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LIFE ACCIDENT AND HEALTH COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF MARCH 31, 2013

OF THE CONDITION AND AFFAIRS OF THE

Midwestern United Life Insurance Company

NAIC Group Code 0229 (Current) 0229 (Prior) NAIC Company Code 66109 Employer's ID Number 35-0838945

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

Country of Domicile United States of America

Incorporated/Organized 05/04/1948 Commenced Business 08/05/1948

Statutory Home Office 2970 West Crosscreek Drive (Street and Number), Monrovia, IN, US 46157 (City or Town, State and Zip Code)

Main Administrative Office 5780 Powers Ferry Road, NW (Street and Number)

Atlanta , GA, US 30327-4390 (City or Town, State and Zip Code), 770-980-5100 (Area Code) (Telephone Number)

Mail Address 5780 Powers Ferry Road, NW (Street and Number or P.O. Box), Atlanta , GA, US 30327-4390 (City or Town, State and Zip Code)

Primary Location of Books and Records 5780 Powers Ferry Road, NW (Street and Number)

Atlanta, GA, US 30327-4390 (City or Town, State and Zip Code), 770-980-5100 (Area Code) (Telephone Number)

Internet Website Address www.ing.com/us

Statutory Statement Contact Robin Proud (Name), 770-541-3148 (Area Code) (Telephone Number)

FSSC_Compliance@us.ing.com (E-mail Address), 770-980-5800 (FAX Number)

OFFICERS

President	Donald Wayne Britton, President	Treasurer	David Scott Pendergrass, SVP and Treasurer
Secretary	Megan Ann Huddleston, SVP and Secretary	Appointed Actuary	Patrick Dearyl Lusk, SVP and Appointed Actuary

OTHER

Boyd George Combs, Senior Vice President, Tax	Christine Lynn Hurtsellers, Senior Vice President	Thomas Arthur Lutter, SVP and Chief Financial Officer #
Gilbert Edward Mathis, Senior Vice President	Diane Mulherrin McCarthy, Senior Vice President	Steven Todd Pierson, SVP and Chief Accounting Officer
Michael Scott Smith, Executive Vice President	Ewout Lucien Steenbergen, Executive Vice President	

DIRECTORS OR TRUSTEES

Mary Elizabeth Beams, Director	Donald Wayne Britton, Director	Patrick Gerard Flynn, Director and Chairman
Alain Maurice Karaoglan, Director	Rodney Owen Martin, Jr., Director	Noel Douglas Phillips, Director
Michael Scott Smith, Director	Ewout Lucien Steenbergen, Director	

State of Minnesota/Connecticut/Georgia
County of Hennepin/Hartford/Fulton SS:

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

Donald Wayne Britton President	Megan Ann Huddleston Secretary	David Scott Pendergrass Treasurer

Subscribed and sworn to before me this 18 day of April 2013

Subscribed and sworn to before me this 26th day of April 2013

Nicole L. Molleur
My commission expires: 11.30.2014

Subscribed and sworn to before me this 16 day of April 2013

MELISSA O'DONNELL
Notary Public
Minnesota
My Commission Expires January 31, 2015

NICOLE L. MOLLEUR
NOTARY PUBLIC
CONNECTICUT

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...........

KIM R. HATFIELD
NOTARY PUBLIC
COMMISSION EXPIRES NOVEMBER 15, 2013
COBB COUNTY, GA

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	212,568,564	0	212,568,564	220,289,700
2. Stocks:				
2.1 Preferred stocks	50,382	0	50,382	50,382
2.2 Common stocks	4	4	0	0
3. Mortgage loans on real estate:				
3.1 First liens	3,702,756	0	3,702,756	2,953,238
3.2 Other than first liens	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less $ 0 encumbrances)	0	0	0	0
4.2 Properties held for the production of income (less $ 0 encumbrances)	0	0	0	0
4.3 Properties held for sale (less $ 0 encumbrances)	0	0	0	0
5. Cash ($ 5,060,223), cash equivalents ($ 0) and short-term investments ($ 5,000,000)	10,060,223	0	10,060,223	4,001,023
6. Contract loans (including $ 0 premium notes)	9,138,680	288	9,138,392	9,393,148
7. Derivatives	0	0	0	0
8. Other invested assets	115,682	0	115,682	167,489
9. Receivables for securities	0	0	0	0
10. Securities lending reinvested collateral assets	0	0	0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	235,636,291	292	235,635,999	236,854,980
13. Title plants less $ 0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	2,670,363	0	2,670,363	2,606,718
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	(6,679)	0	(6,679)	6,337
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ 0 earned but unbilled premiums)	225,653	0	225,653	224,134
15.3 Accrued retrospective premiums	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	0	0	0	0
16.2 Funds held by or deposited with reinsured companies	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts	7,546	0	7,546	55,968
17. Amounts receivable relating to uninsured plans	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0	170,928
18.2 Net deferred tax asset	2,431,641	569,745	1,861,896	1,975,175
19. Guaranty funds receivable or on deposit	35,466	0	35,466	35,466
20. Electronic data processing equipment and software	0	0	0	0
21. Furniture and equipment, including health care delivery assets ($ 0)	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates	97	0	97	178,152
24. Health care ($ 0) and other amounts receivable	0	0	0	0
25. Aggregate write-ins for other than invested assets	1,085,296	1,085,296	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	242,085,674	1,655,333	240,430,341	242,107,858
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Total (Lines 26 and 27)	242,085,674	1,655,333	240,430,341	242,107,858
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)	0	0	0	0
2501. Negative IMR	1,065,700	1,065,700	0	0
2502. Miscellaneous assets	19,596	19,596	0	0
2503.				
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,085,296	1,085,296	0	0

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Aggregate reserve for life contracts $ 97,459,380 less $ 0 included in Line 6.3 (including $ 0 Modco Reserve)	97,459,380	98,733,162
2.	Aggregate reserve for accident and health contracts (including $ 0 Modco Reserve)	0	0
3.	Liability for deposit-type contracts (including $ 0 Modco Reserve)	18,388,407	18,421,641
4.	Contract claims:		
	4.1 Life	1,195,402	2,205,033
	4.2 Accident and health	0	0
5.	Policyholders' dividends $ 0 and coupons $ 0 due and unpaid	0	0
6.	Provision for policyholders' dividends and coupons payable in following calendar year - estimated amounts:		
	6.1 Dividends apportioned for payment (including $ 0 Modco)	585,359	574,568
	6.2 Dividends not yet apportioned (including $ 0 Modco)	0	0
	6.3 Coupons and similar benefits (including $ 0 Modco)	0	0
7.	Amount provisionally held for deferred dividend policies not included in Line 6	0	0
8.	Premiums and annuity considerations for life and accident and health contracts received in advance less $ 0 discount; including $ 0 accident and health premiums	12,280	9,795
9.	Contract liabilities not included elsewhere:		
	9.1 Surrender values on canceled contracts	0	0
	9.2 Provision for experience rating refunds, including the liability of $ 0 accident and health experience rating refunds of which $ 0 is for medical loss ratio rebate per the Public Health Service Act	0	0
	9.3 Other amounts payable on reinsurance, including $ 0 assumed and $ 9,337 ceded	9,337	69,914
	9.4 Interest Maintenance Reserve	0	0
10.	Commissions to agents due or accrued-life and annuity contracts $ 86 , accident and health $ 0 and deposit-type contract funds $ 0	86	41
11.	Commissions and expense allowances payable on reinsurance assumed	0	0
12.	General expenses due or accrued	1,772	947
13.	Transfers to Separate Accounts due or accrued (net) (including $ 0 accrued for expense allowances recognized in reserves, net of reinsured allowances)	0	0
14.	Taxes, licenses and fees due or accrued, excluding federal income taxes	210,961	224,559
15.1	Current federal and foreign income taxes, including $ (19,377) on realized capital gains (losses)	308,509	0
15.2	Net deferred tax liability	0	0
16.	Unearned investment income	309,536	254,953
17.	Amounts withheld or retained by company as agent or trustee	163	83
18.	Amounts held for agents' account, including $ 0 agents' credit balances	0	0
19.	Remittances and items not allocated	86,095	139,472
20.	Net adjustment in assets and liabilities due to foreign exchange rates	0	0
21.	Liability for benefits for employees and agents if not included above	0	0
22.	Borrowed money $ 0 and interest thereon $ 0	0	0
23.	Dividends to stockholders declared and unpaid	0	0
24.	Miscellaneous liabilities:		
	24.01 Asset valuation reserve	896,747	916,719
	24.02 Reinsurance in unauthorized and certified ($ 0) companies	0	0
	24.03 Funds held under reinsurance treaties with unauthorized and certified ($ 0) reinsurers	0	0
	24.04 Payable to parent, subsidiaries and affiliates	343,523	282,409
	24.05 Drafts outstanding	0	0
	24.06 Liability for amounts held under uninsured plans	0	0
	24.07 Funds held under coinsurance	0	0
	24.08 Derivatives	0	0
	24.09 Payable for securities	0	0
	24.10 Payable for securities lending	0	0
	24.11 Capital notes $ 0 and interest thereon $ 0	0	0
25.	Aggregate write-ins for liabilities	208,499	205,132
26.	Total liabilities excluding Separate Accounts business (Lines 1 to 25)	120,016,056	122,038,428
27.	From Separate Accounts Statement	0	0
28.	Total liabilities (Lines 26 and 27)	120,016,056	122,038,428
29.	Common capital stock	2,500,000	2,500,000
30.	Preferred capital stock	0	0
31.	Aggregate write-ins for other than special surplus funds	0	0
32.	Surplus notes	0	0
33.	Gross paid in and contributed surplus	9,393,754	9,393,754
34.	Aggregate write-ins for special surplus funds	0	0
35.	Unassigned funds (surplus)	108,520,531	108,175,676
36.	Less treasury stock, at cost:		
	36.1 0 shares common (value included in Line 29 $ 0)	0	0
	36.2 0 shares preferred (value included in Line 30 $ 0)	0	0
37.	Surplus (Total Lines 31+32+33+34+35-36) (including $ 0 in Separate Accounts Statement)	117,914,285	117,569,430
38.	Totals of Lines 29, 30 and 37	120,414,285	120,069,430
39.	Totals of Lines 28 and 38 (Page 2, Line 28, Col. 3)	240,430,341	242,107,858
	DETAILS OF WRITE-INS		
2501.	Unclaimed property	208,499	205,132
2502.			
2503.			
2598.	Summary of remaining write-ins for Line 25 from overflow page	0	0
2599.	Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	208,499	205,132
3101.			
3102.			
3103.			
3198.	Summary of remaining write-ins for Line 31 from overflow page	0	0
3199.	Totals (Lines 3101 through 3103 plus 3198)(Line 31 above)	0	0
3401.			
3402.			
3403.			
3498.	Summary of remaining write-ins for Line 34 from overflow page	0	0
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)	0	0

SUMMARY OF OPERATIONS

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1.	Premiums and annuity considerations for life and accident and health contracts	1,008,966	1,781,913	3,719,272
2.	Considerations for supplementary contracts with life contingencies	0	0	0
3.	Net investment income	2,467,904	2,677,116	10,270,676
4.	Amortization of Interest Maintenance Reserve (IMR)	(33,255)	(11,166)	(35,120)
5.	Separate Accounts net gain from operations excluding unrealized gains or losses	0	0	0
6.	Commissions and expense allowances on reinsurance ceded	76	76	192
7.	Reserve adjustments on reinsurance ceded	0	0	0
8.	Miscellaneous Income:			
	8.1 Income from fees associated with investment management, administration and contract guarantees from Separate Accounts	0	0	0
	8.2 Charges and fees for deposit-type contracts	0	0	0
	8.3 Aggregate write-ins for miscellaneous income	24	4,720	2,610
9.	Totals (Lines 1 to 8.3)	3,443,715	4,452,659	13,957,630
10.	Death benefits	1,635,186	2,245,766	7,759,611
11.	Matured endowments (excluding guaranteed annual pure endowments)	17,304	9,699	47,201
12.	Annuity benefits	129,909	118,041	489,303
13.	Disability benefits and benefits under accident and health contracts	0	0	0
14.	Coupons, guaranteed annual pure endowments and similar benefits	12,759	12,937	61,202
15.	Surrender benefits and withdrawals for life contracts	1,036,458	1,524,331	3,748,388
16.	Group conversions	0	0	0
17.	Interest and adjustments on contract or deposit-type contract funds	246,750	904,296	844,158
18.	Payments on supplementary contracts with life contingencies	4,676	5,548	26,610
19.	Increase in aggregate reserves for life and accident and health contracts	(1,273,783)	(1,981,009)	(5,525,386)
20.	Totals (Lines 10 to 19)	1,809,259	2,839,609	7,451,087
21.	Commissions on premiums, annuity considerations, and deposit-type contract funds (direct business only)	45,530	46,981	177,858
22.	Commissions and expense allowances on reinsurance assumed	0	0	0
23.	General insurance expenses	471,094	283,082	1,824,553
24.	Insurance taxes, licenses and fees, excluding federal income taxes	37,573	86,241	144,957
25.	Increase in loading on deferred and uncollected premiums	(5,590)	(9,790)	(4,039)
26.	Net transfers to or (from) Separate Accounts net of reinsurance	0	0	0
27.	Aggregate write-ins for deductions	0	21	10
28.	Totals (Lines 20 to 27)	2,357,866	3,246,144	9,594,426
29.	Net gain from operations before dividends to policyholders and federal income taxes (Line 9 minus Line 28)	1,085,849	1,206,515	4,363,204
30.	Dividends to policyholders	138,297	196,287	472,944
31.	Net gain from operations after dividends to policyholders and before federal income taxes (Line 29 minus Line 30)	947,552	1,010,228	3,890,260
32.	Federal and foreign income taxes incurred (excluding tax on capital gains)	327,560	367,354	1,276,253
33.	Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains or (losses) (Line 31 minus Line 32)	619,992	642,874	2,614,007
34.	Net realized capital gains (losses) (excluding gains (losses) transferred to the IMR) less capital gains tax of $ 57,014 (excluding taxes of $ (76,391) transferred to the IMR)	(58,233)	608,648	923,336
35.	Net income (Line 33 plus Line 34)	561,759	1,251,522	3,537,343
	CAPITAL AND SURPLUS ACCOUNT			
36.	Capital and surplus, December 31, prior year	120,069,430	115,520,484	115,520,484
37.	Net income (Line 35)	561,759	1,251,522	3,537,343
38.	Change in net unrealized capital gains (losses) less capital gains tax of $ (5,499)	(10,212)	(159,101)	(282,440)
39.	Change in net unrealized foreign exchange capital gain (loss)	0	(216,211)	(216,211)
40.	Change in net deferred income tax	41,621	(917,046)	(1,166,364)
41.	Change in nonadmitted assets	(268,286)	2,110,918	2,180,267
42.	Change in liability for reinsurance in unauthorized and certified companies	0	0	0
43.	Change in reserve on account of change in valuation basis, (increase) or decrease	0	0	0
44.	Change in asset valuation reserve	19,973	63,380	496,351
45.	Change in treasury stock	0	0	0
46.	Surplus (contributed to) withdrawn from Separate Accounts during period	0	0	0
47.	Other changes in surplus in Separate Accounts Statement	0	0	0
48.	Change in surplus notes	0	0	0
49.	Cumulative effect of changes in accounting principles	0	0	0
50.	Capital changes:			
	50.1 Paid in	0	0	0
	50.2 Transferred from surplus (Stock Dividend)	0	0	0
	50.3 Transferred to surplus	0	0	0
51.	Surplus adjustment:			
	51.1 Paid in	0	0	0
	51.2 Transferred to capital (Stock Dividend)	0	0	0
	51.3 Transferred from capital	0	0	0
	51.4 Change in surplus as a result of reinsurance	0	0	0
52.	Dividends to stockholders	0	0	0
53.	Aggregate write-ins for gains and losses in surplus	0	0	0
54.	Net change in capital and surplus for the year (Lines 37 through 53)	344,855	2,133,462	4,548,946
55.	Capital and surplus, as of statement date (Lines 36 + 54)	120,414,285	117,653,946	120,069,430
	DETAILS OF WRITE-INS			
08.301.	Miscellaneous income	24	4,720	2,610
08.302.				
08.303.				
08.398.	Summary of remaining write-ins for Line 8.3 from overflow page	0	0	0
08.399.	Totals (Lines 08.301 through 08.303 plus 08.398) (Line 8.3 above)	24	4,720	2,610
2701.	Miscellaneous expenses	0	21	10
2702.				
2703.				
2798.	Summary of remaining write-ins for Line 27 from overflow page	0	0	0
2799.	Totals (Lines 2701 through 2703 plus 2798)(Line 27 above)	0	21	10
5301.				
5302.				
5303.				
5398.	Summary of remaining write-ins for Line 53 from overflow page	0	0	0
5399.	Totals (Lines 5301 through 5303 plus 5398)(Line 53 above)	0	0	0

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	1,028,549	1,799,509	3,727,787
2. Net investment income	2,670,822	3,039,787	11,433,465
3. Miscellaneous income	60	5,046	4,970
4. Total (Lines 1 to 3)	3,699,431	4,844,342	15,166,222
5. Benefit and loss related payments	4,092,029	4,674,293	11,860,628
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	501,632	306,839	2,073,139
8. Dividends paid to policyholders	127,506	137,080	497,142
9. Federal and foreign income taxes paid (recovered) net of $ (57,410) tax on capital gains (losses)	(171,255)	323,845	1,681,498
10. Total (Lines 5 through 9)	4,549,912	5,442,057	16,112,407
11. Net cash from operations (Line 4 minus Line 10)	(850,481)	(597,715)	(946,185)
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	10,769,257	10,084,954	18,778,096
12.2 Stocks	0	1,695,466	1,695,466
12.3 Mortgage loans	154,182	4,166,144	4,636,531
12.4 Real estate	0	0	0
12.5 Other invested assets	39,499	9,944	1,007,355
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	0	0	161
12.8 Total investment proceeds (Lines 12.1 to 12.7)	10,962,938	15,956,508	26,117,609
13. Cost of investments acquired (long-term only):			
13.1 Bonds	3,479,510	9,991,797	29,760,627
13.2 Stocks	0	0	0
13.3 Mortgage loans	903,700	0	670,000
13.4 Real estate	0	0	0
13.5 Other invested assets	3,403	19,835	15,031
13.6 Miscellaneous applications	0	335	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	4,386,613	10,011,967	30,445,658
14. Net increase (or decrease) in contract loans and premium notes	(254,756)	(329,258)	(858,107)
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	6,831,081	6,273,799	(3,469,942)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	(33,234)	971,501	(86,073)
16.5 Dividends to stockholders	0	0	0
16.6 Other cash provided (applied)	111,834	66,003	81,887
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	78,600	1,037,504	(4,186)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	6,059,200	6,713,588	(4,420,313)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	4,001,023	8,421,336	8,421,336
19.2 End of period (Line 18 plus Line 19.1)	10,060,223	15,134,924	4,001,023

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

EXHIBIT 1

DIRECT PREMIUMS AND DEPOSIT-TYPE CONTRACTS

		1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
1.	Industrial life	0	0	0
2.	Ordinary life insurance	1,008,420	1,090,772	3,760,647
3.	Ordinary individual annuities	40,367	727,090	50,287
4.	Credit life (group and individual)	0	0	0
5.	Group life insurance	0	0	0
6.	Group annuities	0	0	0
7.	A & H - group	0	0	0
8.	A & H - credit (group and individual)	0	0	0
9.	A & H - other	1,425	1,268	5,990
10.	Aggregate of all other lines of business	0	0	0
11.	Subtotal	1,050,212	1,819,130	3,816,924
12.	Deposit-type contracts	0	0	723,550
13.	Total	1,050,212	1,819,130	4,540,474
	DETAILS OF WRITE-INS			
1001.				
1002.				
1003.				
1098.	Summary of remaining write-ins for Line 10 from overflow page	0	0	0
1099.	Totals (Lines 1001 through 1003 plus 1098)(Line 10 above)	0	0	0

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Midwestern United Life Insurance Company ("the Company") are presented on the basis of accounting practices prescribed or permitted by the Indiana Department of Insurance.

The Indiana Department of Insurance recognizes only statutory accounting practices prescribed or permitted by the State of Indiana for determining and reporting the financial condition and results of operations of an insurance company and for determining its solvency under the Indiana Insurance Law. The National Association of Insurance Commissioners' ("NAIC") Accounting Practices and Procedures Manual has been adopted as a component of prescribed or permitted practices by the State of Indiana. The Commissioner of the Indiana Department of Insurance has the right to permit other specific practices that deviate from prescribed practices.

The Company made no significant changes to its accounting policies or practices as of March 31, 2013.

The Company did not have any prescribed or permitted practices as of March 31, 2013 and December 31, 2012.

	State of Domicile	2013	2012
Net Income:			
(1) MULIC State basis (Page 4, Line 35, Columns 1 & 3)	Indiana	$ 561,759	$ 3,537,343
(2) State prescribed practices that increase/(decrease) NAIC SAP:			
None	Indiana	-	-
(3) State permitted practices that increase/(decrease) NAIC SAP:			
None	Indiana	-	-
(4) NAIC SAP (1-2-3=4)		$ 561,759	$ 3,537,343
Surplus:			
(5) MULIC State basis(Page 3, Line 38, Columns 1 & 2)	Indiana	$ 120,414,285	$ 120,069,430
(6) State prescribed practices that increase/(decrease) NAIC SAP:			
None	Indiana	-	-
(7) State permitted practices that increase/(decrease) NAIC SAP:			
None	Indiana	-	-
(8) NAIC SAP (5-6-7=8)		$ 120,414,285	$ 120,069,430

Certain amounts in the Company's statutory basis financial statements have been reclassified to conform to the 2013 financial statement presentation.

2. Accounting Changes and Corrections of Errors

None

3. Business Combinations and Goodwill

None

4. Discontinued Operations

None

5. Investments

D. Loan-Backed Securities

(1) Prepayment assumptions for loan-backed and structured securities are obtained from third party services, broker dealer survey values or internal estimates.

(2) The Company did not have any other-than-temporary impairments ("OTTI") that were recognized in accordance with structured securities subject to Statement of Statutory Accounting Principles ("SSAP") No. 43R, *Loan-backed and Structured Securities* ("SSAP No. 43R") as of March 31, 2013.

(3) The Company did not have any OTTI's that were recognized in accordance with structured securities subject to SSAP No. 43R as of March 31, 2013.

NOTES TO FINANCIAL STATEMENTS

(4) The following table shows all impaired securities at March 31, 2013 in the aggregate for which an OTTI has not been recognized in earnings as a realized loss, including securities with a recognized OTTI 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	$	421
2. 12 months or Longer	$	2

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

1. Less than 12 Months	$	284,189
2. 12 months or Longer	$	71

(5) If the fair value of a loan-backed or structured security is less than its amortized cost basis at the balance sheet date, the Company determines whether the impairment is other-than-temporary. Amortized cost basis includes adjustments made to the cost of an investment for accretion, amortization, collection of cash and previous OTTI recognized as a realized loss.

The general categories of information that the Company considers in reaching the conclusion that an impairment is other-than-temporary are as follows:

Intent to Sell - if the Company intends to sell the loan-backed or structured security (that is, it has decided to sell the security), an OTTI is considered to have occurred.

Intent and Ability to Hold - if the Company does not intend to sell the loan-backed or structured security, the Company determines whether it has the intent and ability to retain the investment in the security for a period of time sufficient to recover the amortized cost basis. If the Company does not have the intent and ability to retain the investment for the time sufficient to recover the amortized cost basis, an OTTI shall be considered to have occurred.

Recovery of the Amortized Cost Basis - if the Company does not expect to recover the entire amortized cost basis of the security, the Company would be unable to assert that it will recover its amortized cost basis even if it does not intend to sell the security and the entity has the intent and ability to hold. Therefore, in those situations, an OTTI shall be considered to have occurred. In assessing whether the entire amortized cost basis of the security will be recovered, the Company compares the present value of cash flows expected to be collected from the security with the amortized cost basis of the security. If present value of cash flows expected to be collected is less than the amortized cost basis of the security, the entire amortized cost basis of the security will not be recovered (that is, a non-interest related decline exists), and an OTTI shall be considered to have occurred.

The Company conducts a thorough quarterly review of all loan-backed and structured security holdings to conclude if the amortized cost basis of those securities is recoverable. This review is documented at a detailed level and encompasses numerous factors and assumptions. The overall credit tracking process yields a variety of key data that supports the impairment decision making process. The review process and related assumptions are updated quarterly based on trends in the marketplace.

As part of the quarterly review, the Company identifies securities whose ratio of credit enhancement to serious delinquency does not exhibit ample protection against principal loss. Those securities are put through a more detailed analysis which covers, among other factors, (a.) an analysis of the underlying collateral characteristics; (b.) a review of the historical performance of the collateral in the deal; (c.) structural analysis of the security; and (d.) cash flow scenario analysis.

The retrospective adjustment method is used to determine the amortized cost for the majority of loan-backed and structured securities. For certain securities, the prospective adjustments methodology is utilized, including interest-only securities and securities that have experienced an OTTI.

The market values for loan-backed and structured securities are obtained as follows:

1. For securities that are considered marketable – market values are received from third party pricing services or by obtaining a bid price from brokerage firms engaged in the business of trading those securities.
2. For securities that were privately placed and for which no ready market exists - the Company establishes fair market values using a matrix pricing system which considers key factors such as credit quality, industry sector, size of the issuer and transaction structure. A limited portion of the private placement portfolio is priced independently of the matrix system as described above.

E. Repurchase Agreements and Securities Lending Transactions
   3) Collateral Sold or Repledged
      b) None

NOTES TO FINANCIAL STATEMENTS

6. Joint Ventures, Partnerships and Limited Liability Companies
No significant change

7. Investment Income
No significant change

8. Derivative Instruments
None

9. Income Taxes
No significant change

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties
D. Amounts Due To/From Related Parties
At March 31, 2013, the Company reported $343,523 as amounts due to affiliated companies and $97 as amounts due from affiliated companies under cost-sharing arrangements, services and investment management agreements with affiliated companies. The terms of the agreements require that these balances be settled within specified due dates. The Company recorded a nonadmitted asset charge to surplus of $0 for amounts due from affiliated companies that were not settled within 90 days or do not have written affiliated agreements on file under the guidance of SSAP No. 25, *Accounting for and Disclosures about Transactions with Affiliates and Other Related Parties.*

11. Debt
No significant change

12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans
A. Defined Benefit Plan
None

13. Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations
No significant change

14. Contingencies
No significant change

15. Leases
No significant change

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk
None

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities
None

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

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators
None

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A. Fair Value Measurements at Reporting Date

(1) The table below shows assets and liabilities measured and reported at fair value in which the fair value measurements use quoted prices in active markets for identical assets or liabilities (Level 1), significant other observable input (Level 2) and significant unobservable inputs (Level 3) as of March 31, 2013:

Description for each class of asset or liability	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at fair value				
Common stock	$ -	$ -	$ 4	$ 4
Cash, cash equivalents and short-term investments	5,060,223	-	-	5,060,223
Total assets at fair value	$ 5,060,223	$ -	$ 4	$ 5,060,227
b. Liabilities at fair value				
Deposit type contracts	$ -	$ 18,388,407	$ -	$ 18,388,407
Total liabilities	$ -	$ 18,388,407	$ -	$ 18,388,407

There were no transfers between Level 1 and Level 2 during the reporting period of January 1, 2013 to March 31, 2013. The Company's policy is to recognize transfers in and transfers out as of the beginning of the most recent quarterly reporting period.

(2) The table below summarizes the changes in fair value of the Company's assets and liabilities using significant unobservable inputs (Level 3) during the reporting period of January 1, 2013 to March 31, 2013:

Description	Beginning Balance at 01/01/2013	Transfers into Level 3	Transfers out of Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Ending balance at 03/31/2013
a. Assets										
Common Stock	$ 4	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 4
Total Assets	$ 4	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 4
b. Liabilities										
Total Liabilities	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -

There were no transfers into or out of Level 3 during the reporting period of January 1, 2013 to March 31, 2013. Securities that are primarily valued using independent broker quotes, when prices are not available from one of the commercial pricing services, are reflected as transfers into Level 3. These securities are generally less liquid with very limited trading activity or where less transparency exists corroborating the inputs to the valuation methodologies. When securities are valued using more widely available information, the securities are transferred out of Level 3 and into Level 1 or 2, as appropriate.

(3) 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.

Financial assets and liabilities recorded at fair value on the balance sheet are categorized as follows:

- Level 1 - Unadjusted quoted prices for identical assets or liabilities in an active market.

- Level 2 - Quoted prices in markets that are not active or inputs that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:

  - Quoted prices for similar assets or liabilities in active markets;
  - Quoted prices for identical or similar assets or liabilities in non-active markets;
  - Inputs other than quoted market prices that are observable; and
  - Inputs that are derived principally from or corroborated by observable market data through correlation or other means.

- Level 3 - Prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These valuations, whether derived internally or obtained from a third party, use critical assumptions that are not widely available to estimate market participant expectations in valuing the asset or liability.

(4) Fair values are based on quoted market prices when available. When market prices are not available, fair value is generally estimated using discounted cash flow analyses, incorporating current market inputs for similar financial instruments with comparable terms and credit quality (matrix pricing). In instances where there is little or no market activity for the same or similar instruments, the Company estimates fair value using methods, models and assumptions that management believes market participants would use to determine a current transaction price. These valuation techniques involve some level of management estimation and judgment which becomes significant with increasingly complex instruments or pricing models. Where appropriate, adjustments are included to reflect the risk inherent in a particular methodology, model or input used.

NOTES TO FINANCIAL STATEMENTS

(5) The Company does not have any derivative assets or liabilities measured and reported at fair value as of March 31, 2012.

B. Other Fair Value Disclosures
None

C. Aggregate Fair Value Disclosures
The following table shows all financial instruments and the level within the fair value hierarchy in which the fair value measurements fall as of March 31, 2013.

Type of Financial Instrument	Aggregate Fair Value	Carrying Value	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Assets						
Bonds	$ 239,577,654	$ 212,568,564	$ 55,377,555	$ 184,200,099	$ -	$ -
Preferred stock	48,200	50,382	48,200	-	-	-
Common stock	4	-	4	-	-	-
Mortgage loans	3,785,369	3,702,756	-	-	3,785,369	-
Contract loans	9,138,392	9,138,392	9,138,392	-	-	-
Cash, cash equivalents and short-term investments	10,060,223	10,060,223	10,060,223	-	-	-
Total Assets	$ 262,609,842	$ 235,520,317	$ 74,624,374	$ 184,200,099	$ 3,785,369	$ -
Liabilities						
Deposit type contracts	$ 18,388,407	$ 18,388,407	$ -	$ 18,388,407	$ -	$ -
Total Liabilities	$ 18,388,407	$ 18,388,407	$ -	$ 18,388,407	$ -	$ -

D. Reasons Not Practicable to Estimate Fair Value
None

21. Other Items

A. Extraordinary Items
In 2009, ING Groep N.V. ("ING Group" or "ING") announced the anticipated separation of its global banking and insurance businesses, including the divestiture of ING U.S., Inc. (“ING US”), which together with its subsidiaries, including the Company, constitutes ING's U.S.-based retirement, investment management and insurance operations. On May 7, 2013, ING US., including the Company, completed the offering of 65,192,307 shares of its common stock, including the issuance and sale by ING US of 30,769,230 shares of common stock and the sale by ING Insurance International B.V. ("ING International"), an indirect wholly owned subsidiary of ING Group and previously the sole stockholder of ING US, of 34,423,077 shares of outstanding stock of ING US (collectively, the "IPO"). Following the IPO, ING International owns approximately 75% of the outstanding common stock of ING US (before any exercise of the underwriters' option to acquire from ING International up to an additional 9,778,846 shares of ING US common stock).

The Company is a direct, wholly owned subsidiary of Security Life of Denver Insurance Company (“SLD”), which is a direct, wholly owned subsidiary of ING US. Following the IPO, ING International owns approximately 75% of the common stock of ING US. ING International is a wholly owned subsidiary of ING Verzekeringen N.V., which is a wholly owned subsidiary of ING Insurance Topholding N.V., which is a wholly owned subsidiary of ING Group, the ultimate parent company. ING is a global financial services holding company based in The Netherlands, with American Depository Shares listed on the New York Stock Exchange under the symbol "ING."

On April 11, 2013, ING US announced plans to rebrand in the future as Voya Financial. The Voya Financial identity is reflected in the ING US’s new ticker symbol (NYSE: VOYA).

C. Other Disclosures
The financial turmoil in Europe continues to be a dominant investment theme across the global capital markets. While certain aspects of this crisis seem to have stabilized, the possibility of capital markets volatility spreading through a highly integrated and interdependent banking system remains elevated. The Company did not have any investments in sovereign debt of governments of Greece, Italy, Portugal, Spain or Ireland as of March 31, 2013.

G. Subprime Mortgage-Related Risk Exposure
(1) During 2013, market prices and sector liquidity exhibited sustained improvements, driven by an improved technical picture and positive sentiment regarding the potential for fundamental improvements within the sector. In managing the Company’s risk exposure to subprime and Alt-A mortgages, the collateral performance and structural characteristics associated with various positions held are taken into account.

The Company does not originate or purchase subprime or Alt-A whole-loan mortgages. The Company does have exposure to RMBS and ABS. Subprime lending is the origination of loans to customers with weaker credit profiles. The Company defines Alt-A Loans to include the following: residential mortgage loans to customers who have strong credit profiles but lack some element(s), such as documentation to substantiate income; residential mortgage loans to borrowers that would otherwise be classified as prime but whose loan structure provides repayment options to the borrower that increase

NOTES TO FINANCIAL STATEMENTS

the risk of default; and any securities backed by residential mortgage collateral not clearly identifiable as prime or subprime.

(2) The Company does not have direct exposure through investments in subprime mortgage loans as of March 31, 2013.

(3) The Company's direct exposure through other investments as of March 31, 2013:

	Actual Cost	Book/Adjusted Carrying Value (excluding interest)	Fair Value	Other Than Temporary Impairment Losses Recognized
a. Residential mortgage-backed securities	$ -	$ -	$ -	$ -
b. Commercial mortgage-backed securities	-	-	-	-
c. Collateralized debt obligations	-	-	-	-
d. Structured securities	480,637	484,673	496,802	-
e. Equity investment in subsidiary, controlled or affiliated companies	-	-	-	-
f. Other assets	-	-	-	-
g. Total	$ 480,637	$ 484,673	$ 496,802	$ -

(4) The Company does not have underwriting exposure to subprime mortgage risk through Mortgage Guaranty or Financial Guaranty insurance coverage as of March 31, 2013.

22. Events Subsequent

Type I – Recognized Subsequent Events

The Company is not aware of any events occurring subsequent to March 31, 2013 that may have a material effect on the Company's financial statements. The Company evaluated events subsequent to March 31, 2013 through May 14, 2013, the date the statutory financial statements were available to be issued.

Type II – Nonrecognized Subsequent Events

The Company is not aware of any events occurring subsequent to March 31, 2013 that may have a material effect on the Company's financial statements. The Company evaluated events subsequent to March 31, 2013 through May 14, 2013, the date the statutory financial statements were available to be issued.

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

None

25. Change in Incurred Losses and Loss Adjustment Expenses

None

26. Intercompany Pooling Arrangements

None

27. Structured Settlements

None

28. Health Care Receivables

None

29. Participating Policies

No significant change

30. Premium Deficiency Reserve

None

31. Reserves for Life Contracts and Annuity Contracts

No significant change

NOTES TO FINANCIAL STATEMENTS

32. Analysis of Annuity Actuarial Reserves and Deposit Type Liabilities by Withdrawal Characteristics
No significant change

33. Premium and Annuity Considerations Deferred and Uncollected
No significant change

34. Separate Accounts
None

35. Loss/Claim Adjustment Expenses
None

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

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

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

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

2.2 If yes, date of change:

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

3.2 If the response to 3.1 is yes, provide a brief description of those changes.
Change in ownership of entities/dissolutions/mergers.

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. 12/31/2010

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. 12/31/2010

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). 06/19/2012

6.4 By what department or departments?
Indiana

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 [X] No [ ] N/A [ ]

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
Directed Services LLC	Windsor, CT	NO	NO	NO	YES
ING Alternative Asset Management LLC	New York, NY	NO	NO	NO	YES
ING America Equities, Inc.	Windsor, CT	NO	NO	NO	YES
ING Financial Advisers, LLC	Windsor, CT	NO	NO	NO	YES
ING Financial Markets LLC	Wilmington, DE	NO	NO	NO	YES
ING Financial Partners, Inc.	Des Moines, IA	NO	NO	NO	YES
ING Investments Distributor, LLC	Scottsdale, AZ	NO	NO	NO	YES
ING Realty Group LLC	New York, NY	NO	NO	NO	YES
ING Investment Management Advisors B.V.	The Hague	NO	NO	NO	YES
ING Investment Management Asia Pacific (Hong Kong) Limited	Hong Kong, China	NO	NO	NO	YES
ING Investment Management Co. LLC	New York, NY	NO	NO	NO	YES
ING Investment Management LLC	Atlanta, GA	NO	NO	NO	YES
ING Investments, LLC	Scottsdale, AZ	NO	NO	NO	YES
ING Life Insurance and Annuity Company	Windsor, CT	NO	NO	NO	YES
ING National Trust	Minneapolis, MN	NO	YES	NO	NO
Systematized Benefits Administrators, Inc.	Windsor, CT	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 [X] No [ ]
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

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

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

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

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

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

FINANCIAL

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

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

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]

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

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

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

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [X] No [ ]

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 38,324	$ 38,702
14.22	Preferred Stock	$ 0	$ 0
14.23	Common Stock	$ 0	$ 0
14.24	Short-Term Investments	$ 0	$ 0
14.25	Mortgage Loans on Real Estate	$ 0	$ 0
14.26	All Other	$ 0	$ 0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 38,324	$ 38,702
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

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

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. $ 0

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2 $ 0

16.3 Total payable for securities lending reported on the liability page. $ 0

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

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

1 Name of Custodian(s)	2 Custodian Address
The Bank of New York Mellon	One Wall Street, New York, NY 10286

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 [X]

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
108934	ING Investment Management, LLC	5780 Powers Ferry Rd NW, Suite 300 Atlanta, GA 30327

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - LIFE & HEALTH

			1 Amount
1.	Report the statement value of mortgage loans at the end of this reporting period for the following categories:		
	1.1 Long-Term Mortgages In Good Standing		
	1.11 Farm Mortgages	$	0
	1.12 Residential Mortgages	$	0
	1.13 Commercial Mortgages	$	3,702,756
	1.14 Total Mortgages in Good Standing	$	3,702,756
	1.2 Long-Term Mortgages In Good Standing with Restructured Terms		
	1.21 Total Mortgages in Good Standing with Restructured Terms	$	0
	1.3 Long-Term Mortgage Loans Upon which Interest is Overdue more than Three Months		
	1.31 Farm Mortgages	$	0
	1.32 Residential Mortgages	$	0
	1.33 Commercial Mortgages	$	0
	1.34 Total Mortgages with Interest Overdue more than Three Months	$	0
	1.4 Long-Term Mortgage Loans in Process of Foreclosure		
	1.41 Farm Mortgages	$	0
	1.42 Residential Mortgages	$	0
	1.43 Commercial Mortgages	$	0
	1.44 Total Mortgages in Process of Foreclosure	$	0
1.5	Total Mortgage Loans (Lines 1.14 + 1.21 + 1.34 + 1.44) (Page 2, Column 3, Lines 3.1 + 3.2)	$	3,702,756
1.6	Long-Term Mortgages Foreclosed, Properties Transferred to Real Estate in Current Quarter		
	1.61 Farm Mortgages	$	0
	1.62 Residential Mortgages	$	0
	1.63 Commercial Mortgages	$	0
	1.64 Total Mortgages Foreclosed and Transferred to Real Estate	$	0
2.	Operating Percentages:		
	2.1 A&H loss percent		0.000 %
	2.2 A&H cost containment percent		0.000 %
	2.3 A&H expense percent excluding cost containment expenses		0.000 %
3.1	Do you act as a custodian for health savings accounts?		Yes [ ] No [X]
3.2	If yes, please provide the amount of custodial funds held as of the reporting date	$	0
3.3	Do you act as an administrator for health savings accounts?		Yes [ ] No [X]
3.4	If yes, please provide the balance of the funds administered as of the reporting date	$	0

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Effective Date	4 Name of Reinsurer	5 Domiciliary Jurisdiction	6 Type of Reinsurance Ceded	7 Is Insurer Authorized? (Yes or No)

NONE

SCHEDULE T - PREMIUMS AND ANNUITY CONSIDERATIONS

Current Year To Date - Allocated by States and Territories

			Direct Business Only					
		1	Life Contracts		4	5	6	7
			2	3				
	States, Etc.	Active Status	Life Insurance Premiums	Annuity Considerations	Accident and Health Insurance Premiums, Including Policy, Membership and Other Fees	Other Considerations	Total Columns 2 Through 5	Deposit-Type Contracts
1.	Alabama AL	L	2,655	0	0	0	2,655	0
2.	Alaska AK	L	165	0	0	0	165	0
3.	Arizona AZ	L	9,836	0	0	0	9,836	0
4.	Arkansas AR	L	3,972	0	0	0	3,972	0
5.	California CA	L	105,646	265	0	0	105,911	0
6.	Colorado CO	L	23,445	0	0	0	23,445	0
7.	Connecticut CT	L	1,263	0	0	0	1,263	0
8.	Delaware DE	L	189	0	0	0	189	0
9.	District of Columbia DC	L	0	0	0	0	0	0
10.	Florida FL	L	23,818	25	0	0	23,843	0
11.	Georgia GA	L	9,710	0	0	0	9,710	0
12.	Hawaii HI	L	2,566	0	0	0	2,566	0
13.	Idaho ID	L	2,811	0	0	0	2,811	0
14.	Illinois IL	L	23,173	294	0	0	23,467	0
15.	Indiana IN	L	244,385	1,082	0	0	245,467	0
16.	Iowa IA	L	2,048	0	0	0	2,048	0
17.	Kansas KS	L	830	38	0	0	867	0
18.	Kentucky KY	L	9,245	0	733	0	9,978	0
19.	Louisiana LA	L	3,885	0	0	0	3,885	0
20.	Maine ME	L	18	0	0	0	18	0
21.	Maryland MD	L	16,028	0	0	0	16,028	0
22.	Massachusetts MA	L	2,852	0	0	0	2,852	0
23.	Michigan MI	L	85,873	269	0	0	86,143	0
24.	Minnesota MN	L	2,639	0	0	0	2,639	0
25.	Mississippi MS	L	2,990	0	0	0	2,990	0
26.	Missouri MO	L	8,230	0	0	0	8,230	0
27.	Montana MT	L	10,118	0	0	0	10,118	0
28.	Nebraska NE	L	100	0	0	0	100	0
29.	Nevada NV	L	2,446	0	0	0	2,446	0
30.	New Hampshire NH	L	1,193	0	0	0	1,193	0
31.	New Jersey NJ	L	1,464	0	0	0	1,464	0
32.	New Mexico NM	L	2,145	0	0	0	2,145	0
33.	New York NY	N	7,564	0	0	0	7,564	0
34.	North Carolina NC	L	37,824	0	97	0	37,921	0
35.	North Dakota ND	L	3	0	0	0	3	0
36.	Ohio OH	L	167,271	37,601	0	0	204,872	0
37.	Oklahoma OK	L	6,168	0	0	0	6,168	0
38.	Oregon OR	L	3,126	0	0	0	3,126	0
39.	Pennsylvania PA	L	14,505	0	0	0	14,505	0
40.	Rhode Island RI	L	150	0	0	0	150	0
41.	South Carolina SC	L	18,456	75	0	0	18,531	0
42.	South Dakota SD	L	530	0	0	0	530	0
43.	Tennessee TN	L	14,658	18	595	0	15,271	0
44.	Texas TX	L	94,068	0	0	0	94,068	0
45.	Utah UT	L	55	0	0	0	55	0
46.	Vermont VT	L	54	0	0	0	54	0
47.	Virginia VA	L	8,871	0	0	0	8,871	0
48.	Washington WA	L	3,916	0	0	0	3,916	0
49.	West Virginia WV	L	2,550	0	0	0	2,550	0
50.	Wisconsin WI	L	1,234	0	0	0	1,234	0
51.	Wyoming WY	L	54	0	0	0	54	0
52.	American Samoa AS	N	0	0	0	0	0	0
53.	Guam GU	N	0	0	0	0	0	0
54.	Puerto Rico PR	N	0	0	0	0	0	0
55.	U.S. Virgin Islands VI	L	0	0	0	0	0	0
56.	Northern Mariana Islands MP	N	0	0	0	0	0	0
57.	Canada CAN	N	0	0	0	0	0	0
58.	Aggregate Other Aliens OT	XXX	2,641	0	0	0	2,641	0
59.	Subtotal	(a) 51	989,434	39,667	1,425	0	1,030,527	0
90.	Reporting entity contributions for employee benefits plans	XXX	0	0	0	0	0	0
91.	Dividends or refunds applied to purchase paid-up additions and annuities	XXX	16,242	0	0	0	16,242	0
92.	Dividends or refunds applied to shorten endowment or premium paying period	XXX	0	0	0	0	0	0
93.	Premium or annuity considerations waived under disability or other contract provisions	XXX	10,265	0	0	0	10,265	0
94.	Aggregate or other amounts not allocable by State	XXX	0	0	0	0	0	0
95.	Totals (Direct Business)	XXX	1,015,941	39,667	1,425	0	1,057,033	0
96.	Plus Reinsurance Assumed	XXX	1,084	0	0	0	1,084	0
97	Totals (All Business)	XXX	1,017,024	39,667	1,425	0	1,058,117	0
98.	Less Reinsurance Ceded	XXX	27,423	720	1,425	0	29,568	0
99.	Totals (All Business) less Reinsurance Ceded	XXX	989,601	38,947	0	0	1,028,549	0
	DETAILS OF WRITE-INS							
58001.	ZZZ Other alien	XXX	2,641	0	0	0	2,641	0
58002.		XXX						
58003.		XXX						
58998.	Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
58999.	Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX	2,641	0	0	0	2,641	0
9401.		XXX						
9402.		XXX						
9403.		XXX						
9498.	Summary of remaining write-ins for Line 94 from overflow page	XXX	0	0	0	0	0	0
9499.	Totals (Lines 9401 through 9403 plus 9498)(Line 94 above)	XXX	0	0	0	0	0	0

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

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

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 the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
3. Will the Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
4. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV be filed with the state of domicile and electronically with the NAIC?	NO
5. Will the Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI be filed with the state of domicile and electronically with the NAIC?	NO
6. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Average Market Value) be filed with the state of domicile and electronically with the NAIC?	NO
7. Will the Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) be filed with the state of domicile and electronically with the NAIC?	NO

Explanation:

1.

2.

3.

4.

5.

6.

7.

Bar Code:

1. Trusteed Surplus Statement [Document Identifier 490] — 6 6 1 0 9 2 0 1 3 4 9 0 0 0 0 0 1
2. Medicare Part D Coverage Supplement [Document Identifier 365] — 6 6 1 0 9 2 0 1 3 3 6 5 0 0 0 0 1
3. Reasonableness of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 445] — 6 6 1 0 9 2 0 1 3 4 4 5 0 0 0 0 1
4. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXV [Document Identifier 446] — 6 6 1 0 9 2 0 1 3 4 4 6 0 0 0 0 1
5. Reasonableness of Assumptions Certification for Implied Guaranteed Rate Method required by Actuarial Guideline XXXVI [Document Identifier 447] — 6 6 1 0 9 2 0 1 3 4 4 7 0 0 0 0 1
6. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI [Document Identifier 448] — 6 6 1 0 9 2 0 1 3 4 4 8 0 0 0 0 1
7. Reasonableness and Consistency of Assumptions Certification required by Actuarial Guideline XXXVI (Updated Market Value) [Document Identifier 449] — 6 6 1 0 9 2 0 1 3 4 4 9 0 0 0 0 1

OVERFLOW PAGE FOR WRITE-INS

NONE

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	2,953,238	6,778,456
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition	903,700	670,000
	2.2 Additional investment made after acquisition	0	0
3.	Capitalized deferred interest and other	0	0
4.	Accrual of discount	0	0
5.	Unrealized valuation increase (decrease)	0	0
6.	Total gain (loss) on disposals	0	141,313
7.	Deduct amounts received on disposals	154,182	4,636,531
8.	Deduct amortization of premium and mortgage interest points and commitment fees	0	0
9.	Total foreign exchange change in book value/recorded investment excluding accrued interest	0	0
10.	Deduct current year's other than temporary impairment recognized	0	0
11.	Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	3,702,756	2,953,238
12.	Total valuation allowance	0	0
13.	Subtotal (Line 11 plus Line 12)	3,702,756	2,953,238
14.	Deduct total nonadmitted amounts	0	0
15.	Statement value at end of current period (Line 13 minus Line 14)	3,702,756	2,953,238

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	167,489	1,130,973
2.	Cost of acquired:		
	2.1 Actual cost at time of acquisition	0	0
	2.2 Additional investment made after acquisition	3,403	15,031
3.	Capitalized deferred interest and other	0	0
4.	Accrual of discount	0	0
5.	Unrealized valuation increase (decrease)	(15,711)	(24,022)
6.	Total gain (loss) on disposals	0	52,862
7.	Deduct amounts received on disposals	39,499	1,007,355
8.	Deduct amortization of premium and depreciation	0	0
9.	Total foreign exchange change in book/adjusted carrying value	0	0
10.	Deduct current year's other than temporary impairment recognized	0	0
11.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	115,682	167,489
12.	Deduct total nonadmitted amounts	0	0
13.	Statement value at end of current period (Line 11 minus Line 12)	115,682	167,489

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	220,340,086	211,738,953
2.	Cost of bonds and stocks acquired	3,479,510	29,760,627
3.	Accrual of discount	35,883	170,077
4.	Unrealized valuation increase (decrease)	0	(526,923)
5.	Total gain (loss) on disposals	(219,479)	906,487
6.	Deduct consideration for bonds and stocks disposed of	10,769,260	20,473,562
7.	Deduct amortization of premium	247,789	1,235,573
8.	Total foreign exchange change in book/adjusted carrying value	0	0
9.	Deduct current year's other than temporary impairment recognized	0	0
10.	Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	212,618,950	220,340,086
11.	Deduct total nonadmitted amounts	4	4
12.	Statement value at end of current period (Line 10 minus Line 11)	212,618,946	220,340,082

SCHEDULE D - PART 1B

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

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	167,783,636	12,479,510	14,988,736	1,310,873	166,585,283	0	0	167,783,636
2. Class 2 (a)	49,247,332	0	0	(1,522,300)	47,725,032	0	0	49,247,332
3. Class 3 (a)	3,258,629	0	0	(480)	3,258,149	0	0	3,258,629
4. Class 4 (a)	0	0	0	0	0	0	0	0
5. Class 5 (a)	0	0	0	0	0	0	0	0
6. Class 6 (a)	100	0	0	0	100	0	0	100
7. Total Bonds	220,289,697	12,479,510	14,988,736	(211,907)	217,568,564	0	0	220,289,697
PREFERRED STOCK								
8. Class 1	25,000	0	0	0	25,000	0	0	25,000
9. Class 2	25,382	0	0	0	25,382	0	0	25,382
10. Class 3	0	0	0	0	0	0	0	0
11. Class 4	0	0	0	0	0	0	0	0
12. Class 5	0	0	0	0	0	0	0	0
13. Class 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock	50,382	0	0	0	50,382	0	0	50,382
15. Total Bonds and Preferred Stock	220,340,079	12,479,510	14,988,736	(211,907)	217,618,946	0	0	220,340,079

(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 $ 0 ; NAIC 2 $ 0 ; NAIC 3 $ 0 ;
NAIC 4 $ 0 ; NAIC 5 $ 0 ; NAIC 6 $ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year-to-Date	5 Paid for Accrued Interest Year-to-Date
9199999 Totals	5,000,000	XXX	5,000,000	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	6,000,000
2. Cost of short-term investments acquired	9,000,000	86,007,330
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	4,000,000	92,007,330
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	5,000,000	0
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	5,000,000	0

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

NONE

Schedule DB - Part B - Verification - Futures Contracts

NONE

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

NONE

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

NONE

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

NONE

Schedule E - Verification - Cash Equivalents

NONE