently reinvested based upon a Nationwide approved Investment Policy. The cash collateral received by Nationwide and the corresponding payable to the counterparties are recorded on balance sheet. Additionally, Nationwide participates in a Cash Release Program. Nationwide can borrow a limited amount of cash from the program subject to the underwriting of the plan administrator. Nationwide pays 1 month LIBOR on the borrowings, a majority of which comes back to Nationwide as earnings on the securities lending program. As of December 31, 2013, Nationwide had loaned $99,682,425 to approved counterparties and received collateral amounts of $101,909,249.

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

24.05 If answer to 24.04 is yes, report amount of collateral for conforming programs. $ 100,845,829

24.06 If answer to 24.04 is no, report amount of collateral for other programs. $

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

24.08 Does the reporting entity non-admit when the collateral received from the counterparty falls below 100%? Yes [X] No [ ] N/A [ ]

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

GENERAL INTERROGATORIES

24.10 For the reporting entity's security lending program state the amount of the following as December 31 of the current year:

24.101 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2. $ 100,827,126

24.102 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 100,845,829

24.103 Total payable for securities lending reported on the liability page. $ 101,909,249

25.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity, or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 21.1 and 24.03). Yes [X] No [ ]

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

25.21 Subject to repurchase agreements $

25.22 Subject to reverse repurchase agreements $

25.23 Subject to dollar repurchase agreements $

25.24 Subject to reverse dollar repurchase agreements $

25.25 Pledged as collateral $ 1,198,453,652

25.26 Placed under option agreements $

25.27 Letter stock or other securities restricted as to sale $ 43,233,400

25.28 On deposit with state or other regulatory body $ 3,272,606

25.29 Other $

25.3 For category (25.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount
The company holds some Federal Home Loan Bank (FHLB) stock that can only be sold back to the FHLB or to another member institution at $100 per share.	FHLB stock	43,233,400

26.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [X] No [ ]

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

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

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

28. Excluding items in Schedule E - Part 3 - Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [X] No [ ]

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

1 Name of Custodian(s)	2 Custodian's Address
The Bank of New York Mellon	1 Wall Street, New York, NY 10286
Federal Home Loan Bank	221 E. 4th St, Suite 1000, Cincinnati, OH 45202

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

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

28.03 Have there been any changes, including name changes, in the custodian(s) identified in 28.01 during the current year? Yes [ ] No [X]

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

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

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

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

GENERAL INTERROGATORIES

29.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5(b)(1)])? Yes [ ] No [X]

29.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
29.2999 - Total		

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

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

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

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-), or Fair Value over Statement (+)
30.1 Bonds	25,376,490,249	26,520,947,507	1,144,457,258
30.2 Preferred stocks			
30.3 Totals	25,376,490,249	26,520,947,507	1,144,457,258

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

For fixed maturity and marketable equity securities for which market quotations generally are available, Nationwide generally uses independent pricing services to assist in determining the fair value measurement. For certain fixed maturity securities not priced by independent services (generally private placement securities without quoted market prices), an internally developed pricing model or “corporate pricing matrix” is most often used. The corporate pricing matrix is developed by obtaining private spreads versus the U.S. Treasury yield for corporate securities with varying weighted average lives and bond ratings. The weighted average life and bond rating of a particular fixed maturity security to be priced using the corporate matrix are important inputs into the model and are used to determine a corresponding spread that is added to the 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 fixed maturity security. Nationwide also utilized broker quotes to assist in pricing securities or to validate modeled prices.

31.1 Was the rate used to calculate fair value determined by a broker or custodian for any of the securities in Schedule D? Yes [X] No [ ]

31.2 If the answer to 31.1 is yes, does the reporting entity have a copy of the broker’s or custodian’s pricing policy (hard copy or electronic copy) for all brokers or custodians used as a pricing source? Yes [ ] No [X]

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

Nationwide relies on broker valuations only when an approved third party vendor evaluation is not available. Any exceptions are approved by Risk Management and the Middle Office and reviewed by the Investments Pricing Committee. The brokers used to value securities are deemed to be main market makers for each individual security and therefore have in depth knowledge of the particular issue.

32.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] No [ ]

32.2 If no, list exceptions:

GENERAL INTERROGATORIES

OTHER

33.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any? $ 923,549

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

1 Name	2 Amount Paid
American Council of Life Insurers	562,578

34.1 Amount of payments for legal expenses, if any? $ 10,274,040

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

1 Name	2 Amount Paid

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

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

1 Name	2 Amount Paid

GENERAL INTERROGATORIES

PART 2 - LIFE INTERROGATORIES

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes [X] No [ ]

1.2 If yes, indicate premium earned on U.S. business only $ 10,198,965

1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? $

1.31 Reason for excluding:

1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above. $

1.5 Indicate total incurred claims on all Medicare Supplement insurance. $ 6,934,551

1.6 Individual policies:

Most current three years:

1.61 Total premium earned $

1.62 Total incurred claims $

1.63 Number of covered lives

All years prior to most current three years

1.64 Total premium earned $ 10,198,965

1.65 Total incurred claims $ 6,934,551

1.66 Number of covered lives 3,268

1.7 Group policies:

Most current three years:

1.71 Total premium earned $

1.72 Total incurred claims $

1.73 Number of covered lives

All years prior to most current three years

1.74 Total premium earned $

1.75 Total incurred claims $

1.76 Number of covered lives

2. Health Test:

		1 Current Year	2 Prior Year
2.1	Premium Numerator		
2.2	Premium Denominator	11,604,534,351	10,383,730,385
2.3	Premium Ratio (2.1/2.2)	0.000	0.000
2.4	Reserve Numerator	112,180,418	85,115,879
2.5	Reserve Denominator	28,857,860,569	27,594,417,466
2.6	Reserve Ratio (2.4/2.5)	0.004	0.003

3.1 Does this reporting entity have Separate Accounts? Yes [X] No [ ]

3.2 If yes, has a Separate Accounts Statement been filed with this Department? Yes [X] No [ ] N/A [ ]

3.3 What portion of capital and surplus funds of the reporting entity covered by assets in the Separate Accounts statement, is not currently distributable from the Separate Accounts to the general account for use by the general account? $ 1,437,936,840

3.4 State the authority under which Separate Accounts are maintained:
Ohio

3.5 Was any of the reporting entity's Separate Accounts business reinsured as of December 31? Yes [X] No [ ]

3.6 Has the reporting entity assumed by reinsurance any Separate Accounts business as of December 31? Yes [X] No [ ]

3.7 If the reporting entity has assumed Separate Accounts business, how much, if any, reinsurance assumed receivable for reinsurance of Separate Accounts reserve expense allowances is included as a negative amount in the liability for "Transfers to Separate Accounts due or accrued (net)"?

4.1 Are personnel or facilities of this reporting entity used by another entity or entities or are personnel or facilities of another entity or entities used by this reporting entity (except for activities such as administration of jointly underwritten group contracts and joint mortality or morbidity studies)? Yes [X] No [ ]

4.2 Net reimbursement of such expenses between reporting entities:

4.21 Paid $ 637,630,878

4.22 Received $

5.1 Does the reporting entity write any guaranteed interest contracts? Yes [X] No [ ]

5.2 If yes, what amount pertaining to these lines is included in:

5.21 Page 3, Line 1 $ 1,366,935,400

5.22 Page 4, Line 1 $

6. FOR STOCK REPORTING ENTITIES ONLY:

6.1 Total amount paid in by stockholders as surplus funds since organization of the reporting entity: $ 595,228,279

7. Total dividends paid stockholders since organization of the reporting entity:

7.11 Cash $ 2,877,585,585

7.12 Stock $ 169,977,139

GENERAL INTERROGATORIES

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

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

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

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

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

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

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

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

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

Type		3	4	5	6	7	8	9
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit	Waiting Period Remaining	Account Value Related to Col. 3	Total Related Account Values	Gross Amount of Reserve	Location of Reserve	Portion Reinsured	Reinsurance Reserve Credit
Combo	None	N/A	–	2,351,557,802	8,866,878	Exhibit 5G	50% GMDB	(76,079)
Combo	10 Year wait	0 yrs	410,915		748	Exhibit 5G	50% GMDB	
		1 yrs	11,055,417		3,892			
		2 yrs	3,943,846		253			
		3 yrs	1,683,654		17			
		4 yrs	1,370,128		13			
		5 yrs	2,237,012		1			
		Total	20,700,973	20,700,973	4,924			
Combo	7 Year wait	0 yrs	3,214,302		102	Exhibit 5G	50% GMDB	
		1 yrs	2,733,707		722			
		2 yrs	3,149,455		1			
		3 yrs	720,510					
		Total	9,817,973	9,817,973	825			
Combo	5 Year wait	0 yrs	7,060,876		849	Exhibit 5G	50% GMDB	
		1 yrs	1,457,896					
		Total	8,518,772	8,518,772	849			
Combo	None	0 yrs	47,449,869		73,763	Exhibit 5G	50% GMDB	7,921
		1 yrs	20,720					
		2 yrs	–					
		3 yrs	45,028					
		Total	47,515,617	47,515,617	73,763			7,921
Combo	None	0 yrs	117,045,462		207,089	Exhibit 5G	50% GMDB	17,208
		Total	117,045,462	117,045,462	207,089			17,208
Combo	None	N/A	–	29,808,445	191	Exhibit 5G	50% GMDB	
Combo	None	N/A	–	36,571,621	203	Exhibit 5G	50% GMDB	
Combo	None	N/A	–	696,221,187	163,020	Exhibit 5G	50% GMDB	
Ratchet	None	N/A	–	11,345,927,340	9,189,174	Exhibit 5G	60% GMDB	13,071,397
Ratchet	10 Year wait	0 yrs	3,742,723		1,016	Exhibit 5G	60% GMDB	
	10 Year wait	1 yrs	79,924,547		16,192			
	10 Year wait	2 yrs	151,136,495		21,639			56
	10 Year wait	3 yrs	163,840,828		12,522			
	10 Year wait	4 yrs	134,401,807		1,836			
	10 Year wait	5 yrs	114,640,285		3,225			
	10 Year wait	6 yrs	8,158,462					
	10 Year wait	10 yrs	84,721					
	10 Year wait	Total	655,929,868	655,929,868	56,431			56
Ratchet	7 Year wait	0 yrs	99,151,830		1,816	Exhibit 5G	60% GMDB	
	7 Year wait	1 yrs	629,948,156		33,362			
	7 Year wait	2 yrs	450,055,824		14,580			
	7 Year wait	3 yrs	48,248,927		147			
	7 Year wait	Total	1,227,404,737	1,227,404,737	49,904			
Ratchet	5 Year wait	0 yrs	318,572,077		9,064	Exhibit 5G	60% GMDB	
	5 Year wait	1 yrs	77,631,738		1,105			
	5 Year wait	2 yrs	90,336		255			
	5 Year wait	3 yrs	13,920					
	5 Year wait	4 yrs	18,838					
	5 Year wait	Total	396,326,909	396,326,909	10,425			
Ratchet	None	0 yrs	53,889,295		34,398	Exhibit 5G	60% GMDB	(914)
	None	1 yrs	323,275					
	None	Total	54,212,571	54,212,571	34,398			(914)
Ratchet	None	0 yrs	–			Exhibit 5G	60% GMDB	
	None	4 yrs	17,315,828		2,079			
	None	5 yrs	6,577,862		618			
	None	13 yrs	175,168					
	None	Total	24,068,858	24,068,858	2,697			
Ratchet	None	0 yrs	73,346,516		2,015,829	Exhibit 5G	60% GMDB	(52,818)
	None	Total	73,346,516	73,346,516	2,015,829			(52,818)
Ratchet	None	N/A	–	2,088,450,656	77,373	Exhibit 5G	60% GMDB	

Type		3	4	5	6	7	8	9
1 Guaranteed Death Benefit	2 Guaranteed Living Benefit	Waiting Period Remaining	Account Value Related to Col. 3	Total Related Account Values	Gross Amount of Reserve	Location of Reserve	Portion Reinsured	Reinsurance Reserve Credit
Ratchet	None	N/A	–	1,612,718,919	25,960	Exhibit 5G	60% GMDB	
Ratchet	None	N/A	–	9,017,950,120	2,942,063	Exhibit 5G	60% GMDB	
Ratchet	None	N/A	–	3,632,950	10,144	Exhibit 5G	60% GMDB	
Reset	None	N/A	–	5,071,828,356	7,172,280	Exhibit 5G	77% GMDB	(6,776,816)
Reset	10 Year wait	0 yrs	860,651		3,134	Exhibit 5G	77% GMDB	
	10 Year wait	1 yrs	3,118,961		1,688			
	10 Year wait	2 yrs	732,188		278			
	10 Year wait	Total	4,711,800	4,711,800	5,100			
Reset	7 Year wait	0 yrs	1,076,046			Exhibit 5G	77% GMDB	
	7 Year wait	Total	1,076,046	1,076,046				
Reset	5 Year wait	0 yrs	2,126,895		2,316	Exhibit 5G	77% GMDB	
	5 Year wait	Total	2,126,895	2,126,895	2,316			
Reset	None	0 yrs	51,695			Exhibit 5G	77% GMDB	
	None	Total	51,695	51,695				
Reset	None	0 yrs	30,518,911		3,049	Exhibit 5G	77% GMDB	
	None	Total	30,518,911	30,518,911	3,049			
Reset	None	0 yrs	166,814,921		1,174,953	Exhibit 5G	77% GMDB	(32,098)
	None	Total	166,814,921	166,814,921	1,174,953			(32,098)
Rollup	None	N/A	–	272,851,123	8,817,957	Exhibit 5G	91% GMDB	5,403,537
Rollup	10 Year wait	0 yrs	49,978		2,275	Exhibit 5G	91% GMDB	2,035
	10 Year wait	Total	49,978	49,978	2,275			2,035
Rollup	None	0 yrs	2,419,069		210,730	Exhibit 5G	91% GMDB	(5,985)
	None	Total	2,419,069	2,419,069	210,730			(5,985)
Rollup	None	0 yrs	13,326,188		969,036	Exhibit 5G	91% GMDB	(27,017)
	None	Total	13,326,188	13,326,188	969,036			(27,017)
ROP	None	N/A	–	9,061,635,639	2,188,559	Exhibit 5G	56% GMDB	501,531
ROP	10 Year wait	0 yrs	176,901			Exhibit 5G	56% GMDB	
	10 Year wait	1 yrs	3,788,815		1,260			
	10 Year wait	2 yrs	10,028,235		3,273			
	10 Year wait	3 yrs	27,446,784		3,889			
	10 Year wait	4 yrs	15,068,188					
	10 Year wait	5 yrs	12,567,574		915			
	10 Year wait	6 yrs	2,244,906					
	10 Year wait	Total	71,321,404	71,321,404	9,337			
ROP	7 Year wait	0 yrs	10,796,411		2	Exhibit 5G	56% GMDB	
	7 Year wait	1 yrs	15,746,993		4,254			
	7 Year wait	2 yrs	25,812,026		3,925			
	7 Year wait	3 yrs	3,911,421					
	7 Year wait	4 yrs	30,453					
	7 Year wait	6 yrs	24,299					
	7 Year wait	Total	56,321,602	56,321,602	8,180			
ROP	5 Year wait	0 yrs	16,476,430		810	Exhibit 5G	56% GMDB	
	5 Year wait	1 yrs	5,159,073					
	5 Year wait	Total	21,635,503	21,635,503	810			
ROP	None	0 yrs	3,259,988		3	Exhibit 5G	56% GMDB	
	None	Total	3,259,988	3,259,988	3			
ROP	None	0 yrs	4,548,985		92,855	Exhibit 5G	56% GMDB	(2,637)
	None	Total	4,548,985	4,548,985	92,855			(2,637)
ROP	None	N/A	–	395,189,123	1,221	Exhibit 5G	56% GMDB	
ROP	None	N/A	–	651,242,826	2,128	Exhibit 5G	56% GMDB	
ROP	None	N/A	–	9,410,660,647	17,589	Exhibit 5G	56% GMDB	
ROP	None	N/A	–	41,367	69	Exhibit 5G	56% GMDB	
ROP	None	N/A	–	111,407,435		Exhibit 5G	56% GMDB	
None	None	N/A	–	1,020,648,513		Exhibit 5G	0% GMDB	
None	None	N/A	–	40,102,336		Exhibit 5G	0% GMDB	
None	None	N/A	–	5,397,841	4,492	Exhibit 5G	0% GMDB	
None	None	N/A	–	26,960,756	75,010	Exhibit 5G	0% GMDB	
Total			3,013,071,240	56,263,876,242	44,490,089	Exhibit 5G		12,029,320

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

10.1 Amount of loss reserves established by these annuities during the current year: $ ____________

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

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

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

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

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

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

FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.
Show amounts of life insurance in this exhibit in thousands (OMIT $000)

		1 2013	2 2012	3 2011	4 2010	5 2009
	Life Insurance in Force					
	(Exhibit of Life Insurance)					
1.	Ordinary - whole life and endowment (Line 34, Col. 4)	75,521,935	78,701,109	83,018,959	88,762,329	95,458,185
2.	Ordinary - term (Line 21, Col. 4, less Line 34, Col. 4)	22,881,098	24,412,189	26,062,544	28,005,510	29,969,790
3.	Credit life (Line 21, Col. 6)					
4.	Group, excluding FEGLI/SGLI (Line 21, Col. 9 less Lines 43 & 44, Col. 4)	44,824,761	41,688,219	39,441,188	37,547,178	33,069,640
5.	Industrial (Line 21, Col. 2)					
6.	FEGLI/SGLI (Lines 43 & 44, Col. 4)					
7.	Total (Line 21, Col. 10)	143,227,794	144,801,517	148,522,691	154,315,017	158,497,615
	New Business Issued					
	(Exhibit of Life Insurance)					
8.	Ordinary - whole life and endowment (Line 34, Col. 2)	1,946,316	1,500,774	1,228,356	933,501	1,037,733
9.	Ordinary - term (Line 2, Col. 4, less Line 34, Col. 2)	396,045	336,964	294,044	324,626	436,536
10.	Credit life (Line 2, Col. 6)					
11.	Group (Line 2, Col. 9)	2,960,702	3,337,552	2,596,203	4,891,092	675,508
12.	Industrial (Line 2, Col. 2)					
13.	Total (Line 2, Col. 10)	5,303,063	5,175,290	4,118,603	6,149,219	2,149,777
	Premium Income - Lines of Business					
	(Exhibit 1 - Part 1)					
14.	Industrial life (Line 20.4, Col. 2)					
15.1	Ordinary-life insurance (Line 20.4, Col. 3)	652,049,949	668,450,052	661,443,717	786,641,024	814,269,866
15.2	Ordinary-individual annuities (Line 20.4, Col. 4)	7,020,187,130	5,928,674,277	8,208,458,078	5,966,230,005	4,794,146,208
16	Credit life (group and individual) (Line 20.4, Col. 5)					
17.1	Group life insurance (Line 20.4, Col. 6)	594,488,546	555,541,244	519,496,331	276,161,597	292,701,538
17.2	Group annuities (Line 20.4, Col. 7)	3,337,097,482	3,230,244,735	3,280,560,638	3,057,882,449	2,983,579,394
18.1	A & H-group (Line 20.4, Col. 8)	614,774	713,985	857,411	901,017	1,015,374
18.2	A & H-credit (group and individual) (Line 20.4, Col. 9)					
18.3	A & H-other (Line 20.4, Col. 10)	96,470	106,092	117,762	127,788	141,855
19.	Aggregate of all other lines of business (Line 20.4,Col. 11)					
20.	Total	11,604,534,351	10,383,730,385	12,670,933,937	10,087,943,880	8,885,854,235
	Balance Sheet (Pages 2 & 3)					
21.	Total admitted assets excluding Separate Accounts business (Page 2, Line 26, Col. 3)	36,829,154,862	35,313,120,952	34,771,462,006	31,089,768,758	31,109,485,306
22.	Total liabilities excluding Separate Accounts business (Page 3, Line 26)	33,279,203,586	31,476,487,039	31,180,548,889	27,422,551,247	27,999,989,035
23.	Aggregate life reserves (Page 3, Line 1)	28,734,753,065	27,494,672,455	26,570,233,617	24,931,998,598	24,596,652,561
24.	Aggregate A & H reserves (Page 3, Line 2)	84,707,642	67,770,139	69,026,492	114,807,624	98,168,037
25.	Deposit-type contract funds (Page 3, Line 3)	2,079,169,474	1,164,395,994	1,378,823,675	1,884,012,321	3,000,683,105
26.	Asset valuation reserve (Page 3, Line 24.01)	240,466,531	182,564,945	115,994,700	103,752,838	113,047,779
27.	Capital (Page 3, Lines 29 and 30)	3,814,779	3,814,779	3,814,779	3,814,779	3,814,779
28.	Surplus (Page 3, Line 37)	3,546,136,496	3,832,819,134	3,587,098,338	3,681,703,097	3,125,742,546
	Cash Flow (Page 5)					
29.	Net Cash from Operations (Line 11)	2,274,738,324	2,558,441,509	1,433,246,518	1,280,751,474	1,013,255,859
	Risk-Based Capital Analysis					
30.	Total adjusted capital	3,865,810,954	4,077,119,527	3,761,899,142	3,841,830,218	3,294,399,611
31.	Authorized control level risk - based capital	312,676,753	364,715,035	321,518,651	322,916,220	336,248,855
	Percentage Distribution of Cash, Cash Equivalents and Invested Assets					
	(Page 2, Col. 3) (Line No. /Page 2, Line 12, Col. 3) x 100.0					
32.	Bonds (Line 1)	71.4	69.0	67.8	71.5	70.1
33.	Stocks (Lines 2.1 and 2.2)	1.7	1.0	0.9	1.0	0.8
34.	Mortgage loans on real estate(Lines 3.1 and 3.2)	16.0	15.4	15.3	18.1	19.8
35.	Real estate (Lines 4.1, 4.2 and 4.3)					0.0
36.	Cash, cash equivalents and short-term investments (Line 5)	0.4	1.9	2.5	1.7	2.2
37.	Contract loans (Line 6)	2.7	2.8	2.9	3.6	3.4
38.	Derivatives (Page 2, Line 7)	6.0	8.2	9.6	2.8	XXX
39.	Other invested assets (Line 8)	0.3	0.6	0.6	0.7	0.5
40.	Receivables for securities (Line 9)			0.2	0.1	0.0
41.	Securities lending reinvested collateral assets (Line 10)	0.3	0.4	0.3	0.6	XXX
42.	Aggregate write-ins for invested assets (Line 11)	1.2	0.7			3.0
43.	Cash, cash equivalents and invested assets (Line 12)	100.0	100.0	100.0	100.0	100.0

FIVE-YEAR HISTORICAL DATA

(Continued)

	1 2013	2 2012	3 2011	4 2010	5 2009
Investments in Parent, Subsidiaries and Affiliates					
44. Affiliated bonds (Schedule D Summary, Line 12, Col. 1)	17,857,142	17,857,142	21,428,571	21,428,571	25,000,000
45. Affiliated preferred stocks (Schedule D Summary, Line 18, Col. 1)					
46. Affiliated common stocks (Schedule D Summary Line 24, Col. 1),	535,413,837	312,333,866	303,779,127	289,529,339	215,818,476
47. Affiliated short-term investments (subtotal included in Schedule DA Verification, Col. 5, Line 10)					
48. Affiliated mortgage loans on real estate	141,312,368	120,892,266	115,629,176	135,776,265	116,811,397
49. All other affiliated	14,701	939,199	5,445,007	7,693,876	10,054,856
50. Total of above Lines 44 to 49	694,598,048	452,022,473	446,281,881	454,428,051	367,684,729
51. Total Investment in Parent included in Lines 44 to 49 above					
Total Nonadmitted and Admitted Assets					
52. Total nonadmitted assets (Page 2, Line 28, Col. 2)	754,541,539	446,561,243	513,311,118	356,666,747	502,868,699
53. Total admitted assets (Page 2, Line 28, Col. 3)	120,675,581,418	106,577,543,255	99,940,796,704	95,838,821,062	88,955,177,916
Investment Data					
54. Net investment income (Exhibit of Net Investment Income)	1,509,888,007	1,546,789,358	1,526,897,063	1,518,667,117	1,556,323,773
55. Realized capital gains (losses) (Page 4, Line 34, Column 1)	(782,994,020)	(790,690,458)	(274,470,128)	(602,657,659)	(889,108,393)
56. Unrealized capital gains (losses) (Page 4, Line 38, Column 1)	(271,051,024)	(312,051,388)	(107,200,513)	(36,466,159)	(621,575,518)
57. Total of above Lines 54, 55 and 56	455,842,963	444,047,512	1,145,226,422	879,543,299	45,639,862
Benefits and Reserve Increases (Page 6)					
58. Total contract benefits - life (Lines 10, 11, 12, 13, 14 and 15 Col. 1, minus Lines 10, 11,12, 13, 14 and 15 Cols. 9, 10 and 11)	10,948,335,716	10,158,338,012	10,901,406,876	10,336,821,060	9,995,761,016
59. Total contract benefits - A & H (Lines 13 & 14, Cols. 9, 10 & 11)	954,563	978,940	1,121,546	1,065,044	1,234,531
60. Increase in life reserves - other than group and annuities (Line 19, Cols. 2 and 3)	82,464,553	56,092,255	(5,033,733)	78,239,405	240,607
61. Increase in A & H reserves (Line 19, Cols. 9, 10 & 11)	17,496,040	(1,731,496)	(46,130,680)	15,450,521	25,552,449
62. Dividends to policyholders (Line 30, Col. 1)	55,170,589	58,906,265	70,933,871	74,993,172	78,883,617
Operating Percentages					
63. Insurance expense percent (Page 6, Col. 1, Lines 21, 22 & 23, less Line 6)/(Page 6, Col. 1, Line 1 plus Exhibit 7, Col. 2, Line 2) x 100.0	9.1	9.1	8.7	9.2	9.7
64. Lapse percent (ordinary only) [(Exhibit of Life Insurance, Col. 4, Lines 14 & 15) / 1/2 (Exhibit of Life Insurance, Col. 4, Lines 1 & 21)] x 100.0	6.3	6.4	6.9	7.3	8.4
65. A & H loss percent (Schedule H, Part 1, Lines 5 and 6, Col. 2)	200.6	(528.9)	(1,352.9)	15.9	(1.3)
66. A & H cost containment percent (Schedule H, Pt. 1, Line 4, Col. 2)					
67. A & H expense percent excluding cost containment expenses (Schedule H, Pt. 1, Line 10, Col. 2)	(6.4)	(133.9)	147.2	12.9	(4.7)
A & H Claim Reserve Adequacy					
68. Incurred losses on prior years' claims - group health (Schedule H, Part 3, Line 3.1 Col. 2)	40,162,079	39,495,404	42,034,442	46,640,894	60,675,005
69. Prior years' claim liability and reserve - group health (Schedule H, Part 3, Line 3.2 Col. 2)	38,807,675	41,140,568	51,334,705	39,749,228	60,571,215
70. Incurred losses on prior years' claims-health other than group (Schedule H, Part 3, Line 3.1 Col. 1 less Col. 2)	8,122,599	8,223,632	8,174,415	1,472,059	(351,123)
71. Prior years' claim liability and reserve-health other than group (Schedule H, Part 3, Line 3.2 Col. 1 less Col. 2)	7,932,423	7,946,743	7,897,715	(265,330)	1,500,723
Net Gains From Operations After Federal Income Taxes by Lines of Business (Page 6, Line 33)					
72. Industrial life (Col. 2)					
73. Ordinary - life (Col. 3)	101,126,722	157,005,107	170,286,356	213,051,083	272,672,136
74. Ordinary - individual annuities (Col. 4)	963,555,353	1,348,624,822	43,643,140	910,695,680	738,309,107
75. Ordinary-supplementary contracts (Col. 5)	464,164	(243,469)	1,027,885	369,241	(105,198)
76. Credit life (Col. 6)					
77. Group life (Col. 7)	2,807,456	790,396	13,374,790	10,238,913	10,597,710
78. Group annuities (Col. 8)	12,878,487	77,372,990	76,618,156	116,663,456	122,978,343
79. A & H-group (Col. 9)	(435,489)	178,286	694,035	(2,334,090)	(2,809,678)
80. A & H-credit (Col. 10)					
81. A & H-other (Col. 11)	(30,301)	(3,854)	40,377	35,719	62,724
82. Aggregate of all other lines of business (Col. 12)	(35,196,964)	(28,678,445)	(12,773,479)	(82,336,006)	200,960,382
83. Total (Col. 1)	1,045,169,428	1,555,045,833	292,911,260	1,166,383,996	1,342,665,526

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

If no, please explain:

EXHIBIT OF LIFE INSURANCE

	Industrial		Ordinary		Credit Life (Group and Individual)		Group			10
	1	2	3	4	5	6	Number of		9	
							7	8		
	Number of Policies	Amount of Insurance (a)	Number of Policies	Amount of Insurance (a)	Number of Individual Policies and Group Certificates	Amount of Insurance (a)	Policies	Certificates	Amount of Insurance (a)	Total Amount of Insurance (a)
1. In force end of prior year			759,536	103,113,298			21,451	256,547	41,688,219	144,801,517
2. Issued during year			5,129	2,342,361			1,434	26,888	2,960,702	5,303,063
3. Reinsurance assumed			(146)	(71,112)						(71,112)
4. Revived during year			1	23						23
5. Increased during year (net)			17	(30,131)			(16)	(16)	642,090	611,959
6. Subtotals, Lines 2 to 5			5,001	2,241,141			1,418	26,872	3,602,792	5,843,933
7. Additions by dividends during year	XXX		XXX	1,340	XXX		XXX	XXX		1,340
8. Aggregate write-ins for increases										
9. Totals (Lines 1 and 6 to 8)			764,537	105,355,779			22,869	283,419	45,291,011	150,646,790
Deductions during year:										
10. Death			10,568	411,665			XXX	1,582	106,111	517,776
11. Maturity			552	3,929			XXX	9	16	3,945
12. Disability							XXX			
13. Expiry			3,668	139,138				85	642	139,780
14. Surrender			21,662	4,315,885			123	286	121,896	4,437,781
15. Lapse			7,570	2,051,905			90	8,831	238,862	2,290,767
16. Conversion			499	71,135			XXX	XXX	XXX	71,135
17. Decreased (net)			264	(40,911)				39,811	(1,277)	(42,188)
18. Reinsurance										
19. Aggregate write-ins for decreases										
20. Totals (Lines 10 to 19)			44,783	6,952,746			213	50,604	466,250	7,418,996
21. In force end of year (Line 9 minus Line 20)			719,754	98,403,033			22,656	232,815	44,824,761	143,227,794
22. Reinsurance ceded end of year	XXX		XXX	30,282,143	XXX		XXX	XXX	7,885,775	38,167,918
23. Line 21 minus Line 22	XXX		XXX	68,120,890	XXX	(b)	XXX	XXX	36,938,986	105,059,876
DETAILS OF WRITE-INS										
0801.										
0802.										
0803.										
0898. Summary of remaining write-ins for Line 8 from overflow page.										
0899. TOTALS (Lines 0801 thru 0803 plus 0898) (Line 8 above)										
1901.										
1902.										
1903.										
1998. Summary of remaining write-ins for Line 19 from overflow page.										
1999. TOTALS (Lines 1901 thru 1903 plus 1998) (Line 19 above)										

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

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

EXHIBIT OF LIFE INSURANCE (Continued)

ADDITIONAL INFORMATION ON INSURANCE IN FORCE END OF YEAR

	Industrial		Ordinary	
	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
24. Additions by dividends	XXX		XXX	1,714,438
25. Other paid-up insurance			74,176	543,867
26. Debit ordinary insurance	XXX	XXX		

ADDITIONAL INFORMATION ON ORDINARY INSURANCE

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
Term Insurance Excluding Extended Term Insurance	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)
27. Term policies - decreasing			9,742	427,667
28. Term policies - other	1,725	359,091	84,100	20,229,871
29. Other term insurance - decreasing	XXX		XXX	1,349
30. Other term insurance	XXX	36,948	XXX	1,967,734
31. Totals (Lines 27 to 30)	1,725	396,039	93,842	22,626,621
Reconciliation to Lines 2 and 21:				
32. Term additions	XXX	5	XXX	27,570
33. Totals, extended term insurance	XXX	XXX	16,505	226,907
34. Totals, whole life and endowment	3,404	1,946,316	609,407	75,521,935
35. Totals (Lines 31 to 34)	5,129	2,342,360	719,754	98,403,033

CLASSIFICATION OF AMOUNT OF INSURANCE (a) BY PARTICIPATING STATUS

	Issued During Year (Included in Line 2)		In Force End of Year (Included in Line 21)	
	1 Non-Participating	2 Participating	3 Non-Participating	4 Participating
36 Industrial				
37. Ordinary	2,342,266	95	89,262,123	9,140,911
38. Credit Life (Group and Individual)				
39. Group	2,960,702		44,820,331	4,428
40. Totals (Lines 36 to 39)	5,302,968	95	134,082,454	9,145,339

ADDITIONAL INFORMATION ON CREDIT LIFE AND GROUP INSURANCE

	Credit Life		Group	
	1 Number of Individual Policies and Group Certificates	2 Amount of Insurance (a)	3 Number of Certificates	4 Amount of Insurance (a)
41. Amount of insurance included in Line 2 ceded to other companies	XXX		XXX	1,103,707
42. Number in force end of year if the number under shared groups is counted on a pro-rata basis		XXX	220,666	XXX
43. Federal Employees' Group Life Insurance included in Line 21				
44. Servicemen's Group Life Insurance included in Line 21				
45. Group Permanent Insurance included in Line 21			29,371	2,689,283

ADDITIONAL ACCIDENTAL DEATH BENEFITS

46. Amount of additional accidental death benefits in force end of year under ordinary policies (a)	1,166,752

BASIS OF CALCULATION OF ORDINARY TERM INSURANCE

47. State basis of calculation of (47.1) decreasing term insurance contained in Family Income, Mortgage Protection, etc., policies and riders and of (47.2) term insurance on wife and children under Family, Parent and Children, etc., policies and riders included above.

47.1 Average Level Amount

47.2 5000 term per unit of spouse rider prior to 1989

2000 term per unit of child rider prior to 1983

3000 term per unit of child rider 1983 and after

3000 term per unit of spouse and child under family policies prior to 1964

POLICIES WITH DISABILITY PROVISIONS

	Industrial		Ordinary		Credit		Group	
Disability Provisions	1 Number of Policies	2 Amount of Insurance (a)	3 Number of Policies	4 Amount of Insurance (a)	5 Number of Policies	6 Amount of Insurance (a)	7 Number of Certificates	8 Amount of Insurance (a)
48. Waiver of Premium			153,272	8,267,336			10,953	1,018,435
49. Disability Income								
50. Extended Benefits			XXX	XXX				
51. Other								
52. Total		(b)	153,272	(b) 8,267,336		(b)	10,953	(b) 1,018,435

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

(b) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions

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

SUPPLEMENTARY CONTRACTS

	Ordinary		Group	
	1 Involving Life Contingencies	2 Not Involving Life Contingencies	3 Involving Life Contingencies	4 Not Involving Life Contingencies
1. In force end of prior year	1,452	925	76	10
2. Issued during year	20	43		
3. Reinsurance assumed				
4. Increased during year (net)		1		
5. Total (Lines 1 to 4)	1,472	969	76	10
Deductions during year:				
6. Decreased (net)	124	107	5	
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	124	107	5	
9. In force end of year	1,348	862	71	10
10. Amount on deposit		(a) 5,151,376		(a) 54,861
11. Income now payable	1,170	328	71	8
12. Amount of income payable	(a) 3,497,685	(a) 1,751,251	(a) 346,789	(a) 16,906

ANNUITIES

	Ordinary		Group	
	1 Immediate	2 Deferred	3 Contracts	4 Certificates
1. In force end of prior year	21,201	521,604	12,097	1,149,478
2. Issued during year	5,026	44,476	927	62,155
3. Reinsurance assumed				
4. Increased during year (net)	20	902		
5. Totals (Lines 1 to 4)	26,247	566,982	13,024	1,211,633
Deductions during year:				
6. Decreased (net)	1,445	43,885	1,227	156,312
7. Reinsurance ceded				
8. Totals (Lines 6 and 7)	1,445	43,885	1,227	156,312
9. In force end of year	24,802	523,097	11,797	1,055,321
Income now payable:				
10. Amount of income payable	(a) 264,092,108	XXX	XXX	(a) 95,277,281
Deferred fully paid:				
11. Account balance	XXX	(a) 52,605,895,480	XXX	(a) 16,735,906,600
Deferred not fully paid:				
12. Account balance	XXX	(a)	XXX	(a) 3,974,234,195

ACCIDENT AND HEALTH INSURANCE

	Group		Credit		Other	
	1 Certificates	2 Premiums in Force	3 Policies	4 Premiums in Force	5 Policies	6 Premiums in Force
1. In force end of prior year	337,426	173,535,335			4,849	10,624,889
2. Issued during year						
3. Reinsurance assumed						
4. Increased during year (net)	706,918	XXX		XXX	5,057	XXX
5. Totals (Lines 1 to 4)	1,044,344	XXX		XXX	9,906	XXX
Deductions during year:						
6. Conversions		XXX	XXX	XXX	XXX	XXX
7. Decreased (net)	317	XXX		XXX	115	XXX
8. Reinsurance ceded		XXX		XXX		XXX
9. Totals (Lines 6 to 8)	317	XXX		XXX	115	XXX
10. In force end of year	1,044,027	(a) 242,039,328		(a)	9,791	(a) 12,297,145

DEPOSIT FUNDS AND DIVIDEND ACCUMULATIONS

	1 Deposit Funds Contracts	2 Dividend Accumulations Contracts
1. In force end of prior year	3,042	185,870
2. Issued during year	151	
3. Reinsurance assumed		
4. Increased during year (net)	24,850	
5. Totals (Lines 1 to 4)	28,043	185,870
Deductions During Year:		
6. Decreased (net)	286	9,117
7. Reinsurance ceded		
8. Totals (Lines 6 and 7)	286	9,117
9. In force end of year	27,757	176,753
10. Amount of account balance	(a) 7,921,461	(a) 551,905,525

(a) See Paragraph 9 of the Annual Audited Financial Reports in the General section of the annual statement instructions.

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Allocated by States and Territories

		Direct Business Only					
	1	Life Contracts		4	5	6	7
		2	3				
States, Etc.	Active Status	Life Insurance Premiums	Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 through 5	Deposit-Type Contracts
1. Alabama AL	L	5,892,972	2,729,729	1,191,701	105,499,397	115,313,798	
2. Alaska AK	L	1,216,953	764,976	630,841	9,160,317	11,773,088	
3. Arizona AZ	L	23,572,956	9,493,939	3,735,308	300,878,153	337,680,356	
4. Arkansas AR	L	2,064,952	4,535,220	1,271,598	71,412,964	79,284,732	
5. California CA	L	139,648,466	63,645,308	25,867,246	1,011,287,598	1,240,448,619	
6. Colorado CO	L	7,549,043	7,428,781	7,490,134	121,146,788	143,614,747	
7. Connecticut CT	L	7,675,240	17,532,255	19,774,585	154,134,393	199,116,474	
8. Delaware DE	L	160,280,346	5,356,693	5,127,381	40,258,512	211,022,932	
9. District of Columbia DC	L	779,466	738,057	297,447	11,216,111	13,031,081	
10. Florida FL	L	51,996,849	46,024,869	7,903,786	969,070,092	1,074,995,596	
11. Georgia GA	L	37,512,401	8,996,843	4,208,240	186,738,556	237,456,040	
12. Hawaii HI	L	1,635,046	3,707,355	18,722	60,529,999	65,891,123	
13. Idaho ID	L	2,182,857	186,130	604,139	43,726,969	46,700,096	
14. Illinois IL	L	194,404,038	16,242,385	5,065,085	415,259,088	630,970,597	
15. Indiana IN	L	8,778,081	9,440,637	6,011,368	205,407,380	229,637,466	
16. Iowa IA	L	6,806,386	3,089,793	3,009,178	52,197,439	65,102,795	
17. Kansas KS	L	4,248,974	6,778,374	2,904,589	78,002,584	91,934,521	
18. Kentucky KY	L	12,938,914	5,915,341	7,863,617	110,481,861	137,199,733	
19. Louisiana LA	L	3,768,692	2,925,178	3,380,093	130,037,891	140,111,854	
20. Maine ME	L	1,113,886	1,219,720	4,970,615	23,074,360	30,378,581	
21. Maryland MD	L	25,629,108	17,333,468	2,797,260	188,052,412	233,812,248	
22. Massachusetts MA	L	12,017,670	45,002,491	7,380,228	280,547,208	344,947,596	
23. Michigan MI	L	29,322,449	15,551,330	4,145,321	282,672,549	331,691,648	
24. Minnesota MN	L	47,391,456	2,941,849	1,299,510	130,643,642	182,276,458	
25. Mississippi MS	L	3,386,142	964,107	944,082	27,273,534	32,567,866	
26. Missouri MO	L	14,698,349	8,943,278	5,190,235	117,486,836	146,318,698	
27. Montana MT	L	384,024	1,290,444	55,814	13,209,488	14,939,770	
28. Nebraska NE	L	953,018	1,051,769	1,170,030	42,778,850	45,953,668	
29. Nevada NV	L	1,825,756	1,108,177	720,281	50,788,021	54,442,234	
30. New Hampshire NH	L	2,702,152	5,099,616	2,368,498	38,093,535	48,263,800	
31. New Jersey NJ	L	48,533,973	18,987,657	8,333,253	377,028,449	452,883,333	
32. New Mexico NM	L	662,902	1,381,471	221,475	29,594,157	31,860,004	
33. New York NY	L	107,761,860	64,629,300	15,555,085	1,025,332,157	1,213,278,402	
34. North Carolina NC	L	79,709,746	16,847,563	12,457,833	167,441,556	276,456,699	
35. North Dakota ND	L	28,265,886	48,331	85,060	15,469,407	43,868,683	
36. Ohio OH	L	60,277,773	32,584,864	18,011,247	658,141,495	769,015,380	887,490,030
37. Oklahoma OK	L	1,441,937	3,588,562	1,260,814	80,248,484	86,539,797	
38. Oregon OR	L	1,650,606	6,157,561	1,051,866	77,483,693	86,343,726	
39. Pennsylvania PA	L	76,145,415	54,513,380	11,972,955	457,946,649	600,578,398	
40. Rhode Island RI	L	3,992,072	3,487,826	12,422,509	30,492,129	50,394,535	
41. South Carolina SC	L	7,609,079	5,662,301	4,821,856	63,558,791	81,652,027	
42. South Dakota SD	L	694,644	161,280	194,429	7,300,093	8,350,446	
43. Tennessee TN	L	6,931,779	10,200,134	3,281,910	162,284,270	182,698,093	
44. Texas TX	L	43,800,195	24,324,722	10,173,661	488,238,086	566,536,664	
45. Utah UT	L	11,328,716	4,359,949	279,304	35,498,320	51,466,289	
46. Vermont VT	L	1,678,055	1,047,753	4,118,511	17,367,901	24,212,219	
47. Virginia VA	L	22,238,125	13,559,841	3,065,127	154,984,845	193,847,937	
48. Washington WA	L	3,454,816	10,026,947	3,248,084	138,750,690	155,480,537	
49. West Virginia WV	L	5,553,987	7,054,098	1,720,388	40,389,409	54,717,882	
50. Wisconsin WI	L	4,648,885	5,582,340	4,137,822	173,695,370	188,064,417	
51. Wyoming WY	L	1,875,333	136,049	396,222	4,962,252	7,369,855	
52. American Samoa AS	N	58,334				58,334	
53. Guam GU	L	1,170			48,073	49,242	
54. Puerto Rico PR	L	465,236	673,296	501	37,757,516	38,896,549	
55. U.S. Virgin Islands VI	L	123,827		16,543	5,076,141	5,216,511	
56. Northern Mariana Islands MP	N						
57. Canada CAN	N	94,761			16,977	111,738	
58. Aggregate Other Alien OT	XXX	1,008,384	14,214	1,672	216,273	1,240,543	
59. Subtotal	(a) 54	1,332,384,136	601,067,549	254,225,056	9,520,389,709	11,708,066,451	887,490,030
90. Reporting entity contributions for employee benefits plans	XXX	23,521				23,521	
91. Dividends or refunds applied to purchase paid-up additions and annuities	XXX	27,541,947	147,172		5,082	27,694,201	
92. Dividends or refunds applied to shorten endowment or premium paying period	XXX						
93. Premium or annuity considerations waived under disability or other contract provisions	XXX	4,300,793		82,961		4,383,754	
94. Aggregate or other amounts not allocable by State	XXX						
95. Totals (Direct Business)	XXX	1,364,250,397	601,214,721	254,308,017	9,520,394,791	11,740,167,927	887,490,030
96. Plus reinsurance assumed	XXX	5,715,586	12,045	35	247,213,847	252,941,513	
97 Totals (All Business)	XXX	1,369,965,983	601,226,766	254,308,052	9,767,608,638	11,993,109,440	887,490,030
98. Less reinsurance ceded	XXX	122,753,638	81,599	253,597,555	11,469,192	387,901,984	
99. Totals (All Business) less Reinsurance Ceded	XXX	1,247,212,345	601,145,167	(b) 710,497	9,756,139,446	11,605,207,456	887,490,030
DETAILS OF WRITE-INS							
58001. Aggregate Other Alien	XXX	1,008,384	14,214	1,672	216,273	1,240,543	
58002.	XXX						
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	1,008,384	14,214	1,672	216,273	1,240,543	
9401.	XXX						
9402.	XXX						
9403.	XXX						
9498. Summary of remaining write-ins for Line 94 from overflow page	XXX						
9499. Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX						

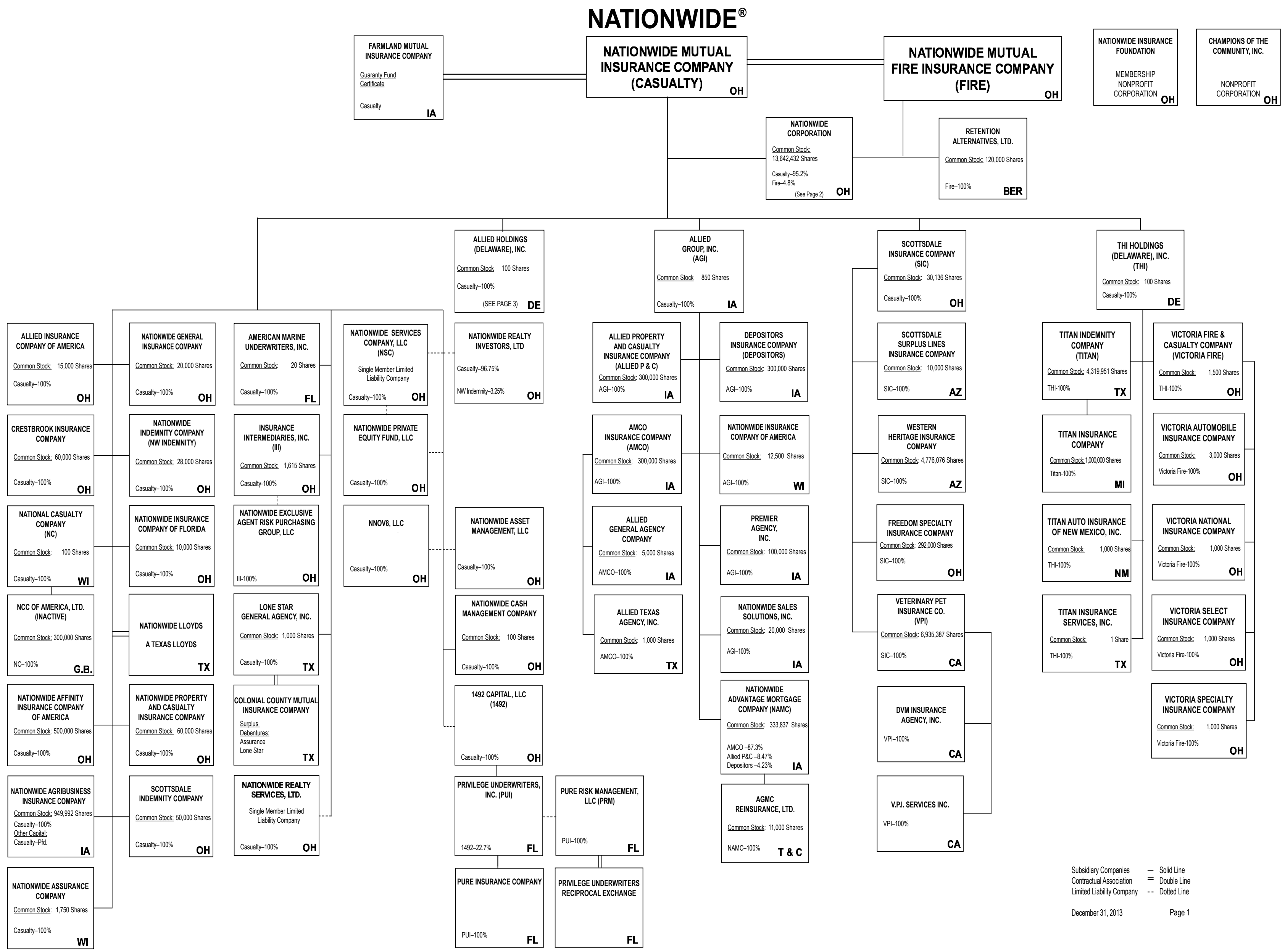
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

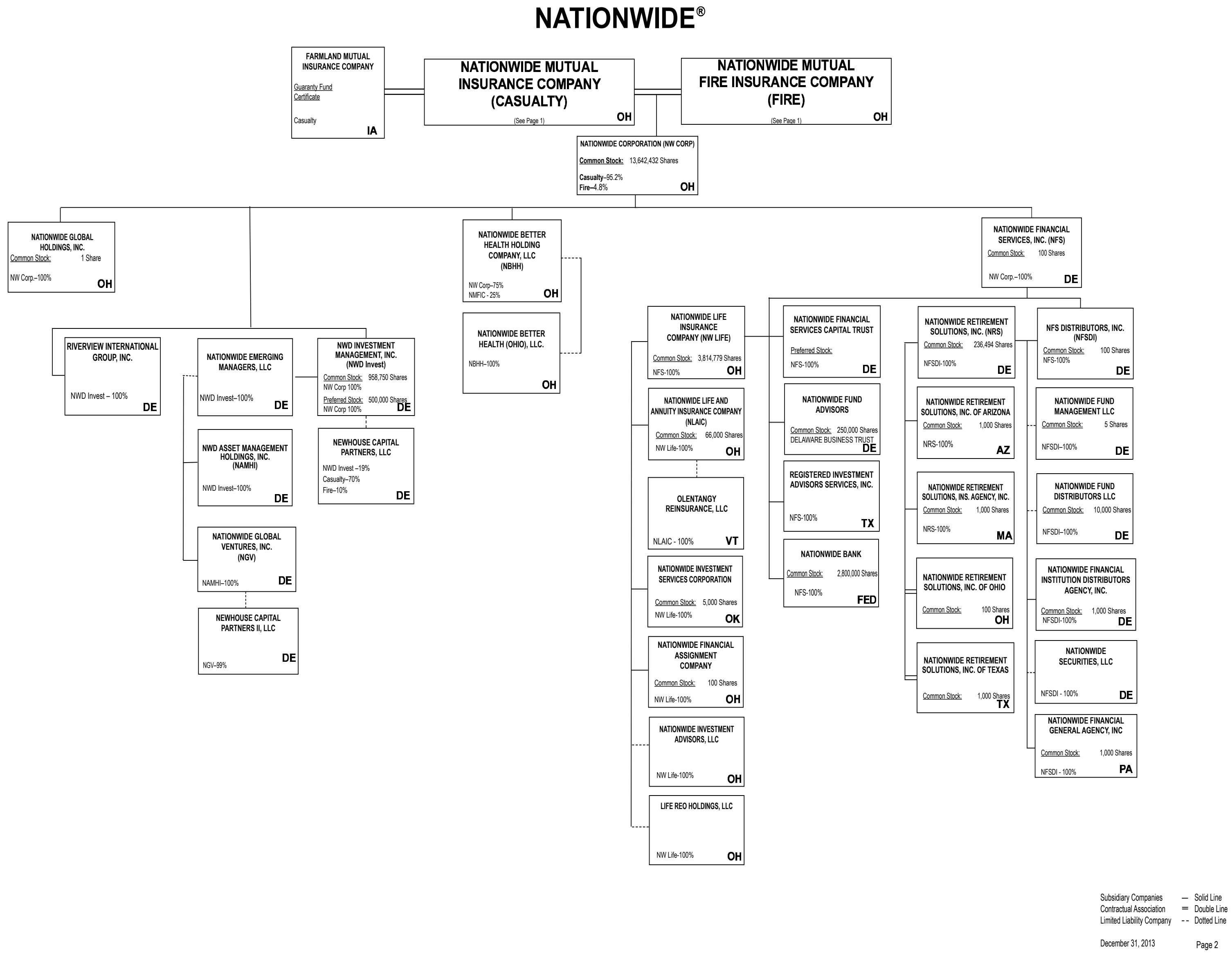
Premium income and annuity consideration is assigned to States based on the addresses on the Company's records. All of the Company's Group business are billed to individual certificate holders, and the premiums are assigned to the address of the individual certificate holders.

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

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

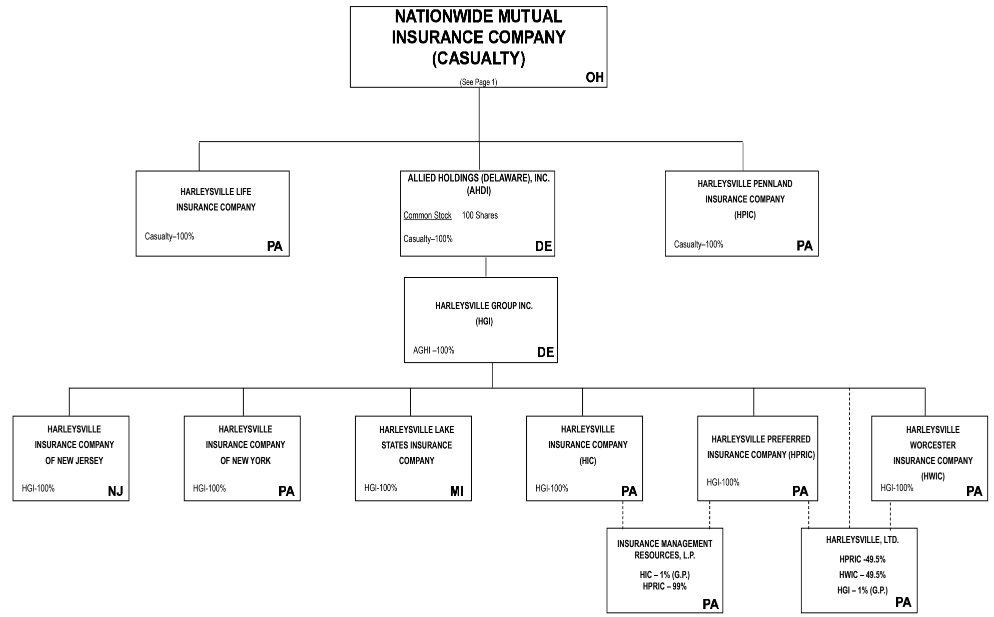


(Casualty, Fire and insurance related subsidiaries)



(Nationwide Corp. subsidiaries)

NATIONWIDE®



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

December 31, 2013 Page 3

(Harleysville subsidiaries)

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	OH	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

* Harleysville Pennland surrendered its Certificate of Authority effective 11/2/2013

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
2504. Prepaid pension costs	76,019,871	73,153,755	2,866,116	2,372,162
2597. Summary of remaining write-ins for Line 25 from overflow page	76,019,871	73,153,755	2,866,116	2,372,162

Additional Write-ins for Liabilities Line 25

	1 Current Year	2 Prior Year
2504. Reserve for litigation and contingencies	36,673,440	22,213,113
2505. Reserve for rate stabilizations	21,556,630	24,120,467
2597. Summary of remaining write-ins for Line 25 from overflow page	58,230,070	46,333,580

ALPHABETICAL INDEX

ANNUAL STATEMENT BLANK

ANNUAL STATEMENT BLANK (Continued)