



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

# QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2014

OF THE CONDITION AND AFFAIRS OF THE

## Scottsdale Insurance Company

NAIC Group Code 0140 0140 NAIC Company Code 41297 Employer's ID Number 31-1024978  
(Current) (Prior)

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

Country of Domicile United States of America

Incorporated/Organized 01/04/1982 Commenced Business 07/01/1982

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

Main Administrative Office 8877 N. Gainey Center Drive  
(Street and Number)  
Scottsdale, AZ, US 85258-2108, 480-365-4000  
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

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

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

Internet Website Address www.scottsdaleins.com

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

### OFFICERS

President & COO Michael Dean Miller VP & Treasurer David Neil Nelson #  
VP & Secretary Robert William Horner III

### OTHER

Pamela Ann Biesecker Sr VP-Head of Taxation Gary Lynn Tiepelman Sr VP-Underwriting Andrew Dawnly Walker Sr VP-IT Fin & Hd of Sourcing

### DIRECTORS OR TRUSTEES

Wesley Kim Austen # Kenneth Ari Levine Michael Dean Miller  
David Neil Nelson # Gary Lynn Tiepelman

State of Ohio SS:  
County of Franklin

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

Michael Dean Miller  
President & COO

Robert William Horner III  
VP & Secretary

David Neil Nelson  
VP & Treasurer

Subscribed and sworn to before me this \_\_\_\_\_ day of October, 2014

- 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.....

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**ASSETS**

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds .....	1,130,704,086		1,130,704,086	1,104,440,208
2. Stocks:				
2.1 Preferred stocks .....				
2.2 Common stocks .....	278,636,900		278,636,900	237,058,886
3. Mortgage loans on real estate:				
3.1 First liens .....	1,756,938		1,756,938	2,684,156
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances) .....				
4.2 Properties held for the production of income (less \$ ..... encumbrances) .....				
4.3 Properties held for sale (less \$ encumbrances) .....				
5. Cash (\$ .....(63,264,368) ), cash equivalents (\$ ..... ) and short-term investments (\$ .....23,745,878 ) .....	(39,518,490)		(39,518,490)	(29,394,641)
6. Contract loans (including \$ ..... premium notes) .....				
7. Derivatives .....				
8. Other invested assets .....				
9. Receivables for securities .....				
10. Securities lending reinvested collateral assets .....	169,803	126,979	42,824	1,360,730
11. Aggregate write-ins for invested assets .....				
12. Subtotals, cash and invested assets (Lines 1 to 11) .....	1,371,749,237	126,979	1,371,622,258	1,316,149,339
13. Title plants less \$ ..... charged off (for Title insurers only) .....				
14. Investment income due and accrued .....	10,163,480		10,163,480	11,264,125
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	475,477,793	23,590,025	451,887,768	453,365,276
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ ..... earned but unbilled premiums) .....	118,808,467	300,701	118,507,766	109,821,565
15.3 Accrued retrospective premiums .....				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	129,770,654		129,770,654	128,582,377
16.2 Funds held by or deposited with reinsured companies .....	198,986		198,986	256,737
16.3 Other amounts receivable under reinsurance contracts .....	2,091,390		2,091,390	13,278,715
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 .....	49,043,586		49,043,586	46,927,393
19. Guaranty funds receivable or on deposit .....	180,000		180,000	492,175
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 .....	52,964,376	177	52,964,199	45,305,814
24. Health care (\$ ..... ) and other amounts receivable .....				
25. Aggregate write-ins for other than invested assets .....	13,673,881	2,952,150	10,721,731	7,882,642
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25) .....	2,224,121,850	26,970,032	2,197,151,818	2,133,326,158
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....				
28. Total (Lines 26 and 27)	2,224,121,850	26,970,032	2,197,151,818	2,133,326,158
<b>DETAILS OF WRITE-INS</b>				
1101. ....				
1102. ....				
1103. ....				
1198. Summary of remaining write-ins for Line 11 from overflow page .....				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Deductible receivables .....	134,454	8,817	125,637	
2502. Deposits and prepaid assets .....	568,681	568,681		
2503. Funds held equity pools & associations .....	6,533,366		6,533,366	6,721,021
2598. Summary of remaining write-ins for Line 25 from overflow page .....	6,437,380	2,374,652	4,062,728	1,161,621
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	13,673,881	2,952,150	10,721,731	7,882,642

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ .....143,741,661 ) .....	400,414,994	379,084,069
2. Reinsurance payable on paid losses and loss adjustment expenses .....	106,694,126	98,515,467
3. Loss adjustment expenses .....	88,172,358	87,337,625
4. Commissions payable, contingent commissions and other similar charges .....	13,990,945	14,721,993
5. Other expenses (excluding taxes, licenses and fees) .....	3,729,125	4,965,165
6. Taxes, licenses and fees (excluding federal and foreign income taxes) .....	3,089,470	3,785,387
7.1 Current federal and foreign income taxes (including \$ .....(47,908) on realized capital gains (losses)) .....	1,129,896	9,372,931
7.2 Net deferred tax liability .....		
8. Borrowed money \$ ..... and interest thereon \$ .....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ .....1,320,538,015 and including warranty reserves of \$ .....634,989 and accrued accident and health experience rating refunds including \$ ..... for medical loss ratio rebate per the Public Health Service Act) .....	293,248,764	275,005,566
10. Advance premium .....	5,895,317	5,363,747
11. Dividends declared and unpaid:		
11.1 Stockholders .....		
11.2 Policyholders .....	370,921	360,325
12. Ceded reinsurance premiums payable (net of ceding commissions) .....	469,389,699	474,829,186
13. Funds held by company under reinsurance treaties .....	230,051	222,668
14. Amounts withheld or retained by company for account of others .....	10,948,648	14,490,706
15. Remittances and items not allocated .....	1,815,875	2,214,889
16. Provision for reinsurance (including \$ ..... certified) .....	7,782,677	7,782,677
17. Net adjustments in assets and liabilities due to foreign exchange rates .....	1,821	157
18. Drafts outstanding .....		
19. Payable to parent, subsidiaries and affiliates .....	16,229,812	28,426,025
20. Derivatives .....		
21. Payable for securities .....		
22. Payable for securities lending .....	302,780	1,612,490
23. Liability for amounts held under uninsured plans .....		
24. Capital notes \$ ..... and interest thereon \$ .....		
25. Aggregate write-ins for liabilities .....	9,393,718	8,870,390
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25) .....	1,432,830,997	1,416,961,463
27. Protected cell liabilities .....		
28. Total liabilities (Lines 26 and 27) .....	1,432,830,997	1,416,961,463
29. Aggregate write-ins for special surplus funds .....		
30. Common capital stock .....	6,027,200	6,027,200
31. Preferred capital stock .....		
32. Aggregate write-ins for other than special surplus funds .....		
33. Surplus notes .....		
34. Gross paid in and contributed surplus .....	173,973,300	143,973,300
35. Unassigned funds (surplus) .....	584,320,321	566,364,195
36. Less treasury stock, at cost:		
36.1 ..... shares common (value included in Line 30 \$ ..... ) .....		
36.2 ..... shares preferred (value included in Line 31 \$ ..... ) .....		
37. Surplus as regards policyholders (Lines 29 to 35, less 36) .....	764,320,821	716,364,695
38. Totals (Page 2, Line 28, Col. 3)	2,197,151,818	2,133,326,158
<b>DETAILS OF WRITE-INS</b>		
2501. Contingent suits .....	1,172,430	1,024,244
2502. Escrow liability .....	171,885	255,326
2503. Loss based assessment .....		465,364
2598. Summary of remaining write-ins for Line 25 from overflow page .....	8,049,403	7,125,456
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	9,393,718	8,870,390
2901. ....		
2902. ....		
2903. ....		
2998. Summary of remaining write-ins for Line 29 from overflow page .....		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)		
3201. ....		
3202. ....		
3203. ....		
3298. Summary of remaining write-ins for Line 32 from overflow page .....		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

## STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**STATEMENT OF INCOME**

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>UNDERWRITING INCOME</b>			
1. Premiums earned:			
1.1 Direct (written \$ .....1,182,298,401 )	1,137,417,563	1,004,531,469	1,362,646,994
1.2 Assumed (written \$ .....1,595,095,587 )	1,513,772,538	1,387,562,368	1,890,280,991
1.3 Ceded (written \$ .....2,233,217,157 )	2,125,256,467	1,895,786,402	2,585,595,254
1.4 Net (written \$ .....544,176,831 )	525,933,634	496,307,435	667,332,731
<b>DEDUCTIONS:</b>			
2. Losses incurred (current accident year \$ .....322,772,900 ):			
2.1 Direct .....	515,995,402	461,710,264	621,010,965
2.2 Assumed .....	953,505,630	825,871,630	1,110,061,112
2.3 Ceded .....	1,143,218,053	1,011,421,600	1,358,531,563
2.4 Net .....	326,282,979	276,160,294	372,540,514
3. Loss adjustment expenses incurred .....	52,069,678	51,473,542	69,117,014
4. Other underwriting expenses incurred .....	179,816,941	179,013,868	237,970,638
5. Aggregate write-ins for underwriting deductions .....			14,475
6. Total underwriting deductions (Lines 2 through 5) .....	558,169,598	506,647,704	679,642,641
7. Net income of protected cells .....			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7) .....	(32,235,964)	(10,340,269)	(12,309,910)
<b>INVESTMENT INCOME</b>			
9. Net investment income earned .....	30,796,472	26,578,299	35,903,328
10. Net realized capital gains (losses) less capital gains tax of \$ .....(47,908)	10,437	(83,008)	(392,539)
11. Net investment gain (loss) (Lines 9 + 10) .....	30,806,909	26,495,291	35,510,789
<b>OTHER INCOME</b>			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ .....44,843 amount charged off \$ .....2,181,625 ) .....	(2,136,782)	(2,296,980)	(2,948,112)
13. Finance and service charges not included in premiums .....	4,795,248	5,038,065	6,669,984
14. Aggregate write-ins for miscellaneous income .....	1,485,784	700,204	1,086,985
15. Total other income (Lines 12 through 14) .....	4,144,250	3,441,289	4,808,857
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15) .....	2,715,195	19,596,311	28,009,736
17. Dividends to policyholders .....	380,865	381,877	475,406
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17) .....	2,334,330	19,214,434	27,534,330
19. Federal and foreign income taxes incurred .....	1,735,556	9,699,248	11,339,111
20. Net income (Line 18 minus Line 19)(to Line 22) .....	598,774	9,515,186	16,195,219
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
21. Surplus as regards policyholders, December 31 prior year .....	716,364,695	670,198,712	670,198,712
22. Net income (from Line 20) .....	598,774	9,515,186	16,195,219
23. Net transfers (to) from Protected Cell accounts .....			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$ .....1,728,622	15,104,004	6,917,789	9,385,630
25. Change in net unrealized foreign exchange capital gain (loss) .....	(326,319)	(261,603)	(457,289)
26. Change in net deferred income tax .....	3,844,815	11,574,826	10,038,592
27. Change in nonadmitted assets .....	(1,265,547)	13,795,986	13,213,249
28. Change in provision for reinsurance .....			(2,209,418)
29. Change in surplus notes .....			
30. Surplus (contributed to) withdrawn from protected cells .....			
31. Cumulative effect of changes in accounting principles .....			
32. Capital changes:			
32.1 Paid in .....			
32.2 Transferred from surplus (Stock Dividend) .....			
32.3 Transferred to surplus .....			
33. Surplus adjustments:			
33.1 Paid in .....	30,000,000		
33.2 Transferred to capital (Stock Dividend) .....			
33.3 Transferred from capital .....			
34. Net remittances from or (to) Home Office .....			
35. Dividends to stockholders .....			
36. Change in treasury stock .....			
37. Aggregate write-ins for gains and losses in surplus .....	399		
38. Change in surplus as regards policyholders (Lines 22 through 37) .....	47,956,126	41,542,184	46,165,983
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38) .....	764,320,821	711,740,896	716,364,695
<b>DETAILS OF WRITE-INS</b>			
0501. Loss based assessment .....			14,475
0502. ....			
0503. ....			
0598. Summary of remaining write-ins for Line 5 from overflow page .....			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above) .....			14,475
1401. Contingent suit liability .....	(173,821)	(452,454)	(503,887)
1402. Miscellaneous income/(expense) .....	1,659,605	1,152,658	1,590,872
1403. ....			
1498. Summary of remaining write-ins for Line 14 from overflow page .....			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above) .....	1,485,784	700,204	1,086,985
3701. Change in surplus - miscellaneous .....	399		
3702. ....			
3703. ....			
3798. Summary of remaining write-ins for Line 37 from overflow page .....			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above) .....	399		

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**CASH FLOW**

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	532,131,664	554,842,173	715,480,790
2. Net investment income .....	34,090,755	28,189,669	37,228,240
3. Miscellaneous income .....	15,389,326	3,443,773	(7,212,981)
4. Total (Lines 1 to 3) .....	581,611,745	586,475,616	745,496,049
5. Benefit and loss related payments .....	298,096,126	200,264,718	299,833,856
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....			
7. Commissions, expenses paid and aggregate write-ins for deductions .....	233,402,717	210,058,570	283,441,421
8. Dividends paid to policyholders .....	370,269	269,337	392,683
9. Federal and foreign income taxes paid (recovered) net of \$ ..... (138,649) tax on capital gains (losses) .....	9,930,683	81,679	219,837
10. Total (Lines 5 through 9) .....	541,799,795	410,674,303	583,887,798
11. Net cash from operations (Line 4 minus Line 10) .....	39,811,950	175,801,313	161,608,252
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	99,407,236	65,389,600	103,750,911
12.2 Stocks .....		17,980	17,980
12.3 Mortgage loans .....	927,490	130,338	175,178
12.4 Real estate .....			
12.5 Other invested assets .....	1,306,695		314,931
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	219	2,144	1,620
12.7 Miscellaneous proceeds .....			
12.8 Total investment proceeds (Lines 12.1 to 12.7) .....	101,641,641	65,540,062	104,260,619
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	122,981,425	265,156,635	332,972,201
13.2 Stocks .....	30,000,000		
13.3 Mortgage loans .....			
13.4 Real estate .....			
13.5 Other invested assets .....		69,149	
13.6 Miscellaneous applications .....		171,668	171,668
13.7 Total investments acquired (Lines 13.1 to 13.6) .....	152,981,425	265,397,452	333,143,869
14. Net increase (or decrease) in contract loans and premium notes .....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14) .....	(51,339,784)	(199,857,390)	(228,883,250)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....			
16.2 Capital and paid in surplus, less treasury stock .....	30,000,000		
16.3 Borrowed funds .....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....			
16.5 Dividends to stockholders .....			
16.6 Other cash provided (applied) .....	(28,596,015)	(62,342,629)	(20,245,465)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	1,403,985	(62,342,629)	(20,245,465)
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) .....	(10,123,849)	(86,398,706)	(87,520,463)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	(29,394,641)	58,125,822	58,125,822
19.2 End of period (Line 18 plus Line 19.1) .....	(39,518,490)	(28,272,884)	(29,394,641)

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

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## NOTES TO FINANCIAL STATEMENTS

### Note 1 - Summary of Significant Accounting Policies

#### A. Accounting Practices

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

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

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:

	<u>State of Domicile</u>	<u>2014</u>	<u>2013</u>
<b>NET INCOME</b>			
(1) Scottsdale Insurance Company state basis (Page 4, Line 20, Columns 1 & 3)	OH	\$ 598,774	\$ 16,195,219
(2) State Prescribed Practices that increase/(decrease) NAIC SAP	OH	-	-
(3) State Permitted Practices that increase/(decrease) NAIC SAP	OH	-	-
(4) NAIC SAP (1-2-3=4)	OH	\$ 598,774	\$ 16,195,219
<b>SURPLUS</b>			
(5) Scottsdale Insurance Company state basis (Page 3, Line 37, Columns 1 & 2)	OH	\$ 764,320,821	\$ 716,364,695
(6) State Prescribed Practices that increase/(decrease) NAIC SAP	OH	-	-
(7) State Permitted Practices that increase/(decrease) NAIC SAP	OH	-	-
(8) NAIC SAP (5-6-7=8)	OH	\$ 764,320,821	\$ 716,364,695

#### C. Accounting Policies

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

The admitted investments in all subsidiary, controlled, and affiliated (SCA) entities are valued using an equity method approach. Under this approach, investments in insurance affiliated companies are stated at underlying audited statutory surplus adjusted for unamortized goodwill. Investments in non-insurance affiliated companies that have no significant ongoing operations other than to hold assets that are primarily for the direct or indirect benefit or use of the reporting entity or its affiliates are stated at audited GAAP equity adjusted to a statutory basis of accounting. Investments in non-insurance affiliated companies that have significant ongoing operations beyond holding assets that are primarily for the direct or indirect benefit or use of the reporting entity or its affiliates are stated at audited GAAP equity. Unaudited affiliated companies of the reporting entity or its affiliates are non-admitted under prescribed SAP accounting practices. Goodwill arising from the acquisition of affiliated companies is amortized over a period of ten years. Investments in affiliated companies are generally included in stocks. Unamortized goodwill at September 30, 2014 was \$11.1 million, which was fully admitted based upon adjusted policyholder surplus.

### Note 2 - Accounting Changes and Corrections of Errors

No change.

### Note 3 - Business Combinations and Goodwill

No change.

### Note 4 - Discontinued Operations

No change.

### Note 5 - Investments

#### A. Mortgage Loans

No change.

#### B. Troubled Debt Restructuring for Creditors

No change.

#### C. Reverse Mortgages

No change.

#### D. Loan-Backed Securities

1. Prepayment assumptions are generally obtained using a model provided by a third-party vendor.
2. Not applicable.
3. Not applicable.

## NOTES TO FINANCIAL STATEMENTS

4. All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a. The aggregate amount of unrealized losses:		
1. Less than 12 Months	\$	(128,531)
2. 12 Months or Longer	\$	(139,239)
b. The aggregate related fair value of securities with unrealized losses:		
1. Less than 12 Months	\$	26,116,899
2. 12 Months or Longer	\$	10,545,880

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 Securities Lending Transactions

3. Collateral Received

- b. The fair value as of the date of each statement of financial position presented of that collateral and of the portion of that collateral that it has sold or repledged is \$169,803.

F. Real Estate

No change.

G. Low-Income Housing Tax Credits

No change.

H. Restricted Assets

No change.

I. Working Capital Finance Investments

Not applicable.

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

No change.

**Note 7 - Investment Income**

No change.

**Note 8 - Derivative Instruments**

No change.

**Note 9 - Income Taxes**

No change.

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

B. Detail of Transactions Greater than ½ % of Admitted Assets

On May 28, 2014, the Company received a capital contribution of \$30 million from Nationwide Mutual Insurance Company. The Company contributed the \$30 million to Scottsdale Surplus Lines Insurance Company.

C. Change in Terms of Intercompany Arrangements

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

**Note 11 - Debt**

B. FHLB (Federal Home Loan Bank) Agreements

Not applicable.

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

Not applicable.

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

No change.

## NOTES TO FINANCIAL STATEMENTS

### **Note 14 – Contingencies**

A. Contingent Commitments

On February 12, 2014, the California Insurance Department rescinded the requirement of the Company to add additional capital or renegotiate the reinsurance agreement between itself and Veterinary Pet Insurance, or both, in order to maintain the capital and surplus of Veterinary Pet Services at or above the \$2.0 million required by the Department.

### **Note 15 – Leases**

No change.

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

No change.

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

A. Transfers of Receivables Reported as Sales

No change.

B. Transfers and Servicing of Financial Assets

Not applicable.

C. Wash Sales

Not applicable.

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

No change.

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

No change.

### **Note 20 – Fair Value Measurements**

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

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

The Company categorizes financial assets and liabilities as follows:

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

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

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

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

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

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

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

## NOTES TO FINANCIAL STATEMENTS

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 September 30, 2014:

	Level 1	Level 2	Level 3	Total
<b>Assets at Fair Value</b>				
U.S. Government bonds	-	-	-	-
States, Territories and Possessions	-	-	-	-
Political subdivisions	-	-	-	-
Special revenues	-	-	-	-
Hybrid Securities	-	-	-	-
Credit tenant loans	-	-	-	-
Industrial & Misc.	-	-	-	-
<b>Total Bonds</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>
Sec Lending	-	79,733	-	79,733
Preferred Stocks	-	-	-	-
Common Stocks	-	-	-	-
Loans held for sale	-	-	-	-
Separate Account Assets	-	-	-	-
Derivative Assets	-	-	-	-
<b>Total Assets at Fair Value</b>	<b>\$ -</b>	<b>\$ 79,733</b>	<b>\$ -</b>	<b>\$ 79,733</b>
<b>Liabilities at Fair Value</b>				
Derivatives Liabilities	-	-	-	-
<b>Total Liabilities at Fair Value</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

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 September 30, 2014:

	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
<b>Assets</b>						
Bonds	\$ 1,206,043,793	\$ 1,130,704,086	\$ 310,630,479	\$ 895,054,598	\$ 358,716	\$ -
Stocks	278,636,900	278,636,900	-	-	278,636,900	-
Mortgage loans	1,904,948	1,756,938	-	-	1,904,948	-
Short-term investments	23,745,879	23,745,879	-	23,745,879	-	-
Derivative assets	-	-	-	-	-	-
Policy loans	-	-	-	-	-	-
Securities lending collateral assets <sup>1</sup>	90,070	90,070	-	90,070	-	-
<b>Total Assets</b>	<b>\$ 1,510,421,590</b>	<b>\$ 1,434,933,873</b>	<b>\$ 310,630,479</b>	<b>\$ 918,890,547</b>	<b>\$ 280,900,564</b>	<b>\$ -</b>
<b>Liabilities</b>						
Derivative liabilities	-	-	-	-	-	-
<b>Total Liabilities</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

1 - Includes non admitted assets

### **Note 21 - Other Items**

#### C. Other Disclosures

Effective June 1, 2014, the Company renewed its Property Catastrophe Program at 45% of \$200.0 million in excess of \$300.0 million.

#### G. Offsetting and Netting of Assets and 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.

## NOTES TO FINANCIAL STATEMENTS

### I. Risk Sharing Provisions of the Affordable Care Act

	AMOUNT
<b>a. Permanent ACA Risk Adjustment Program</b>	
Assets	
1. Premium adjustments receivable due to ACA Risk Adjustment	\$ -
Liabilities	
2. Risk adjustment user fees payable for ACA Risk Adjustment	\$ -
3. Premium adjustments payable due to ACA Risk Adjustment	\$ -
Operations (Revenue & Expense)	
4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment	\$ -
5. Reported in expenses as ACA risk adjustment user fees (incurred/paid)	\$ -
<b>b. Transitional ACA Reinsurance Program</b>	
Assets	
1. Amounts recoverable for claims paid due to ACA Reinsurance	\$ -
2. Amounts recoverable for claims unpaid due to ACA Reinsurance	\$ -
3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ -
Liabilities	
4. Claims unpaid - ceded due to ACA Reinsurance	\$ -
5. Liabilities for contributions payable due to ACA Reinsurance - not reported as ceded premium	\$ -
6. Ceded reinsurance premiums payable due to ACA	\$ -
7. Liability for amounts held under uninsured plans contributions for ACA Reinsurance	\$ -
Operations (Revenue & Expense)	
8. Ceded reinsurance premiums due to ACA Reinsurance	\$ -
9. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ -
10. ACA Reinsurance contributions - not reported as ceded premium	\$ -
<b>c. Temporary ACA Risk Corridors Program</b>	
Assets	
1. Accrued retrospective premium due to ACA Risk Corridors	\$ -
Liabilities	
2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ -
Operations (Revenue & Expense)	
3. Effect of ACA Risk Corridors on net premium income (paid/received)	\$ -
4. Effect of ACA Risk Corridors on change in reserves for rate credits	\$ -

#### **Note 22 - Events Subsequent**

Subsequent events have been considered through November 6, 2014 for these statutory financial statements which are to be issued November 7, 2014. There were no events occurring subsequent to the end of the quarter that merited recognition or disclosure in these statements.

#### **Note 23 - Reinsurance**

No change.

#### **Note 24 - Retrospectively Rated Contracts and Contracts Subject to Redetermination**

No change.

#### **Note 25 - Changes in Incurred Losses and Loss Adjustment Expenses**

No change.

#### **Note 26 - Intercompany Pooling Arrangements**

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

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

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

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

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

#### **Note 27 - Structured Settlements**

No change.

## NOTES TO FINANCIAL STATEMENTS

**Note 28 - Health Care Receivables**

No change.

**Note 29 - Participating Policies**

No change.

**Note 30 - Premium Deficiency Reserves**

No change.

**Note 31 - High Deductibles**

No change.

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

No change.

**Note 33 - Asbestos/Environmental Reserves**

No change.

**Note 34 - Subscriber Savings Accounts**

No change.

**Note 35 - Multiple Peril Crop Insurance**

No change.

**Note 36 – Financial Guaranty Insurance**

B. Schedule of Insured Financial Obligations at the End of the Period

Not applicable.

# GENERAL INTERROGATORIES

## PART 1 - COMMON INTERROGATORIES

### GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? ..... Yes [ ] No [ X ]
- 1.2 If yes, has the report been filed with the domiciliary state? ..... Yes [ ] No [ ]
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? ..... Yes [ ] No [ X ]
- 2.2 If yes, date of change: .....
- 3.1 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 and 1A.
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? ..... Yes [ ] No [ X ]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? ..... Yes [ ] No [ X ]
- 4.2 If yes, provide the name of the entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

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

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? ..... Yes [ ] No [ X ] N/A [ ]  
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. .... 12/31/2011
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. .... 12/31/2011
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). .... 03/13/2013
- 6.4 By what department or departments?  
OH
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? ..... Yes [ ] No [ ] N/A [ X ]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? ..... Yes [ ] No [ ] N/A [ X ]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? ..... Yes [ ] No [ X ]
- 7.2 If yes, give full information:
- 8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? ..... Yes [ ] No [ X ]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? ..... Yes [ X ] No [ ]
- 8.4 If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 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

**GENERAL INTERROGATORIES**

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? ..... Yes  No   
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;  
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;  
 (c) Compliance with applicable governmental laws, rules and regulations;  
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and  
 (e) Accountability for adherence to the code.
- 9.11 If the response to 9.1 is No, please explain:
- 9.2 Has the code of ethics for senior managers been amended? ..... Yes  No
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? ..... Yes  No
- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

**FINANCIAL**

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? ..... Yes  No
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: ..... \$ 44,722,661

**INVESTMENT**

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) ..... Yes  No
- 11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: ..... \$
13. Amount of real estate and mortgages held in short-term investments: ..... \$
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? ..... Yes  No
- 14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds .....	\$	\$
14.22 Preferred Stock .....	\$	\$
14.23 Common Stock .....	\$ 237,058,885	\$ 278,636,900
14.24 Short-Term Investments .....	\$	\$
14.25 Mortgage Loans on Real Estate .....	\$	\$
14.26 All Other .....	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) .....	\$ 237,058,885	\$ 278,636,900
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above .....	\$	\$

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? ..... Yes  No
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? ..... Yes  No   
 If no, attach a description with this statement.

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY  
**GENERAL INTERROGATORIES**

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- |  |          |         |
|--|----------|---------|
| 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 .....                   | \$ ..... | 169,803 |
| 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 ..... | \$ ..... | 169,803 |
| 16.3 Total payable for securities lending reported on the liability page .....                                       | \$ ..... | 302,780 |

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

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

1 Name of Custodian(s)	2 Custodian Address
The Bank of New York Mellon .....	1 Wall Street, New York, NY 10286 .....
The Royal Trust of Canada .....	155 Wellington St. W 2nd Floor Toronto, Ontario Canada M5V 3L3 .....

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

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

17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? ..... Yes [  ] No [  ]

17.4 If yes, give full information relating thereto:

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

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

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

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

18.2 If no, list exceptions:

# GENERAL INTERROGATORIES

## PART 2 - PROPERTY & CASUALTY INTERROGATORIES

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

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

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

3.2 If yes, give full and complete information thereto.

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

4.2 If yes, complete the following schedule:

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

5. Operating Percentages:

5.1 A&H loss percent .....70.410 %

5.2 A&H cost containment percent .....(0.010)%

5.3 A&H expense percent excluding cost containment expenses .....45.850 %

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

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

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

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



STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

Current Year to Date - Allocated by States and Territories

	1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid		
		2	3	4	5	6	7	
States, etc.	Active Status	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	Current Year To Date	Prior Year To Date	
1. Alabama	AL	E	20,588,614	19,393,027	9,142,016	6,701,914	13,095,388	13,535,131
2. Alaska	AK	E	3,312,003	2,459,448	210,189	571,879	2,398,382	2,507,239
3. Arizona	AZ	L	9,422,071	8,570,940	4,159,091	3,848,268	8,076,039	5,484,969
4. Arkansas	AR	E	6,173,131	5,905,862	4,593,014	2,245,571	5,447,030	4,652,344
5. California	CA	E	197,295,303	171,289,772	60,632,609	58,732,473	238,760,127	219,405,361
6. Colorado	CO	E	15,392,196	13,461,926	7,958,438	2,816,492	15,720,486	13,991,714
7. Connecticut	CT	E	8,006,510	7,024,119	2,910,130	3,350,769	10,705,440	11,293,454
8. Delaware	DE	L	662,718	858,192	420,364	304,246	1,430,730	1,241,888
9. District of Columbia	DC	E	8,895,672	4,346,637	779,185	1,286,584	9,139,243	2,220,370
10. Florida	FL	E	145,486,461	129,547,709	42,448,348	42,215,415	128,558,359	125,461,660
11. Georgia	GA	E	27,563,382	29,485,544	19,988,732	11,334,197	30,782,677	32,970,843
12. Hawaii	HI	E	8,879,690	8,590,789	1,325,953	2,249,888	9,189,515	9,187,810
13. Idaho	ID	E	3,120,865	2,782,969	534,332	1,673,641	2,320,622	2,605,473
14. Illinois	IL	E	24,598,894	24,324,810	10,380,412	10,565,682	36,821,203	51,070,970
15. Indiana	IN	E	17,543,871	14,656,098	5,139,933	2,101,689	17,277,658	12,929,509
16. Iowa	IA	E	7,129,359	6,405,929	4,030,745	1,719,172	9,034,062	8,321,099
17. Kansas	KS	E	7,127,251	6,733,730	2,542,571	5,321,328	5,968,518	3,813,853
18. Kentucky	KY	E	4,686,779	4,413,199	2,591,418	620,834	5,657,168	7,623,260
19. Louisiana	LA	E	73,429,442	69,247,672	23,417,182	20,009,565	58,005,265	59,040,716
20. Maine	ME	E	1,636,264	1,610,090	1,469,066	171,366	1,846,982	2,432,886
21. Maryland	MD	E	10,973,612	10,984,897	2,350,838	4,353,245	14,994,518	14,560,175
22. Massachusetts	MA	E	18,218,090	18,330,974	7,238,738	9,913,746	32,366,658	31,322,063
23. Michigan	MI	E	6,730,393	6,033,262	2,193,271	2,623,334	11,970,824	11,093,552
24. Minnesota	MN	E	10,938,860	7,608,875	1,002,970	1,729,494	11,234,865	11,192,464
25. Mississippi	MS	E	13,239,785	14,350,553	4,247,786	8,538,013	12,056,277	8,053,553
26. Missouri	MO	E	14,397,677	18,175,227	3,497,696	3,278,024	13,476,154	11,861,046
27. Montana	MT	E	5,507,390	4,132,352	1,820,987	616,846	5,608,925	4,490,874
28. Nebraska	NE	E	5,306,589	4,468,069	2,745,243	896,819	4,402,931	3,989,392
29. Nevada	NV	E	6,539,815	6,389,455	2,027,471	1,449,072	8,826,346	9,194,367
30. New Hampshire	NH	E	939,615	1,625,795	261,368	142,837	2,378,654	2,517,007
31. New Jersey	NJ	E	49,712,928	49,174,303	23,654,522	32,213,534	84,347,202	75,290,113
32. New Mexico	NM	E	5,801,595	4,929,140	2,411,443	2,680,969	5,360,403	5,989,459
33. New York	NY	E	160,641,964	141,893,474	49,081,597	51,993,494	283,945,771	227,545,274
34. North Carolina	NC	E	24,185,363	22,921,832	3,305,558	3,713,516	13,796,198	12,003,966
35. North Dakota	ND	E	1,827,816	1,780,028	241,531	746,775	995,006	968,089
36. Ohio	OH	L	4,930,656	4,095,220	1,587,752	2,113,798	5,610,826	6,002,804
37. Oklahoma	OK	E	14,773,988	13,124,975	6,648,201	10,197,826	9,789,315	9,463,409
38. Oregon	OR	E	9,259,312	8,333,235	4,634,338	2,044,900	10,034,747	12,096,284
39. Pennsylvania	PA	E	19,128,988	19,041,659	6,295,881	5,484,881	52,324,995	50,130,517
40. Rhode Island	RI	E	2,492,314	2,834,863	1,329,107	950,487	4,378,379	4,714,823
41. South Carolina	SC	E	20,793,137	19,809,416	6,609,751	9,972,085	17,211,234	16,264,149
42. South Dakota	SD	E	1,085,674	992,172	694,414	183,307	1,653,683	993,680
43. Tennessee	TN	E	10,995,955	12,283,466	7,273,889	7,769,870	16,930,239	17,075,671
44. Texas	TX	E	122,352,431	113,702,466	48,424,549	50,433,317	110,882,961	96,605,471
45. Utah	UT	E	4,607,503	4,438,103	1,091,588	2,743,937	5,107,170	5,529,075
46. Vermont	VT	E	1,499,083	1,554,356	255,912	164,921	1,638,079	1,651,333
47. Virginia	VA	E	15,393,208	14,827,266	5,610,546	1,531,967	17,129,875	18,081,078
48. Washington	WA	E	16,454,644	14,286,699	5,032,394	5,540,226	21,817,726	19,674,181
49. West Virginia	WV	E	5,232,879	5,254,055	1,253,039	765,673	4,711,409	4,839,758
50. Wisconsin	WI	E	5,298,202	4,796,772	2,239,949	1,212,769	7,008,346	7,130,609
51. Wyoming	WY	E	1,933,373	1,946,359	202,374	499,500	970,364	905,825
52. American Samoa	AS	N						
53. Guam	GU	N						
54. Puerto Rico	PR	E	154,453	402	(2,500)	55,000	46,317	5,180
55. U.S. Virgin Islands	VI	N						
56. Northern Mariana Islands	MP	N						
57. Canada	CAN	N						
58. Aggregate Other Alien	OT	XXX	633	204,250			243,566	154,420
59. Totals	(a)	3	1,182,298,401	1,085,432,432	409,935,931	404,395,155	1,403,484,857	1,291,180,210
DETAILS OF WRITE-INS								
58001. BMU Bermuda		XXX		204,250			137,243	72,687
58002. ENG England		XXX	633				106,323	81,733
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	633	204,250			243,566	154,420

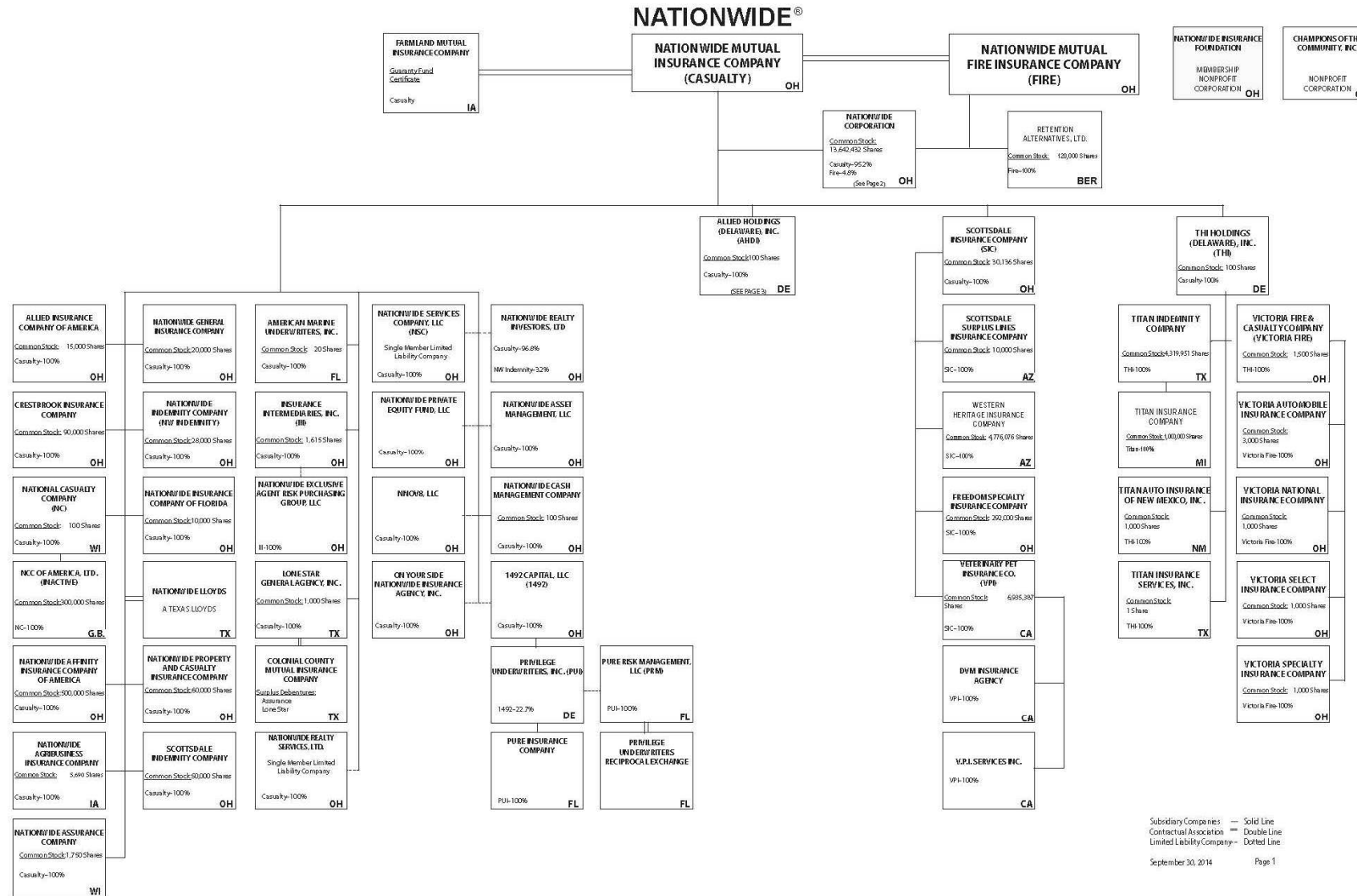
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business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

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

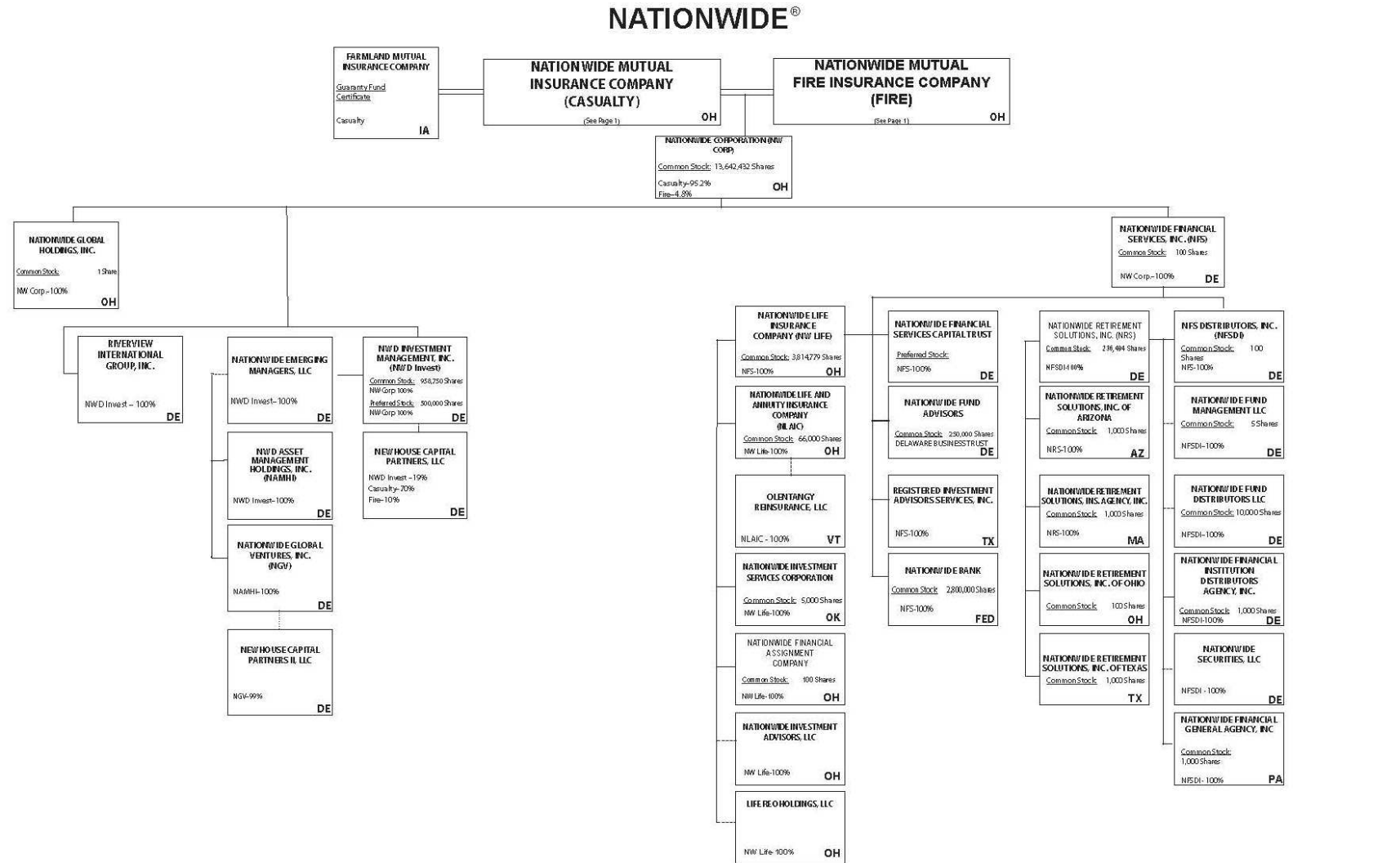
# SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

## PART 1 - ORGANIZATIONAL CHART



(Casualty/Fire subsidiaries)

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY  
**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 - ORGANIZATIONAL CHART**

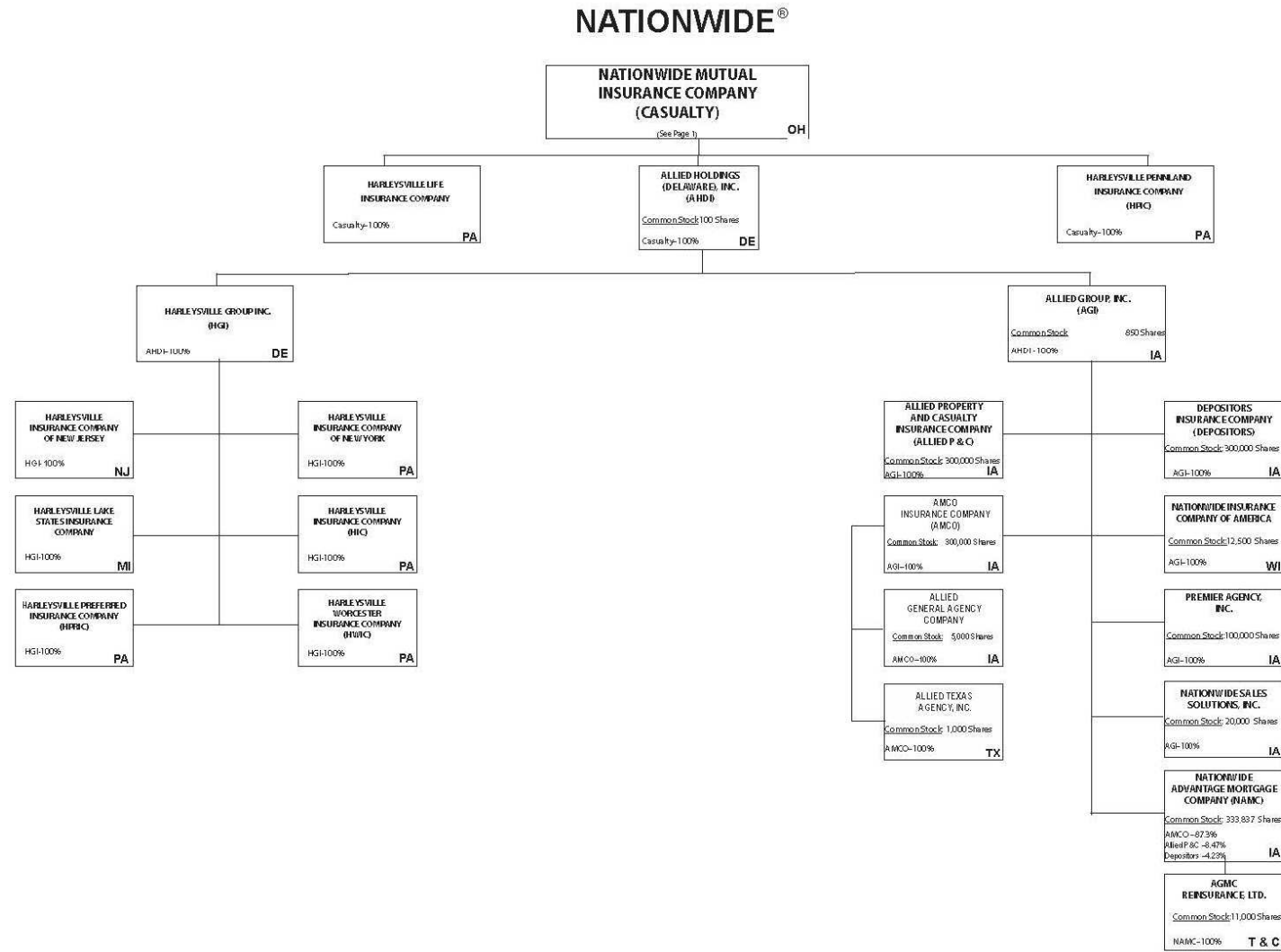


11.1

Subsidiary Companies — Solid Line  
 Contractual Association = Double Line  
 Limited Liability Company - - Dotted Line  
 September 30, 2014 Page 2

(Nationwide Corp. subsidiaries)

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY  
**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**  
**PART 1 - ORGANIZATIONAL CHART**



11.2

Subsidiary Companies — Solid Line  
 Contractual Association = Double Line  
 Limited Liability Company - - - Dotted Line  
 September 30, 2014 Page 3

(ALLIED/Harleysville subsidiaries)

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		31-1486309	4590018			10 W. Nationwide, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4594954			101 N. Twentieth St, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1733036	4594963			120 Acre Partners, LLC	DE	NIA	Nationwide Realty Investors, Ltd.	Ownership	95.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		26-2451988	4288132			1492 Capital, LLC	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-1347603	4594806			180 E. Broad Partners, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	33.330	Nationwide Mutual Insurance Company	1
0140	Nationwide		31-1580283	4590835			400 West Nationwide Boulevard, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591140			425 West Nationwide Boulevard, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4595009			44 Chestnut, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590497			775 Yard Street Restaurant, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590750			775 Yard Street, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4671583			795 Rail Street, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590602			800 Bobcat Avenue, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4671499			800 Goodale Boulevard, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4671789			800 Yard Street, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590778			805 Bobcat Avenue, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590611			845 Yard Street, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590787			850 Goodale Blvd., LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590714			895 W. Third Ave., LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590714			925 Burrell Avenue Acquisitions, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1680808	4594833			AD Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	60.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		31-1580283	4590992			ADTV, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		52-2227314	42877247			AGMC Reinsurance, Ltd.	TCA	IA	Nationwide Advantage Mortgage Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-1011300	4287229			ALLIED General Agency Company	IA	IA	AMCO Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-0958655	1677548			ALLIED Group, Inc.	IA	IA	Allied Holdings (Delaware), Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-4628790	4613462			Allied Holdings (Delaware), Inc.	DE	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10127	27-0114983	4288169			ALLIED Insurance Company of America	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	45279	42-1201931	4287144			ALLIED Property and Casualty Insurance Company	IA	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-1527863	4287238			ALLIED Texas Agency, Inc.	TX	IA	AMCO Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	19100	42-6054959	4287153			AMCO Insurance Company	IA	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		59-1031596	4288011			American Marine Underwriters, Inc.	FL	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4595036			Anderson Meadows, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591177			Arena District CA I, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0280710				Arena District Owners Association	OH	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide		31-1580283	4591010			Arena Theatres, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Artessa at Quarry Village, LLC	TX	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide			4595371			BOCS Investment Fund LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1184438	4594842			Boulevard Inn Limited Liability Company	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	94.800	Nationwide Mutual Insurance Company	1
0140	Nationwide		31-1555487	4593658			Broad Street Retail, LLC	DE	NIA	Nationwide Realty Investors, Ltd.	Ownership	60.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4595531			Brooke School Investment Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide			3730540			CHP New Markets Investment Fund, LLC	OH	OTH	Nationwide Mutual Insurance Company	Limited partner /no control	50.000	other non-Nationwide	1
0140	Nationwide		20-1618232	4595241			CNRI-Cannonsport Condominium, LLC	OH	NIA	CNRI-Cannonsport, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-1618232	4595045			CNRI-Cannonsport, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide						Co-Investment Fund, LLC	DE	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide		31-1579973				COLHOC Limited Partnership	OH	NIA	NRI Limited Partnership	Ownership	30.760	Other non-Nationwide	1
0140	Nationwide	29262	74-1061659	4288057			Colonial County Mutual Insurance Company	TX	OTH	Other non-Nationwide	contract	0.000	Other non-Nationwide	
0140	Nationwide		45-4901238				Columbus Arena Management, LLC	OH	OTH	Other non-Nationwide		0.000	Other non-Nationwide	
0140	Nationwide		04-3750770	4595951			Continental/North Shore I, L.P.	OH	NIA	Continental/NRI North Shore Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-0366090	3327212			Continental/North Shore II, L.P.	OH	NIA	Continental/NRI North Shore Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140	Nationwide		20-0142724	4588177			Continental/NRI North Shore Investments, LLC	..OH	..NIA	Nationwide Realty Investors, Ltd.	Ownership	..50.500	Nationwide Mutual Insurance Company	.....1
0140	Nationwide			4595670			Cotton Mill Partners, LLC	..VA	..OTH	Nationwide Mutual Insurance Company	Limited partner /no control	..2.000	other non-Nationwide	.....1
0140	Nationwide	18961	68-0066866	4288178			Crestbrook Insurance Company	..OH	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		31-1486309	4590255			Crewville, Ltd.	..OH	..NIA	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	42587	42-1207150	4287162			Depositors Insurance Company	..IA	..IA	ALLIED Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		33-0096671	4287694			DVM Insurance Agency	..CA	..NIA	Veterinary Pet Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		20-1945276	4590590			East of Madison, LLC	..DE	..NIA	120 Acre Partners, Ltd.	Ownership	..24.910	Nationwide Mutual Insurance Company	.....1
0140	Nationwide		20-1945276	4590590			East of Madison, LLC	..DE	..NIA	ND La Quinta Partners, LLC	Ownership	..76.090	Nationwide Mutual Insurance Company	.....1
0140	Nationwide			4595689			ELH Investment LLC	..DE	..OTH	Nationwide Mutual Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	.....2
0140	Nationwide	13838	42-0618271	4569372			Farmland Mutual Insurance Company	..IA	..OTH	Other non-Nationwide	debt	..0.000	Other non-Nationwide	.....2
0140	Nationwide	22209	75-6013587	4287676			Freedom Specialty Insurance Company (fka Atlantic Insurance Company)	..OH	..IA	Scottsdale Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		46-4736379				GPN-1 Property Owners Association, Inc.	..OH	..OTH	other non-Nationwide	n/a	..0.000	other non-Nationwide	.....2
0140	Nationwide		20-4939866	4590808			Grandview Yard Hotel Holdings, LLC	..OH	..NIA	NRI Equity Land Investments, LLC	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		20-4939866	4590826			Grandview Yard Hotel, LLC	..OH	..NIA	Grandview Yard Hotel Holdings, LLC	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		51-0241172	3582909			Harleysville Group, Inc.	..DE	..NIA	Allied Holdings (Delaware), Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	23582	41-0417250	4442260			Harleysville Insurance Company	..PA	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	33235	16-1075588	4442158			Harleysville Insurance Company of New Jersey	..NJ	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	10674	23-2864924	4442242			Harleysville Insurance Company of New York	..PA	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	14516	38-3198542	4442251			Harleysville Lake States Insurance Company	..MI	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	64327	23-1580983	4440659			Harleysville Life Insurance Company	..PA	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	40983	23-2612951	4442149			Harleysville Pennland Insurance Company	..PA	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	35896	23-2384978	4442288			Harleysville Preferred Insurance Company	..PA	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	26182	04-1989660	4442372			Harleysville Worcester Insurance Company	..PA	..IA	Harleysville Group, Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		32-0051216	4596903			Hideaway Properties Corp.	..CA	..OTH	Nationwide Realty Investors, Ltd.	Ownership	..50.000	Nationwide Mutual Insurance Company	.....1
0140	Nationwide		31-0871532	4288020			Insurance Intermediaries, Inc.	..OH	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		31-1486309	4097802			Jerome Village Company, LLC	..OH	..NIA	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide						Jerome Village Master Property Owners Association	..OH	..OTH	Other non-Nationwide	Ownership	..0.000	Other non-Nationwide	.....2
0140	Nationwide		31-1486309	4590312			JV Developers, LLC	..OH	..OTH	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....2
0140	Nationwide		46-2956640				Jerome Village Residential Property Owners Association, Inc.	..OH	..NIA	Other non-Nationwide	Ownership	..0.000	Other non-Nationwide	.....
0140	Nationwide			4595698			Leaguers Investment Fund LLC	..DE	..OTH	Nationwide Mutual Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	.....2
0140	Nationwide		56-3789187	4286969			Life REO Holdings, LLC	..OH	..NIA	Nationwide Life Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		74-1395229	4288039			Lone Star General Agency, Inc.	..TX	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide			4595700			Match School Investment Fund, LLC	..DE	..OTH	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....2
0140	Nationwide	11991	38-0865250	4288187			National Casualty Company	..WI	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide			4614900			National Casualty Company of America, Ltd.	..GBR	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		42-1154244	2889795			Nationwide Advantage Mortgage Company	..IA	..NIA	AMCO Insurance Company	Ownership	..87.300	Nationwide Mutual Insurance Company	.....
0140	Nationwide		42-1154244	2889795			Nationwide Advantage Mortgage Company	..IA	..NIA	ALLIED Property & Casualty Insurance Company	Ownership	..8.470	Nationwide Mutual Insurance Company	.....
0140	Nationwide		42-1154244	2889795			Nationwide Advantage Mortgage Company	..IA	..NIA	Depositors Insurance Company	Ownership	..4.230	Nationwide Mutual Insurance Company	.....
0140	Nationwide	26093	48-0470690	4288196			Nationwide Affinity Insurance Company of America	..OH	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide	28223	42-1015537	4288208			Nationwide Agribusiness Insurance Company	..IA	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
0140	Nationwide		20-5976272	4595910			Nationwide Alternative Investments, LLC	..OH	..NIA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....

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STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		31-1578869	4288075			Nationwide Arena, LLC	OH	NIA	NRI Arena, Ltd.	Ownership	90.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		20-8670712	4288114			Nationwide Asset Management, LLC	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10723	95-0639970	4288217			Nationwide Assurance Company	WI	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1592130	2729677			Nationwide Bank		OTH	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1036287	4288123			Nationwide Cash Management Company	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-4416546	3828081			Nationwide Corporation	OH	NIA	Nationwide Mutual Insurance Company Nationwide Mutual Fire Insurance Company	Ownership	95.200	Nationwide Mutual Insurance Company	
0140	Nationwide		31-4416546	3828081			Nationwide Corporation	OH	NIA		Ownership	4.800	Nationwide Mutual Insurance Company	
0140	Nationwide		04-3679407	4286839			Nationwide Emerging Managers, LLC	DE	NIA	NWD Investment Management, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		05-0630007	4288048			Nationwide Exclusive Agent Risk Purchasing Group, LLC	OH	NIA	Insurance Intermediaries, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1667326	4286932			Nationwide Financial Assignment Company	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		23-2412039	4287087			Nationwide Financial General Agency, Inc.	PA	NIA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1316276	4287069			Nationwide Financial Institution Distributors Agency, Inc.	DE	NIA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-6554353	4286978			Nationwide Financial Services Capital Trust	DE	NIA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486870	3828063			Nationwide Financial Services, Inc.	DE	NIA	Nationwide Corporation	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		52-6969857	4286996			Nationwide Fund Advisors	DE	NIA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1748721	42877050			Nationwide Fund Distributors LLC	DE	NIA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-0900518	4287041			Nationwide Fund Management LLC	DE	IA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	23760	31-4425763	4287957			Nationwide General Insurance Company	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1570938	4286398			Nationwide Global Holdings, Inc.	OH	NIA	Nationwide Corporation	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		04-3732385	4286857			Nationwide Global Ventures, Inc.	DE	NIA	Nationwide Asset Management Holdings, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10070	31-1399201	2839398			Nationwide Indemnity Company	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	25453	95-2130882	4287180			Nationwide Insurance Company of America	WI	IA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	10948	31-1613686	4287966			Nationwide Insurance Company of Florida	OH	IA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-6022301				Nationwide Insurance Foundation	OH	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide		41-2206199	4286950			Nationwide Investment Advisors, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		73-0988442	4286923			Nationwide Investment Services Corporation	OK	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	92657	31-1000740	2995098			Nationwide Life and Annuity Insurance Company	OH	IA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide	66869	31-4156830	2819288			Nationwide Life Insurance Company	OH	IA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		13-4212969	4596127			Nationwide Life Tax Credit Partners 2002-A, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		01-0749754	4595960			Nationwide Life Tax Credit Partners 2002-B, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		03-0498148	3262573			Nationwide Life Tax Credit Partners 2002-C, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		54-2113175	4596127			Nationwide Life Tax Credit Partners 2003-A, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		58-2672725	4596163			Nationwide Life Tax Credit Partners 2003-B, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		20-0357951	3811001			Nationwide Life Tax Credit Partners 2003-C, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		20-0382144	4596707			Nationwide Life Tax Credit Partners 2004-A, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		20-0745944	4596211			Nationwide Life Tax Credit Partners 2004-B, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2

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STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
...0140	Nationwide		20-0745965	4596239			Nationwide Life Tax Credit Partners 2004-C, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-1128408	4596332			Nationwide Life Tax Credit Partners 2004-D, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-1128472	4596350			Nationwide Life Tax Credit Partners 2004-E, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-1918935	3318117			Nationwide Life Tax Credit Partners 2004-F, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-2303694	4596369			Nationwide Life Tax Credit Partners 2005-A, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-2303602	4596378			Nationwide Life Tax Credit Partners 2005-B, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-2450960	4596387			Nationwide Life Tax Credit Partners 2005-C, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-2451052	4596396			Nationwide Life Tax Credit Partners 2005-D, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		20-2774223	4596408			Nationwide Life Tax Credit Partners 2005-E, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		21-1288836	4596426			Nationwide Life Tax Credit Partners 2007-A, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-3427373	4596435			Nationwide Life Tax Credit Partners 2009-A, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-3427435	4596444			Nationwide Life Tax Credit Partners 2009-B, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-3427479	4596499			Nationwide Life Tax Credit Partners 2009-C, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-3427525	4596510			Nationwide Life Tax Credit Partners 2009-D, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-4737055	4596529			Nationwide Life Tax Credit Partners 2009-E, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		26-4737157	4596547			Nationwide Life Tax Credit Partners 2009-F, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		46-1952215	4596556			Nationwide Life Tax Credit Partners 2013-A, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		46-1971926	4596592			Nationwide Life Tax Credit Partners 2013-B, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		27-1362364	4596622			Nationwide Life Tax Credit Partners 2009-I, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide			3779811			Nationwide Life Tax Credit Partners No. 1, LLC	..OH	..NIA	Nationwide Life Insurance Company	Other	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide	42110	75-1780981	4287984			Nationwide Lloyds	..TX	..IA	n/a	contract	..0.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide			4597094			Nationwide Mutual Capital I, LLC	..DE	..NIA	Nationwide Mutual Capital, LLC	Ownership	..100.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		75-3191025	4595269			Nationwide Mutual Capital, LLC	..OH	..NIA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide	23779	82-0549218	3828090			Nationwide Mutual Fire Insurance Company	..OH	..OTH	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	...2
...0140	Nationwide	23787	31-4177100	3828072			Nationwide Mutual Insurance Company	..OH	..UDP	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	...2
...0140	Nationwide		34-2012765	4288084			Nationwide Private Equity Fund, LLC	..OH	..NIA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide	37877	31-0970750	4287993			Nationwide Property and Casualty Insurance Company	..OH	..IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		31-1486309	4288105			Nationwide Realty Investors, Ltd.	..OH	..NIA	Nationwide Mutual Insurance Company	Ownership	..96.800	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		31-1486309	4288105			Nationwide Realty Investors, Ltd.	..OH	..NIA	Nationwide Indemnity Company	Ownership	..3.200	Nationwide Mutual Insurance Company	...2
...0140	Nationwide		31-1486309	4590264			Nationwide Realty Management, LLC	..OH	..NIA	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	...2

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide			4288066			Nationwide Realty Services, Ltd.	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		06-0987812	4287117			Nationwide Retirement Solutions Insurance Agency, Inc.	MA	IA	Nationwide Retirement Solutions, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		73-0948330	4287096			Nationwide Retirement Solutions, Inc.	DE	NIA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		86-0924069	4287108			Nationwide Retirement Solutions, Inc. of Arizona	AZ	NIA	Nationwide Retirement Solutions, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1331479	4287126			Nationwide Retirement Solutions, Inc. of Ohio	OH	NIA	Nationwide Retirement Solutions, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		74-2200854	4287135			Nationwide Retirement Solutions, Inc. of Texas	TX	NIA	Nationwide Retirement Solutions, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		42-1373380	4287210			Nationwide Sales Solutions, Inc.	IA	NIA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		36-2434406	4287078			Nationwide Securities, LLC	OH	NIA	NFS Distributors, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-4177100	4288093			Nationwide Services Company, LLC	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-0743545	4564041			Nationwide Tax Credit Partners 2009-G, LLC	OH	NIA	Nationwide Mutual Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		27-0768791	4596891			Nationwide Tax Credit Partners 2009-H, LLC	OH	NIA	Nationwide Mutual Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		27-1362364	4596622			Nationwide Tax Credit Partners 2009-I, LLC	OH	NIA	Nationwide Mutual Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		46-1952215	4596566			Nationwide Tax Credit Partners 2013-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		47-1404116				NTCP 2014-B, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1413242				NTCP 2014-C, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	2
0140	Nationwide		11-3651828	4588168			ND La Quinta Partners, LLC	DE	NIA	Nationwide Realty Investors, Ltd.	Ownership	95.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4286866			Newhouse Capital Partners II, LLC	DE	NIA	Nationwide Global Ventures, Inc.	Ownership	80.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4286866			Newhouse Capital Partners II, LLC	DE	NIA	Nationwide Global Ventures, Inc.	Ownership	99.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4286679			Newhouse Capital Partners, LLC	DE	NIA	NWD Investment Management, Inc.	Ownership	19.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4286679			Newhouse Capital Partners, LLC	DE	NIA	Nationwide Mutual Insurance Company	Ownership	70.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4286679			Newhouse Capital Partners, LLC	DE	NIA	Nationwide Mutual Fire Insurance Company	Ownership	10.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		31-1630871	4287032			NFS Distributors, Inc.	DE	NIA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		14-1892640	4596677			NHT XII Tax Credit Fund, LLC	DC	NIA	Nationwide Life Insurance Company	Ownership	49.990	Nationwide Mutual Insurance Company	1
0140	Nationwide		14-1892640	4596677			NHT XII Tax Credit Fund, LLC	DC	NIA	Nationwide Assurance Company	Ownership	25.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		14-1892640	4596677			NHT XII Tax Credit Fund, LLC	DC	NIA	Nationwide Mutual Insurance Company	Ownership	25.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		46-3762545				INNOV8, LLC	OH	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-0351004				North Bank Condominium Home Owners Association	OH	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide		20-4939866	4590817			North of Third, LLC	OH	NIA	NRI Equity Land Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-4083207	4590385			Northstar Commercial Development, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	50.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		26-4083354	4594909			Northstar Residential Development, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	50.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		31-1486309	4593630			NRI 12325 Copper Way, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4594936			NRI 220 Schrock, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4594794			NRI Arena, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4594815			NRI Brookside, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4595027			NRI Builders, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4594851			NRI Communities/Charlotte, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4590246			NRI Communities/Harris Blvd, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4590282			NRI Cramer Creek, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		20-4939866	4590460			NRI Equity Land Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	80.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		26-0212217	4590394			NRI Equity Tampa, LLC	OH	OTH	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4590376			NRI Maxtown, LLC	OH	OTH	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		30-4939866	4590406			NRI Office Ventures, Ltd	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4590349			NRI-Rivulon, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4596912			NRI Telecom, LLC	OH	NIA	NWD Investments, LLC Nationwide Property and Casualty Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-3123274	4595438			NTCIF-2011 Georgia State Investor, LLC	OH	NIA		Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0729552	4596695			NTCIF-2011, LLC	OH	NIA	Nationwide Life Insurance Company Nationwide Mutual Fire Insurance Company	Ownership	50.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0729552	4596695			NTCIF-2011, LLC	OH	NIA		Ownership	50.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4700627	4596716			NTCP 2011-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-0747898	4596752			NTCP 2011-B, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-0741029	4464703			NTCP 2012-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3309896	4586164			NTCP 2013-C, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-4111078	4596743			NTCP 2014-A, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1404116				NTCP 2014-B, LLC	OH	NIA	Nationwide Life Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1413242				NTCP 2014-C, LLC	OH	NIA	Nationwide Life Insurance Company	Other	0.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3654078	4593621			NW-Amesbury, LLC	OH	NIA	NE-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2943666	4594860			NW-Bandera, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5159092	4595063			NW-Bayshore, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2451156	4594879			NW-Bee Cave, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3707480	4593612			NW-Brooklyn, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3968244	4591757			NW-Camelback, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-2724980	4591690			NW-Cameron, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3674167	4590090			NW-Cedar Springs, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3994437	4591663			NW-Central Station, LLC	OH	NIA	NE-REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-0901660	4505456			NW-CNC Coppel, LLC	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		32-0359208	4595157			NW-Corvallis, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591038			NWD 205 Vine, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591261			NWD 225 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591056			NWD 230 West, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590545			NWD 240 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590273			NWD 250 Brodbelt, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590554			NWD 265 Neil, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590518			NWD 275 Marconi, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590563			NWD 295 McConnell, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590509			NWD 300 Neil, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590572			NWD 300 Spring, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590527			NWD 355 McConnell, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590581			NWD 425 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4590536			NWD 500 Nationwide, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591298			NWD Arena Crossing, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591083			NWD Arena District I, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591300			NWD Arena District II, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591113			NWD Arena District IM, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591319			NWD Arena District PW, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591131			NWD Arena District V, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		04-3679396	4286848			NWD Asset Management Holdings, Inc.	DE	NIA	NWD Investment Management, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4591328			NWD Athletic Club, LLC	OH	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283				NWD Franklinton, LLC	DE	NIA	NWD Investments, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1636299	4286594			NWD Investment Management, Inc.	DE	NIA	Nationwide Corporation	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1580283	4587965			NWD Investments, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	80.000	Nationwide Mutual Insurance Company	
0140	Nationwide		90-0732898	4591430			NW-Duiles, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	

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STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0140	Nationwide		46-3267884	4595465			NW-Franklin Mills, LLC	OH	NIA	Life Reo Holdings, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2997049	4591775			NW-Howell Mill, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-4330384				NW-Hudhall, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1497429				NW-Jefferson, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5408178	4591458			NW-Kentwood Towne Center, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-4857522				NW-Lawrence, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5314607	4593461			NW-Lovers Lane, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2457568	4591467			NW-Montrose, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-4630497	4593470			NW-Mueller II, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749848	4591476			NW-Northridge, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1089165	4593555			NW-Oakley Station, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-3888719	4593603			NW-Park 288, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5388656	4591485			NW-Park Memorial, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1740812				NW-Peachtree, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-2469044	4591494			NW-Portales, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		26-1903919	4591421			NW REI, LLC	DE	NIA	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		45-5159117	4593573			NW-South Park, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		27-4749587	4593582			NW-Taylor Farmer Jack, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1100378	4591524			NW-Triangle, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-5764783				NW-Tyson, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-1077615	4593591			NW-West Ave., LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		46-4992444				NW-Windcross, LLC	OH	NIA	NW REI, LLC	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-0947092	4590479			OCH Company, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-0947092	4590442			Ohio Center Hotel Company, Ltd.	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	56.250	Nationwide Mutual Insurance Company	1
0140	Nationwide		26-0263012				Old Track Street Owners Association	OH	OTH	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Nationwide	13999	27-1712056	4286914			Olentangy Reinsurance, LLC	VT	IA	Nationwide Life and Annuity Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		47-1923444				On Your Side Nationwide Insurance Agency, Inc.	OH	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide			4596462			OYS Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide			4596480			Park 288 Industrial, LLC	TX	NIA	Nationwide Mutual Insurance Company	Investor member / no control	95.000	Other non-Nationwide	
0140	Nationwide		31-1486309	4590358			Perimeter A, Ltd	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1677602	4590488			Pizzuti Properties, LLC	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	65.000	Nationwide Mutual Insurance Company	
0140	Nationwide		31-1486309	4590291			Polaris A, Ltd.	OH	NIA	Nationwide Realty Investors, Ltd.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		39-1907217	4287201			Premier Agency, Inc.	IA	NIA	ALLIED Group, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
4664	Pure	12873	20-8287105	4288253			Privilege Underwriters Reciprocal Exchange	FL	IA	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
0140	Pure			4288150			Privilege Underwriters, Inc.	DE	IA	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
4664	Pure	13204	26-3109178	4288226			Pure Insurance Company	FL	IA	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
4664	Pure			4288235			Pure Risk Management, LLC	FL	IA	Other non-Nationwide	n/a	0.000	Other non-Nationwide	2
4664	Nationwide		75-2938844	4287005			Registered Investment Advisors Services, Inc.	TX	NIA	Nationwide Financial Services, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	
0140	Nationwide		82-0549218	4288244			Retention Alternatives, Ltd.	BMU	IA	Nationwide Mutual Fire Insurance Company	Ownership	100.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4595278			Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Mutual Insurance Company	Ownership	0.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4595278			Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Mutual Fire Insurance Company	Ownership	0.000	Nationwide Mutual Insurance Company	1
0140	Nationwide			4595278			Riverview Diversified Opportunities Fund, LLC	DE	OTH	Nationwide Life Insurance Company	Ownership	0.000	Nationwide Mutual Insurance Company	1
0140	Nationwide		22-3655264	4286530			Riverview International Group, Inc.	DE	NIA	NWD Investment Management, Inc.	Ownership	100.000	Nationwide Mutual Insurance Company	

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE Y**

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

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries Or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
.....0140	Nationwide	.....	.....	4595287	.....	.....	Riverview Multi Series Fund, LL - Class Event	..DE	.....OTH	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	.....	4595335	.....	.....	Riverview Multi Series Fund, LL - Class N	..DE	.....OTH	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	.....	4564032	.....	.....	Riverview Polyphony Fund, LLC	..DE	.....OTH	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..15580	31-1117969	4288002	.....	.....	Scottsdale Indemnity Company	..OH	.....IA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..41297	31-1024978	3091988	.....	.....	Scottsdale Insurance Company	..OH	.....RE	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	.....	.....	.....	.....	Scottsdale Surplus Lines Insurance Company	.....	.....	.....	.....	.....	.....	.....
.....0140	Nationwide	..10672	86-0835870	4287649	.....	.....	Scottsdale Insurance Company	..AZ	.....IA	Scottsdale Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	31-1486309	4590303	.....	.....	Streets of Toringdon, LLC	..OH	.....NIA	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	91-2158214	.....	.....	.....	The Hideaway Club	..CA	.....OTH	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	.....2
.....0140	Nationwide	.....	86-1094799	.....	.....	.....	The Hideaway Owners Association	..CA	.....OTH	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	.....2
.....0140	Nationwide	.....	20-3541511	.....	.....	.....	The Madison Club	..CA	.....OTH	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	.....2
.....0140	Nationwide	.....	20-3541507	.....	.....	.....	The Madison Club Owners Association	..CA	.....OTH	Other non-Nationwide	n/a	..0.000	Other non-Nationwide	.....2
.....0140	Nationwide	.....	31-1610040	2989882	.....	.....	The Waterfront Partners, LLC	..OH	.....NIA	Nationwide Realty Investors, Ltd.	Ownership	..50.000	Nationwide Mutual Insurance Company	.....1
.....0140	Nationwide	.....	52-2031677	4287751	.....	.....	THI Holdings (Delaware), Inc.	..DE	.....NIA	Nationwide Mutual Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	74-2825853	4287863	.....	.....	Titan Auto Insurance of New Mexico, Inc.	..NM	.....IA	THI Holdings (Delaware), Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..13242	74-2286759	4287797	.....	.....	Titan Indemnity Company	..TX	.....IA	THI Holdings (Delaware), Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..36269	86-0619597	4287845	.....	.....	Titan Insurance Company	..MI	.....IA	Titan Indemnity Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	75-1284530	4287890	.....	.....	Titan Insurance Services, Inc.	..TX	.....NIA	THI Holdings (Delaware), Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	33-0160222	4653196	.....	.....	V.P.I. Services, Inc.	..CA	.....NIA	Veterinary Pet Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..42285	95-3750113	4287685	.....	.....	Veterinary Pet Insurance Company	..CA	.....IA	Scottsdale Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..10644	34-1785903	4287911	.....	.....	Victoria Automobile Insurance Company	..OH	.....IA	Victoria Fire & Casualty Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..42889	34-1394913	4287827	.....	.....	Victoria Fire & Casualty Company	..OH	.....IA	THI Holdings (Delaware), Inc.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	34-1842604	4287920	.....	.....	Victoria National Insurance Company	..OH	.....IA	Victoria Fire & Casualty Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	34-1777972	4287939	.....	.....	Victoria Select Insurance Company	..OH	.....IA	Victoria Fire & Casualty Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..10777	34-1842602	4287948	.....	.....	Victoria Specialty Insurance Company	..OH	.....IA	Victoria Fire & Casualty Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	..37150	86-0561941	4287667	.....	.....	Western Heritage Insurance Company	..AZ	.....IA	Scottsdale Insurance Company	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	.....	4613341	.....	.....	Westport Capital Partners II	..CT	.....OTH	Nationwide Mutual Insurance Company	Investor member / no control	..71.000	other non-Nationwide	.....2
.....0140	Nationwide	.....	31-1486309	4590321	.....	.....	Wilson Road Developers, LLC	..OH	.....NIA	Nationwide Realty Investors, Ltd.	Ownership	..100.000	Nationwide Mutual Insurance Company	.....
.....0140	Nationwide	.....	.....	4613323	.....	.....	Zais Zephyr A-4, LLC	..DE	.....OTH	Nationwide Life Insurance Company	Limited member / no control	..60.000	other non-Nationwide	.....2

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**PART 1 - LOSS EXPERIENCE**

Line of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire	40,870,016	13,518,098	33.1	27.8
2. Allied Lines	122,816,799	38,657,403	31.5	36.4
3. Farmowners multiple peril	2,146,498	155,821	7.3	22.6
4. Homeowners multiple peril	64,722,204	29,341,282	45.3	41.4
5. Commercial multiple peril	256,577,953	121,910,622	47.5	51.1
6. Mortgage guaranty				
8. Ocean marine		6,199		434.1
9. Inland marine	7,892,405	1,873,490	23.7	86.9
10. Financial guaranty				
11.1 Medical professional liability - occurrence				
11.2 Medical professional liability - claims-made	70,229	9,205	13.1	5.2
12. Earthquake	10,305,803	472,482	4.6	5.0
13. Group accident and health				
14. Credit accident and health				
15. Other accident and health				
16. Workers' compensation				
17.1 Other liability - occurrence	394,365,984	217,809,915	55.2	46.4
17.2 Other liability - claims-made	166,681,209	35,966,170	21.6	36.2
17.3 Excess workers' compensation				
18.1 Products liability - occurrence	9,393,957	13,265,836	141.2	44.6
18.2 Products liability - claims-made	158,146	(7,367)	(4.7)	(92.2)
19.1,19.2 Private passenger auto liability				
19.3,19.4 Commercial auto liability	46,797,998	36,008,907	76.9	85.9
21. Auto physical damage	8,944,248	3,797,795	42.5	65.1
22. Aircraft (all perils)				
23. Fidelity	4,845			
24. Surety				
26. Burglary and theft	69,365			747.4
27. Boiler and machinery	1,681,628	312,726	18.6	45.3
28. Credit	525,348	262,856	50.0	14.0
29. International				
30. Warranty	3,392,928	2,633,962	77.6	106.8
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business				
35. Totals	1,137,417,563	515,995,402	45.4	46.0
<b>DETAILS OF WRITE-INS</b>				
3401.				
3402.				
3403.				
3498. Summary of remaining write-ins for Line 34 from overflow page				
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

**PART 2 - DIRECT PREMIUMS WRITTEN**

Line of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire	15,028,939	43,997,087	38,824,241
2. Allied Lines	41,667,469	126,495,217	112,611,865
3. Farmowners multiple peril	811,985	2,225,891	2,173,675
4. Homeowners multiple peril	23,485,708	67,390,267	63,870,261
5. Commercial multiple peril	102,587,907	268,154,888	246,442,375
6. Mortgage guaranty			
8. Ocean marine			(580)
9. Inland marine	2,780,000	8,430,615	7,090,757
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims-made	36,858	88,929	59,121
12. Earthquake	3,446,943	10,525,373	10,055,220
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability - occurrence	139,156,817	411,024,429	383,535,041
17.2 Other liability - claims-made	68,012,021	177,819,645	154,656,633
17.3 Excess workers' compensation			
18.1 Products liability - occurrence	3,223,704	6,997,954	11,945,917
18.2 Products liability - claims-made	166,214	176,917	189,708
19.1,19.2 Private passenger auto liability			
19.3,19.4 Commercial auto liability	13,248,531	44,631,324	42,170,963
21. Auto physical damage	2,506,630	9,109,185	7,442,000
22. Aircraft (all perils)			
23. Fidelity	10,073	11,831	3,134
24. Surety			
26. Burglary and theft	17,404	46,587	93,496
27. Boiler and machinery	723,833	1,806,484	1,535,991
28. Credit	179,782	447,210	477,910
29. International			
30. Warranty	1,405,709	2,918,568	2,254,704
31. Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32. Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business			
35. Totals	418,496,527	1,182,298,401	1,085,432,432
<b>DETAILS OF WRITE-INS</b>			
3401.			
3402.			
3403.			
3498. Summary of remaining write-ins for Line 34 from overflow page			
3499. Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**PART 3 (000 omitted)**

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	2014 Loss and LAE Payments on Claims Reported as of Prior Year-End	2014 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2014 Loss and LAE Payments (Cols. 4+5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7+8+9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols.4+7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)
1. 2011 + Prior .....	109,730	72,499	182,229	42,749	270	43,019	88,448	71	50,009	138,528	21,467	(22,149)	(682)
2. 2012 .....	55,331	40,718	96,049	29,041	416	29,457	41,800	801	25,662	68,263	15,510	(13,839)	1,671
3. Subtotals 2012 + Prior .....	165,061	113,217	278,278	71,790	686	72,476	130,248	872	75,671	206,791	36,977	(35,988)	989
4. 2013 .....	93,580	94,564	188,144	76,348	513	76,861	63,013	3,340	48,197	114,550	45,781	(42,514)	3,267
5. Subtotals 2013 + Prior .....	258,641	207,781	466,422	148,138	1,199	149,337	193,261	4,212	123,868	321,341	82,758	(78,502)	4,256
6. 2014 .....	XXX	XXX	XXX	XXX	206,851	206,851	XXX	79,559	87,687	167,246	XXX	XXX	XXX
7. Totals .....	258,641	207,781	466,422	148,138	208,050	356,188	193,261	83,771	211,555	488,587	82,758	(78,502)	4,256
8. Prior Year-End Surplus As Regards Policyholders	716,365										Col. 11, Line 7 As % of Col. 1 Line 7	Col. 12, Line 7 As % of Col. 2 Line 7	Col. 13, Line 7 As % of Col. 3 Line 7
											1. 32.0	2. (37.8)	3. 0.9
													Col. 13, Line 7 As a % of Col. 1 Line 8
													4. 0.6

# SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

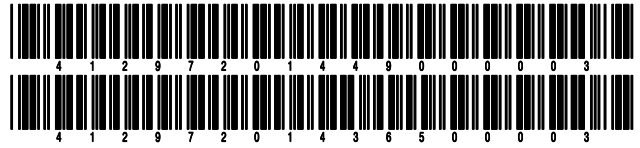
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement? .....	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement? .....	YES
3. Will the Medicare Part D Coverage Supplement be filed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

Explanations:

- 1.
- 3.

Bar Codes:

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



STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**OVERFLOW PAGE FOR WRITE-INS**

Additional Write-ins for Assets Line 25

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. Miscellaneous assets .....	3,429,587	640,191	2,789,396	3,158
2505. Other assets nonadmitted .....	1,734,461	1,734,461		
2506. Recoupment receivable .....	1,037,162		1,037,162	1,154,671
2507. Third party administrator receivable .....	236,170		236,170	3,792
2597. Summary of remaining write-ins for Line 25 from overflow page	6,437,380	2,374,652	4,062,728	1,161,621

Additional Write-ins for Liabilities Line 25

	1 Current Statement Date	2 December 31, Prior Year
2504. Miscellaneous liabilities .....	716,806	145,648
2505. Reserve for state escheat payment .....	6,735,094	6,376,178
2506. State surcharge/recoupment payable .....	597,503	603,630
2597. Summary of remaining write-ins for Line 25 from overflow page	8,049,403	7,125,456

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE A - VERIFICATION**

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Current year change in encumbrances .....		
4. Total gain (loss) on disposals .....		
5. Deduct amounts received on disposals .....		
6. Total foreign exchange change in book/adjusted carrying value .....		
7. Deduct current year's other than temporary impairment recognized .....		
8. Deduct current year's depreciation .....		
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8) .....		
10. Deduct total nonadmitted amounts .....		
11. Statement value at end of current period (Line 9 minus Line 10)		

**NONE**

**SCHEDULE B - VERIFICATION**

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....	2,685,794	2,860,971
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		
2.2 Additional investment made after acquisition .....		
3. Capitalized deferred interest and other .....		
4. Accrual of discount .....		
5. Unrealized valuation increase (decrease) .....		
6. Total gain (loss) on disposals .....		
7. Deduct amounts received on disposals .....	927,490	175,178
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		
10. Deduct current year's other than temporary impairment recognized .....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	1,758,304	2,685,794
12. Total valuation allowance .....	(1,365)	(1,637)
13. Subtotal (Line 11 plus Line 12) .....	1,756,939	2,684,157
14. Deduct total nonadmitted amounts .....		
15. Statement value at end of current period (Line 13 minus Line 14)	1,756,939	2,684,157

**SCHEDULE BA - VERIFICATION**

Other Long-Term Invested Assets

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

**NONE**

**SCHEDULE D - VERIFICATION**

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year .....	1,341,499,102	1,106,672,040
2. Cost of bonds and stocks acquired .....	152,981,425	332,972,203
3. Accrual of discount .....	2,043,867	1,344,324
4. Unrealized valuation increase (decrease) .....	16,834,316	10,126,092
5. Total gain (loss) on disposals .....	(37,690)	(537,042)
6. Deduct consideration for bonds and stocks disposed of .....	99,407,236	103,768,888
7. Deduct amortization of premium .....	4,246,470	4,852,339
8. Total foreign exchange change in book/adjusted carrying value .....	(326,319)	(457,288)
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	1,409,340,995	1,341,499,102
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	1,409,340,995	1,341,499,102

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE D - PART 1B**

Showing the Acquisitions, Dispositions and Non-Trading Activity  
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
<b>BONDS</b>								
1. NAIC 1 (a) .....	809,534,487	14,794,931	23,177,022	9,272,108	822,902,051	809,534,487	810,424,504	833,744,886
2. NAIC 2 (a) .....	315,776,060	27,392,559	14,497,054	(9,546,849)	294,756,035	315,776,060	319,124,716	257,035,355
3. NAIC 3 (a) .....	1,157,193			(1,157,193)	1,159,491	1,157,193		1,474,355
4. NAIC 4 (a) .....				1,154,865	910,349		1,154,865	12,185,612
5. NAIC 5 (a) .....								
6. NAIC 6 (a) .....								
7. Total Bonds	1,126,467,740	42,187,490	37,674,076	(277,069)	1,119,727,926	1,126,467,740	1,130,704,085	1,104,440,208
<b>PREFERRED STOCK</b>								
8. NAIC 1 .....								
9. NAIC 2 .....								
10. NAIC 3 .....								
11. NAIC 4 .....								
12. NAIC 5 .....								
13. NAIC 6 .....								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	1,126,467,740	42,187,490	37,674,076	(277,069)	1,119,727,926	1,126,467,740	1,130,704,085	1,104,440,208

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ ..... ; NAIC 2 \$ ..... ; NAIC 3 \$ ..... ; NAIC 4 \$ ..... ; NAIC 5 \$ ..... ; NAIC 6 \$ .....

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**SCHEDULE DA - PART 1**

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	23,745,878	xxx	23,745,878	73	

**SCHEDULE DA - VERIFICATION**

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year .....	20,400,317	107,631,487
2. Cost of short-term investments acquired .....	3,311,254,822	3,934,973,121
3. Accrual of discount .....		
4. Unrealized valuation increase (decrease) .....		
5. Total gain (loss) on disposals .....		
6. Deduct consideration received on disposals .....	3,307,909,261	4,022,204,291
7. Deduct amortization of premium .....		
8. Total foreign exchange change in book/adjusted carrying value .....		
9. Deduct current year's other than temporary impairment recognized .....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9) .....	23,745,878	20,400,317
11. Deduct total nonadmitted amounts .....		
12. Statement value at end of current period (Line 10 minus Line 11)	23,745,878	20,400,317

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

**N O N E**

Schedule DB - Part B - Verification - Futures Contracts

**N O N E**

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

**N O N E**

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

**N O N E**

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

**N O N E**

Schedule E - Verification - Cash Equivalents

**N O N E**

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

**N O N E**

Schedule A - Part 3 - Real Estate Disposed

**N O N E**

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE B - PART 2**

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

1 Loan Number	2 Location		4 Loan Type	5 Date Acquired	6 Rate of Interest	7 Actual Cost at Time of Acquisition	8 Additional Investment Made After Acquisition	9 Value of Land and Buildings
	3 City	3 State						
<b>NONE</b>								
3399999 - Totals								

**SCHEDULE B - PART 3**

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

1 Loan Number	2 Location		4 Loan Type	5 Date Acquired	6 Disposal Date	7 Book Value/Recorded Investment Excluding Accrued Interest Prior Year	8 Change in Book Value/Recorded Investment					14 Book Value/Recorded Investment Excluding Accrued Interest on Disposal	15 Consid-eration	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal	
	3 City	3 State					8 Unrealized Valuation Increase (Decrease)	9 Current Year's (Amortization) /Accretion	10 Current Year's Other Than Temporary Impairment Recognized	11 Capitalized Deferred Interest and Other	12 Total Change in Book Value (8+9-10+11)						13 Total Foreign Exchange Change in Book Value
00-1001090	MASON	OH		12/20/2002		1,630,922						11,925					
00-1001233	HOUSTON	TX		11/20/2002		254,095						30,982					
0299999. Mortgages with partial repayments						1,885,017						42,906		42,906			
0599999 - Totals						1,885,017						42,906		42,906			

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

**N O N E**

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

**N O N E**

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE D - PART 3**

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

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
64966L-PI-5	New York NY City GO Preref Ser G 5.000		07/16/2014	Tax Free Exchange		5,044	5,000	115	1Z
64966L-OB-0	New York NY City GO Unref Ser G 5.000%		07/16/2014	Tax Free Exchange		2,516,709	2,495,000	57,177	1FE
<b>2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions</b>						2,521,753	2,500,000	57,292	XXX
083778-DY-3	Bergen County NJ Impi Auth Rev LBASS Cnt		08/29/2014	Tax Free Exchange		4,454,869	4,210,000	60,811	1FE
<b>3199999. Subtotal - Bonds - U.S. Special Revenues</b>						4,454,869	4,210,000	60,811	XXX
02377U-AB-0	American Airlines Inc LBASS PTC Ser 2013		07/30/2014	Tax Free Exchange		9,571,519	9,156,492	18,885	2FE
12189L-AR-2	Burlington Northern Santa Fe Nt 3.750%		07/14/2014	Barclays Capital		3,349,612	3,246,000	43,966	1FE
19075Q-AB-8	Cobank ACB Sub Nt 7.875% 04/16/18		07/17/2014	DA Davidson		1,255,275	1,045,000	22,174	1FE
35671D-AZ-8	Freeport-McMoran Copper & Gold Sr Nt 3		09/19/2014	Citigroup		4,461,408	4,500,000	3,972	2FE
86359U-AE-9	Structured Asset Sec Corp Ser 2006-OPT1		09/16/2014	Morgan Stanley & Co Inc		5,068,000	5,600,000	1,614	1FM
902494-AW-3	Tyson Foods Inc Sr Nt 2.650% 08/15/19		08/05/2014	Morgan Stanley & Co Inc		999,340	1,000,000		2FE
902494-AX-1	Tyson Foods Inc Sr Nt 3.950% 08/15/24		09/11/2014	Various		9,010,680	9,000,000	16,678	2FE
907818-DY-1	Union Pacific Corp Nt 3.250% 01/15/25		08/07/2014	Morgan/JP/Securities - Bonds		1,495,035	1,500,000		1FE
<b>3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)</b>						35,210,869	35,047,492	107,279	XXX
<b>8399997. Total - Bonds - Part 3</b>						42,187,491	41,757,492	225,382	XXX
<b>8399998. Total - Bonds - Part 5</b>						XXX	XXX	XXX	XXX
<b>8399999. Total - Bonds</b>						42,187,491	41,757,492	225,382	XXX
<b>8999997. Total - Preferred Stocks - Part 3</b>							XXX		XXX
<b>8999998. Total - Preferred Stocks - Part 5</b>						XXX	XXX	XXX	XXX
<b>8999999. Total - Preferred Stocks</b>							XXX		XXX
<b>9799997. Total - Common Stocks - Part 3</b>							XXX		XXX
<b>9799998. Total - Common Stocks - Part 5</b>						XXX	XXX	XXX	XXX
<b>9799999. Total - Common Stocks</b>							XXX		XXX
<b>9899999. Total - Preferred and Common Stocks</b>							XXX		XXX
<b>9999999 - Totals</b>						42,187,491	XXX	225,382	XXX

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

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in Book/Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
38370-NF-6	GNMA REMIC Ser 1996-5 Cl Z 7.000% 05/1		09/01/2014	Paydown		8,091	8,091	8,319	8,237		(146)		(146)		8,091				381	05/16/2026	1
911760-GT-7	Vendee Mtg Tr RMBS REMIC Ser 1995-3 12		09/01/2014	Paydown		27,453	27,453	28,217	27,830		(377)		(377)		27,453				1,334	09/15/2025	1
911760-HH-2	Vendee Mtg Tr RMBS REMIC Ser 1996-2 12		09/01/2014	Paydown		52,243	52,243	51,983	52,021		222		222		52,243				2,306	06/15/2026	1
0599999	Subtotal - Bonds - U.S. Governments					87,787	87,787	88,519	88,088		(301)		(301)		87,787				4,021	XXX	XXX
64966F-TA-2	New York NY City GO Ser G 5.000% 08/01		07/16/2014	Tax Free Exchange		2,521,753	2,500,000	2,618,800	2,529,019		(7,266)		(7,266)		2,521,753				119,792	08/01/2023	1FE
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions					2,521,753	2,500,000	2,618,800	2,529,019		(7,266)		(7,266)		2,521,753				119,792	XXX	XXX
011832-S3-7	Alaska St Hsg Fin Corp Rev LBASS AMT 1st		09/01/2014	Call 100,000		170,000	170,000	170,000	170,000						170,000				5,348	12/01/2024	1FE
083778-DV-9	Bergen County NJ Impt Auth Rev LBASS Ont		08/29/2014	Tax Free Exchange		4,454,869	4,210,000	4,642,329	4,471,155		(16,286)		(16,286)		4,454,869				166,061	11/15/2022	1FE
312905-YJ-5	FHLMC REMIC Ser 1077-E 9.000% 05/15/21		09/01/2014	Paydown		6,610	6,610	6,697	6,621		(11)		(11)		6,610				394	05/15/2021	1
31339D-KD-9	FHLMC REMIC Ser 2415 CE 5.500% 02/15/11		09/01/2014	Paydown		48,594	48,594	50,295	48,890		(286)		(286)		48,594				1,774	02/15/2017	1
313373-Q2-7	FHLMC REMIC Ser 1674-Z 6.750% 02/15/24		09/01/2014	Paydown		13,941	13,941	14,423	14,190		(249)		(249)		13,941				625	02/15/2024	1
31337C-6P-8	FHLMC Structured Ser 2008 M 7.000% 11/		09/01/2014	Paydown		4,750	4,750	4,930	4,858		(108)		(108)		4,750				221	11/20/2027	1
31337C-AU-2	FHLMC Structured Ser FSPC T-9 A6 6.564		09/01/2014	Paydown		459	459	459	457		2		2		459				23	03/25/2029	1
31340Y-DB-2	FHLMC REMIC Ser 12-A 9.250% 11/15/19		09/15/2014	Paydown		644	644	676	654		(10)		(10)		644				40	11/15/2019	1
31340Y-GR-4	FHLMC REMIC Ser 22-C 9.500% 04/15/20		09/15/2014	Paydown		2,856	2,856	2,959	2,867		(11)		(11)		2,856				186	04/15/2020	1
31358E-XG-2	FNMA REMIC Ser 1990-83A 9.250% 07/25/2		09/01/2014	Paydown		978	978	975	973		5		5		978				60	07/25/2020	1
31358G-X4-4	FNMA REMIC Ser 1991-56G 8.600% 06/25/2		09/01/2014	Paydown		5,238	5,238	5,246	5,228		10		10		5,238				312	06/25/2021	1
31358L-VM-5	FNMA REMIC Ser 692-14Z 7.000% 02/25/22		09/01/2014	Paydown		10,865	10,865	11,036	10,929		(64)		(64)		10,865				517	02/25/2022	1
31358N-SB-4	FNMA REMIC Ser 1992-124 PZ 7.000% 07/2		09/01/2014	Paydown		9,594	9,594	9,870	9,715		(121)		(121)		9,594				431	07/25/2022	1
31358N-RT-1	FNMA REMIC Ser G 1992-30Z 7.000% 06/25		09/01/2014	Paydown		5,450	5,450	5,538	5,498		(48)		(48)		5,450				255	06/25/2022	1
31359V-BH-5	FNMA REMIC Ser 1998-73 Cl MZ 6.300% 10		09/01/2014	Paydown		2,659	2,659	2,728	2,700		(41)		(41)		2,659				112	10/17/2028	1
313603-GW-6	FNMA REMIC Ser 1989-86E 8.750% 11/25/1		09/01/2014	Paydown		1,366	1,366	1,338	1,353		14		14		1,366				80	11/25/2019	1
313603-YL-0	FNMA REMIC Ser 1990-16E 9.000% 03/25/2		09/01/2014	Paydown		4,375	4,375	4,762	4,483		(108)		(108)		4,375				271	03/25/2020	1
31392E-SX-9	FNMA REMIC Ser 2002-59 Cl B 5.500% 09/		09/01/2014	Paydown		9,720	9,720	10,106	9,857		(137)		(137)		9,720				355	09/25/2017	1
31392T-WT-0	FHLMC REMIC Ser 2478 JF 6.000% 08/15/2		09/01/2014	Paydown		7,379	7,379	7,686	7,481		(101)		(101)		7,379				302	08/15/2022	1
31392U-KL-7	FHLMC REMIC Ser 2504 N 5.500% 09/15/1		09/01/2014	Paydown		16,832	16,832	17,558	17,049		(217)		(217)		16,832				620	09/15/2017	1
31392U-MQ-4	FHLMC REMIC Ser 2503 BH 5.500% 09/15/1		09/01/2014	Paydown		11,737	11,737	12,109	11,797		(60)		(60)		11,737				427	09/15/2017	1
31392V-RH-9	FHLMC REMIC Ser 2501 AN 5.500% 09/15/1		09/01/2014	Paydown		38,927	38,927	40,362	39,246		(319)		(319)		38,927				1,424	09/15/2017	1
31392V-2F-8	FHLMC REMIC Ser 2494 J 5.500% 09/15/17		09/01/2014	Paydown		41,224	41,224	42,016	41,289		(65)		(65)		41,224				1,487	09/15/2017	1
31392V-7G-1	FHLMC REMIC Ser 2498 BM 5.500% 09/15/1		09/01/2014	Paydown		24,039	24,039	24,711	24,166		(127)		(127)		24,039				883	09/15/2017	1
31392V-SN-3	FHLMC REMIC Ser 2496 BK 5.500% 09/15/1		09/01/2014	Paydown		11,077	11,077	11,423	11,145		(68)		(68)		11,077				410	09/15/2017	1
31393H-6S-6	FHLMC REMIC Ser 2543 Cl AN 5.000% 12/1		09/01/2014	Paydown		25,467	25,467	25,945	25,382		85		85		25,467				846	12/15/2017	1
31396N-EM-4	FHLMC REMIC Ser 3140 Cl UP 6.000% 03/1		09/01/2014	Paydown		195,137	195,137	193,947	194,145		992		992		195,137				8,407	03/15/2036	1
647719-JN-4	New Orleans LA Rev Svr Svc 5.000% 06/0		08/01/2014	Call 100,000		1,110,000	1,110,000	1,211,909	1,110,000						1,110,000				37,000	06/01/2015	1FE
67756Q-JD-0	Ohio St Hsg Fin Agcy Mtg Rev LBASS AMT S		09/01/2014	Call 100,000		170,000	170,000	170,000	170,000						170,000				9,563	09/01/2024	1FE
798153-DW-9	San Jose CA Fing Auth Lse Rev LBASS Ref		09/01/2014	Maturity		2,000,000	2,000,000	2,244,420	2,000,000						2,000,000				100,000	09/01/2014	1FE
88275F-MS-5	Texas St Dept Hsg & Cmty Rev LBASS Sgl		09/01/2014	Call 100,000		260,000	260,000	261,110	260,824		(824)		(824)		260,000				12,424	09/01/2027	1FE
3199999	Subtotal - Bonds - U.S. Special Revenues					8,664,787	8,419,918	9,206,846	8,682,942		(18,153)		(18,153)		8,664,787				350,858	XXX	XXX
01082#-AA-3	Alameda Cnty CA CTL Ser 2002-A 7.500%		09/15/2014	Redemption 100,000		20,834	20,834	22,084	21,472		(638)		(638)		20,834				1,042	06/15/2021	1
02377U-AA-2	American Airlines Inc LBASS PTC Ser 2013		07/15/2014	Redemption 100,000		256,392	256,392	268,571	267,289	1,208	(12,105)		(10,897)		256,392				12,340	01/15/2023	2FE
02377U-AA-2	American Airlines Inc LBASS PTC Ser 2013		07/30/2014	Tax Free Exchange		9,571,519	9,156,492	9,591,425	9,545,643	43,139	(17,263)		25,876		9,571,519				452,870	01/15/2023	2FE
05164#-AA-5	Aurora Health Care (Badger RE) CTL 6.9		09/15/2014	Redemption 100,000		13,217	13,217	12,826	13,015		202		202		13,217				616	12/15/2022	1
05549#-AA-3	BJs Wholesale Club Inc CTL (HG Bowie Rea		09/15/2014	Redemption 100,000		16,011	16,011	16,165	16,094		(83)		(83)		16,011				742	05/15/2022	2
117017-AC-7	Brunswick & Glynn Co Dev Auth CTL Rev Le		07/15/2014	Redemption 100,000		46,668	46,668	46,668	46,668						46,668				2,791	01/15/2024	1
126650-BP-4	CVS Health Corp ABS PTC Nt 6.036% 12/1		09/10/2014	Redemption 100,000		10,903	10,903	12,664	12,603		(1,701)		(1,701)		10,903				439	12/10/2028	2FE
13003#-AP-5	California Almond Growers Exch Sr Nt 4		08/14/2014	Redemption 100,000		250,000	250,000	250,000	250,000						250,000				12,325	08/14/2016	1
151895-A*-0	CenterPoint Properties Tr CTL 7.530% 1		09/01/2014	Redemption 100,000		27,335	27,335	27,335	27,335						27,335				1,373	10/01/2014	1
22546B-AD-2	Credit Suisse Mortgage Capital CMB Ser		09/01/2014	Paydown		1,306,094	1,306,094	1,309,053	1,303,756		2,338		2,338		1,306,094				45,518	09/15/2040	1FM
25179M-AP-8	Devon Energy Corp Sr Nt 3.250% 05/15/2		09/19/2014	Various		4,472,793	4,500,000	4,429,990		4,358		4,358		4,434,348		38,445	38,445	125,206	05/15/2022	2FE	

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STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE D - PART 4**

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
50026*-AA-3	Kohls Corp CTL Shelby MI 7.600% 12/15/		09/15/2014	Redemption 100.0000		25,606	25,606	27,052	26,344		(738)		(738)		25,606				1,298	12/15/2022	2	
52465#-BP-9	Legg Mason Mtg Cap Corp Ser 2003-CTL-21		09/01/2014	Redemption 100.0000		23,604	23,604	23,604	23,604						23,604				759	03/01/2023	1	
61756U-AE-1	Morgan Stanley Cap I CMBS Ser 2007-1016		09/01/2014	Paydown		9,059	9,059	9,109	9,063		(4)		(4)		9,059				355	12/12/2049	1FM	
64508Q-AA-3	New Haven Fed Office Bldg Ls CTL GSA Gtd		07/15/2014	Redemption 100.0000		23,746	23,746	23,746	23,746						23,746				1,401	01/15/2020	1	
64828A-AA-1	New Residential Mtg Ln Tr RMBS Ser 2014-		09/01/2014	Paydown		589,284	589,284	608,558	589,284		(19,274)		(19,274)		589,284				6,545	01/25/2054	1FE	
653240-AA-9	Newtown CTL Ser 2002 6.082% 05/15/23		09/15/2014	Redemption 100.0000		40,063	40,063	40,061	40,062		1		1		40,063				1,625	05/15/2023	1	
67020B-AA-8	NPRC-D Facilities Corp CTL GSA Rev Bd Ls		09/07/2014	Redemption 100.0000		24,429	24,429	24,429	24,429						24,429				1,059	11/07/2023	1	
72153*-AA-2	Pillsbury Winthrop LLP Sr Nt Ser A-1 4		07/18/2014	Redemption 100.0000		111,111	111,111	111,111	111,111						111,111				4,567	07/18/2015	2	
78442G-GG-5	SLM Student Loan Tr ABS Ser 2003-4 CI A5		09/15/2014	Paydown		17,600	17,600	18,044	17,857		(257)		(257)		17,600				132	03/15/2033	1FE	
91737#-AA-3	United States Govt SS Ls FinTr CTL GSA G		09/15/2014	Redemption 100.0000		83,141	83,141	82,868	83,034		107		107		83,141				2,608	11/15/2018	1	
92851#-AA-3	Vivendi SPC Tr CTL 6.630% 04/15/22		09/15/2014	Redemption 100.0000		13,762	13,762	13,762	13,762						13,762				609	04/15/2022	2	
94978#-AT-4	Wells Fargo Bank Northwest NA CTL Ser 20		09/01/2014	Redemption 100.0000		8,625	8,625	8,625	8,625						8,625				383	08/01/2027	2	
94978#-AU-1	Wells Fargo Bank Northwest NA CTL MIRA L		09/15/2014	Redemption 100.0000		11,181	11,181	11,707	11,560		(379)		(379)		11,181				550	05/15/2032	1	
94978#-AX-5	Wells Fargo Bank Northwest NA CTL CVS Co		09/10/2014	Redemption 100.0000		21,957	21,957	21,957	21,957						21,957				972	10/10/2024	2	
98881#-AA-4	ZC Specialty Ins Co CTL Ser 2002-31 7.		07/25/2014	Redemption 100.0000		26,820	26,820	26,820	26,820						26,820				1,968	12/23/2022	2	
80105N-AG-0	Sanofi - Aventis - ADR Sr Nt 4.000% 03	R	09/11/2014	Redemption 100.0000		4,320,600	4,000,000	4,500,100	4,457,765		(41,324)		(41,324)		4,416,441		(95,841)	(95,841)	154,222	03/29/2021	1FE	
02464#-AA-1	Civic Nexus Fin Pty Ltd Sr Nt 5.110% 0	F	09/15/2014	Maturity		5,000,000	5,000,000	5,000,000	5,000,000						5,000,000				191,625	09/15/2014	1	
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					26,342,354	25,633,934	26,538,334	21,403,614	44,347	(86,760)		(42,413)		26,399,750		(57,396)	(57,396)	1,025,940	XXX	XXX	
8399997	Total - Bonds - Part 4					37,616,681	36,641,639	38,452,499	32,703,663	44,347	(112,480)		(68,133)		37,674,077		(57,396)	(57,396)	1,500,611	XXX	XXX	
8399998	Total - Bonds - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999	Total - Bonds					37,616,681	36,641,639	38,452,499	32,703,663	44,347	(112,480)		(68,133)		37,674,077		(57,396)	(57,396)	1,500,611	XXX	XXX	
8999997	Total - Preferred Stocks - Part 4						XXX													XXX	XXX	
8999998	Total - Preferred Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999	Total - Preferred Stocks						XXX													XXX	XXX	
9799997	Total - Common Stocks - Part 4						XXX													XXX	XXX	
9799998	Total - Common Stocks - Part 5					XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999	Total - Common Stocks						XXX													XXX	XXX	
9899999	Total - Preferred and Common Stocks						XXX													XXX	XXX	
9999999	Totals					37,616,681	XXX	38,452,499	32,703,663	44,347	(112,480)		(68,133)		37,674,077		(57,396)	(57,396)	1,500,611	XXX	XXX	

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

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

**N O N E**

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

**N O N E**

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

**N O N E**

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open

**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged By

**N O N E**

Schedule DB - Part D-Section 2 - Collateral for Derivative Instruments Open - Pledged To

**N O N E**

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

**SCHEDULE DL - PART 1  
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned Current Statement Date

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
0599999. Total - U.S. Government Bonds						XXX
1099999. Total - All Other Government Bonds						XXX
1799999. Total - U.S. States, Territories and Possessions Bonds						XXX
2499999. Total - U.S. Political Subdivisions Bonds						XXX
3199999. Total - U.S. Special Revenues Bonds						XXX
362334-BQ-6	GSAA Home Equity Tr RMBS		1FM	10,409	10,409	03/25/2036
813766-AC-4	Securitized AB Rec LLC RMBS		1FM	69,324	69,324	09/25/2036
3399999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated) - Residential Mortgage-Backed Securities				79,733	79,733	XXX
3899999. Total - Industrial and Miscellaneous (Unaffiliated) Bonds				79,733	79,733	XXX
4899999. Total - Hybrid Securities						XXX
5599999. Total - Parent, Subsidiaries and Affiliates Bonds						XXX
6199999. Total - Issuer Obligations						XXX
6299999. Total - Residential Mortgage-Backed Securities				79,733	79,733	XXX
6399999. Total - Commercial Mortgage-Backed Securities						XXX
6499999. Total - Other Loan-Backed and Structured Securities						XXX
6599999. Total Bonds				79,733	79,733	XXX
7099999. Total - Preferred Stocks						XXX
7599999. Total - Common Stocks						XXX
7699999. Total - Preferred and Common Stocks						XXX
	Overnight Repo			90,070	90,070	10/01/2014
8999999. Total - Short-Term Invested Assets (Schedule DA type)				90,070	90,070	XXX
9999999 - Totals				169,803	169,803	XXX

General Interrogatories:

- Total activity for the year to date Fair Value \$ .....(1,298,029) Book/Adjusted Carrying Value \$ .....(1,298,029)
- Average balance for the year to date Fair Value \$ .....469,215 Book/Adjusted Carrying Value \$ .....469,215
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:  
 NAIC 1 \$ .....79,733 NAIC 2 \$ ..... NAIC 3 \$ ..... NAIC 4 \$ ..... NAIC 5 \$ ..... NAIC 6 \$ .....

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

Reinvested Collateral Assets Owned Current Statement Date

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

General Interrogatories:

- |   |                     |                                       |
|---|---------------------|---------------------------------------|
| 1. Total activity for the year to date  | Fair Value \$ ..... | Book/Adjusted Carrying Value \$ ..... |
| 2. Average balance for the year to date | Fair Value \$ ..... | Book/Adjusted Carrying Value \$ ..... |



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

Show Investments Owned End of Current Quarter

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



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

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

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

States, etc.	1 Direct Premiums Written	2 Direct Premiums Earned	Direct Losses Paid		5 Direct Losses Incurred	Direct Losses Unpaid		8 Direct Losses Incurred But Not Reported
			3 Amount	4 No. of Claims		6 Amount Reported	7 No. of Claims	
1. Alabama.....AL								
2. Alaska.....AK								
3. Arizona.....AZ								
4. Arkansas.....AR					(71)			60
5. California.....CA	88,929	67,552			11,799			28,299
6. Colorado.....CO								
7. Connecticut.....CT								
8. Delaware.....DE								
9. District of Columbia.....DC								
10. Florida.....FL					(92)			46
11. Georgia.....GA								
12. Hawaii.....HI								
13. Idaho.....ID								
14. Illinois.....IL					(107)			79
15. Indiana.....IN						(60,000)	1	(59,593)
16. Iowa.....IA								
17. Kansas.....KS								
18. Kentucky.....KY								
19. Louisiana.....LA					(131)			22
20. Maine.....ME								
21. Maryland.....MD								
22. Massachusetts.....MA								
23. Michigan.....MI		2,677			(851)			2,799
24. Minnesota.....MN								
25. Mississippi.....MS					(25)			
26. Missouri.....MO					(57)			10
27. Montana.....MT								
28. Nebraska.....NE								
29. Nevada.....NV								
30. New Hampshire.....NH								
31. New Jersey.....NJ					(186)			34
32. New Mexico.....NM					(11)			(3,838)
33. New York.....NY					(48)			88
34. North Carolina.....NC								
35. North Dakota.....ND								
36. Ohio.....OH								
37. Oklahoma.....OK								
38. Oregon.....OR								
39. Pennsylvania.....PA					(746)			382
40. Rhode Island.....RI								
41. South Carolina.....SC								
42. South Dakota.....SD								
43. Tennessee.....TN								
44. Texas.....TX					(237)			31
45. Utah.....UT								
46. Vermont.....VT								
47. Virginia.....VA								
48. Washington.....WA								
49. West Virginia.....WV								
50. Wisconsin.....WI					(33)			
51. Wyoming.....WY								
52. American Samoa.....AS								
53. Guam.....GU								
54. Puerto Rico.....PR								
55. U.S. Virgin Islands.....VI								
56. Northern Mariana Islands.....MP								
57. Canada.....CAN								
58. Aggregate Other Aliens.....OT								
59. Totals	88,929	70,229			9,204	(60,000)	1	(31,581)
DETAILS OF WRITE-INS								
58001.....								
58002.....								
58003.....								
58998. Summary of remaining write-ins for Line 58 from overflow page.....								
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)								



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

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

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

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

**NONE**



4 1 2 9 7 2 0 1 4 4 5 5 0 0 0 0 3

SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

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

Other health care professionals, including dentists, chiropractors, and podiatrists

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

Table with 8 columns: States, etc.; Direct Premiums Written; Direct Premiums Earned; Direct Losses Paid (Amount, No. of Claims); Direct Losses Incurred; Direct Losses Unpaid (Amount Reported, No. of Claims); Direct Losses Incurred But Not Reported. Includes a large 'NONE' watermark across the center.



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

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

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

Table with 8 columns: States, etc.; Direct Premiums Written; Direct Premiums Earned; Direct Losses Paid (Amount, No. of Claims); Direct Losses Incurred; Direct Losses Unpaid (Amount Reported, No. of Claims); Direct Losses Incurred But Not Reported. Includes a large 'NONE' watermark across the table and a 'DETAILS OF WRITE-INS' section at the bottom.



SUPPLEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2014 OF THE SCOTTSDALE INSURANCE COMPANY

# DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended SEPTEMBER 30, 2014

NAIC Group Code 0140

NAIC Company Code 41297

Company Name SCOTTSDALE INSURANCE COMPANY .....

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

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$ .....1,285,468	\$ .....658,693	\$ .....53,922

2. Commercial Multiple Peril (CMP) Packaged Policies

- 2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? ..... Yes [ ] No [ X ]
- 2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? ..... Yes [ ] No [ X ]
- 2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies
- 2.31 Amount quantified:.....\$ .....
- 2.32 Amount estimated using reasonable assumptions:.....\$ .....
- 2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverage provided in CMP packaged policies. ....\$ .....