Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2011

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
TEXAS FARM BUREAU & ADOPTING COMPANIES 401(K) PLAN & TRUST

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 08/09/2010

2a Plan sponsor's name and address, including room or suite number (Employer, if for single-employer plan)

TEXAS FARM BUREAU

7420 FISH POND RD
WACO, TX 76710

7420 FISH POND RD
WACO, TX 76710

2b Employer Identification Number (EIN) 74-1145986

2c Sponsor's telephone number 254-772-3030

2d Business code (see instructions) 524290

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	07/31/2012	PENNY ANDERSON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
TEXAS FARM BUREAU

7420 FISH POND RD
WACO, TX 76710

3b Administrator's EIN
74-1145986

3c Administrator's telephone number
254-772-3030

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	934
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	802
b	Retired or separated participants receiving benefits	**6b**	20
c	Other retired or separated participants entitled to future benefits	**6c**	86
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	908
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	13
f	Total. Add lines **6d** and **6e**	**6f**	921
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	855
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2F 2G 2J 2K 2S 2T 3D 3H

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		**A** (Insurance Information)
(4)	X	**C** (Service Provider Information)
(5)	X	**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2011** **This Form is Open to Public Inspection.**

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
TEXAS FARM BUREAU & ADOPTING COMPANIES 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
TEXAS FARM BUREAU

D Employer Identification Number (EIN)
74-1145986

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . [X] Yes [ ] No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

FID.INV.INST.OPS.CO.

04-2647786

(b) Enter name and EIN or address of person who provided you disclosure on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

STRATEGIC ADVISORS, INC.

04-2654524

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	ADVISOR	11674	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
64 65 60	RECORDKEEPER	1575	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes [ ] No [ ]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BLKRK EQUITY DIV I - BNY MELLON INV	P.O. BOX 9793 PROVIDENCE, RI 02940	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
BLKRK SM CAP GR EQ I - BNY MELLON I	760 MOORE ROAD KING OF PRUSSIA, PA 19406	0.25%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation		**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
COL/ACORN INTL Z - COLUMBIA MGT INV	P.O. BOX 8081 BOSTON, MA 02266	0.40%

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
DAVIS NY VENTURE Y - BOSTON FINANCI 330 W. 9TH STREET KANSAS CITY, MO 66160	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
LZRD EMRG MKTS EQ IS - BOSTON FINAN 330 W. 9TH STREET KANSAS CITY, MO 66160	0.15%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
MSIF MID CAP GRTH I - MORGAN STANLE 13-3799749	0.10%

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PERKINS MID CP VAL I - JANUS SERVIC 43-1804048	0.10%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
PIM TOTAL RT INST - BOSTON FINANCIA 330 W. 9TH STREET KANSAS CITY, MO 66160	0.01%

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
FIDELITY INVESTMENTS INSTITUTIONAL	60	0

(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.
TEMPLETON FOREIGN AD - FRANKLIN TEM 94-3167260	0.15%

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
TEXAS FARM BUREAU & ADOPTING COMPANIES 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
TEXAS FARM BUREAU

D Employer Identification Number (EIN)
74-1145986

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: FID MGD INC PORT II

b Name of sponsor of entity listed in (a): FIDELITY MANAGEMENT TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)
04-3022712-025	C	24800384

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103- 12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN
a Plan name	
b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
TEXAS FARM BUREAU & ADOPTING COMPANIES 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
TEXAS FARM BUREAU

D Employer Identification Number (EIN)
74-1145986

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	62520	0
(2) Participant contributions	1b(2)	120277	0
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	25298629	24800384
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	39791551	40075798
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

		(a) Beginning of Year	(b) End of Year
1d Employer-related investments:			
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	65272977	64876182
Liabilities			
g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through1j)	1k		
Net Assets			
l Net assets (subtract line 1k from line 1f)	1l	65272977	64876182

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

Income		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	1679025	
(B) Participants	2a(1)(B)	3090293	
(C) Others (including rollovers)	2a(1)(C)	10403	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		4779721
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		
(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	1262183	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		1262183
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		

			(a) Amount	(b) Total
2b	**(5)** Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		
	(6) Net investment gain (loss) from common/collective trusts	2b(6)		692073
	(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
	(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
	(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
	(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-2113736
c	Other income	2c		
d	Total income. Add all **income** amounts in column (b) and enter total	2d		4620241
	Expenses			
e	Benefit payment and payments to provide benefits:			
	(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	5002498	
	(2) To insurance carriers for the provision of benefits	2e(2)		
	(3) Other	2e(3)		
	(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		5002498
f	Corrective distributions (see instructions)	2f		
g	Certain deemed distributions of participant loans (see instructions)	2g		
h	Interest expense	2h		
i	Administrative expenses: **(1)** Professional fees	2i(1)		
	(2) Contract administrator fees	2i(2)		
	(3) Investment advisory and management fees	2i(3)	11674	
	(4) Other	2i(4)	2864	
	(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		14538
j	Total expenses. Add all **expense** amounts in column (b) and enter total	2j		5017036
	Net Income and Reconciliation			
k	Net income (loss). Subtract line **2j** from line **2d**	2k		-396795
l	Transfers of assets:			
	(1) To this plan	2l(1)		
	(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: JAYNES, REITMEIER, BOYD & THERRELL, **(2)** EIN: 74-2533381

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	**4a**		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	**4b**		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	**4c**		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	**4d**		X	
e	Was this plan covered by a fidelity bond?	**4e**	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	**4f**		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4g**		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	**4h**		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	**4i**	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	**4j**		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	**4k**		X	
l	Has the plan failed to provide any benefit when due under the plan?	**4l**		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	**4m**		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	**4n**		X	

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2011

This Form is Open to Public Inspection.

For calendar plan year 2011 or fiscal plan year beginning 01/01/2011 and ending 12/31/2011

A Name of plan
TEXAS FARM BUREAU & ADOPTING COMPANIES 401(K) PLAN & TRUST

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
TEXAS FARM BUREAU

D Employer Identification Number (EIN)
74-1145986

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-6568107

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust
Financial Statements and
Supplemental Information
December 31, 2011 and 2010
(With Independent Auditors' Report Thereon)

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

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JAYNES, REITMEIER, BOYD & THERRELL, P.C.
Certified Public Accountants

5400 Bosque Blvd., Suite 500 Waco, Texas 76710
P.O. Box 7616 Waco, Texas 76714-7616
Phone 254.776.4190 Fax 254.776.8489
www.jrbt.com

Offices in Austin and Waco

Independent Auditors' Report

The Plan Administrator
Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust:

We were engaged to audit the financial statements of Texas Farm Bureau & Adopting Companies 401(k) Plan & Trust as of December 31, 2011 and 2010, and for the year ended December 31, 2011 and for the period from August 9, 2010 (date of inception) to December 31, 2010, and the supplemental information as of December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplemental information are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information described in Note 4 which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental information. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of December 31, 2011 and 2010 and for the year ended December 31, 2011 and for the period from August 9, 2010 (date of inception) to December 31, 2010, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental information taken as a whole. The supplemental information is presented for purposes of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental information, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Jaynes, Reitmeier, Boyd & Therrell, P.C.

July 25, 2012

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Statements of Net Assets Available for Benefits

December 31, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value:		
Mutual funds	$ 40,075,798	39,791,551
Common collective trust	24,800,384	25,298,629
Total investments	64,876,182	65,090,180
Receivables:		
Employers' contributions	-	62,520
Participants' contributions	-	120,277
Total receivables	-	182,797
Net assets available for benefits at fair value	64,876,182	65,272,977
Adjustment from fair value to contract value for fully benefit-responsive investment contract	(602,567)	(249,807)
Net assets available for benefits	$ 64,273,615	65,023,170

See accompanying notes to financial statements.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Statements of Changes in Net Assets Available for Benefits

Year Ended December 31, 2011 and
Period from August 9, 2010 (Date of Inception) to December 31, 2010

	2011	2010
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$ (2,113,736)	3,720,811
Interest and dividends	1,601,496	762,184
	(512,240)	4,482,995
Contributions:		
Employers'	1,679,025	716,170
Participants'	3,090,293	1,338,610
Rollovers	10,403	94,586
	4,779,721	2,149,366
Transfers from other qualifying plans	-	60,719,573
Total additions	4,267,481	67,351,934
Deductions from net assets attributed to:		
Benefits paid directly to participants	5,002,498	2,327,559
Administrative expenses	14,538	1,205
Total deductions	5,017,036	2,328,764
Net increase (decrease)	(749,555)	65,023,170
Net assets available for benefits, beginning of year	65,023,170	-
Net assets available for benefits, end of year	$ 64,273,615	65,023,170

See accompanying notes to financial statements.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements

December 31, 2011 and 2010

(1) Description of Plan

The following description of the Texas Farm Bureau & Adopting Companies (the Sponsor) 401(k) Plan & Trust (the Plan) provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering substantially all employees of Texas Farm Bureau, Texas Farm Bureau Business Corporation, Texas Farm Bureau Casualty Insurance Company, and 43 county Farm Bureaus in the State of Texas (collectively, the Company) who have completed one month of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was created on August 9, 2010 of the merger of the Southern Farm Bureau and Adopting Companies 401(k) Plan – Texas Farm Bureau and Southern Farm Bureau and Adopting Companies 401(k) Plan – Texas Farm Bureau Casualty Insurance Company as a result of the withdrawal of the Texas insurance operations from Southern Farm Bureau Casualty Insurance Company in 2009. Assets of $60,719,573 were transferred to the Plan from these other qualified plans at inception.

(b) Contributions

Participants may contribute up to 50% of pre-tax compensation, as defined by the Plan. Participants may also contribute, with the consent of the Plan Administrator, amounts representing distributions from other qualified plans. The Company matches 100% of the first 4% of the participant's compensation. Contributions are subject to certain limitations. Participants direct the investment of Company contributions and their contributions into various investment options offered by the Plan. The Plan currently offers thirty-one investment options for participants.

(c) Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's matching contribution, and an allocation of Plan net earnings. Allocations of net earnings are based on account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(1) Description of Plan (continued)

(d) Vesting

Participants are immediately vested in their contributions and Company matching contributions plus actual earnings thereon.

(e) Payment of Benefits

Upon termination of service, a participant may elect to receive either (1) a lump-sum amount equal to the value of his or her account or (2) periodic installments.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

(b) Investments

The Plan's investments are stated at fair value and are held by Fidelity Management Trust Company. Fair value is 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. See Note 8 for further discussion of fair value measurements.

Generally accepted accounting principles dictate that common collective trusts that hold fully benefit-responsive investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statements of Net Assets Available for Benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The Statements of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(2) Summary of Significant Accounting Policies (continued)

(c) Payment of Benefits

Benefits are recorded when paid.

(d) Administrative Expenses

A substantial portion of the administrative expenses of the Plan are paid by the Company.

(e) Income Taxes

The Plan recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(f) Risks and Uncertainties

The Plan's investments are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with these investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

(g) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosures. Accordingly, actual results may differ from those estimates.

(3) Investments

The following table presents the fair values of investments, all of which are participant directed, at December 31, 2011 and 2010. Investments that represent five percent or more of the Plan's net assets are separately identified.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(3) Investments (continued)

	2011	2010
Investments at fair value as determined by quoted market prices:		
Mutual funds:		
Morgan Stanley Institutional Fund Trust:		
Mid Cap Growth Portfolio	$ 2,643,664	3,362,943
Davis New York Venture Fund, Inc.	4,711,143	6,232,774
American Funds The Investment Company of America	2,751,807	3,523,360
Fidelity Freedom 2020 Fund	3,633,004	3,254,499
Spartan 500 Index Fund Investor Class	3,342,673	3,492,394
Fidelity Freedom 2025 Fund	3,314,182	3,217,176
Others	19,679,325	16,708,405
	40,075,798	39,791,551
Common collective trust:		
Fidelity Managed Income Portfolio II	24,800,384	25,298,629
	$ 64,876,182	65,090,180

During 2011 and 2010, the Plan's investments in mutual funds and common collective trust (including investments bought, sold, and held during the year) appreciated (depreciated) in value by $(2,113,736) and $3,720,811, respectively.

(4) Information Certified by the Trustee

The financial information included in the Plan financial statements, except for contributions receivable, contributions, transfers from another qualifying plan, benefits paid directly to participants, and administrative expenses, have been derived from information certified as complete and accurate by the trustee of the Plan in accordance with Section 2520.103-5 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA.

(5) Plan Termination

Although it has not expressed any interest to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(6) Tax Status

The Plan is using a standardized prototype profit-sharing plan document. In a letter dated March 31, 2008, the Internal Revenue Service (IRS) indicated the standardized form of the Plan is acceptable under Section 401 of the Internal Revenue Code (the Code). The opinion of the IRS on the acceptability of the form of the Plan is not a ruling or determination as to whether the Plan qualifies under Code section 401(a). Although the Plan has been amended since receiving the acceptability letter, the Plan Administrator believes the Plan is currently designed and operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

For years before 2010, the Plan is not subject to U.S. federal income tax examinations.

(7) Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Management & Research Company (FMR), and the Plan contracts with Fidelity Investments Institutional Operations Company, Inc. (FIIOC) to provide recordkeeping services. Fidelity Management Trust Company, an affiliate of FMR and FIIOC, is the trustee as defined by the Plan and, therefore, transactions with FMR and FIIOC qualify as party-in-interest transactions.

The Plan has not considered Company contributions to the Plan or benefits paid by the Plan to participants as party-in-interest transactions.

(8) Fair Value Hierarchy and Measurements

Generally accepted accounting principles establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(8) Fair Value Hierarchy and Measurements (continued)

The level in the fair value hierarchy within which a financial instrument in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

The following methods and assumptions were used to estimate the fair value of each class of financial instruments:

Mutual funds: Valued at quoted market prices which represent the net asset value of shares held by the Plan at year-end.

Common collective trust: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2011 and 2010:

		Fair Value Measurements at Reporting Date Using		
	Fair Value December 31, 2011	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Mid/large cap stock	$ 30,067,778	30,067,778	-	-
Fixed income	5,250,331	5,250,331	-	-
International	3,119,302	3,119,302	-	-
Small cap stock	1,638,387	1,638,387	-	-
Common collective trust:				
Fixed income	24,800,384	-	24,800,384	-
	$ 64,876,182	40,075,798	24,800,384	-

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(8) Fair Value Hierarchy and Measurements (continued)

		Fair Value Measurements at Reporting Date Using		
	Fair Value December 31, 2010	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Mid/large cap stock	$ 33,053,570	33,053,570	-	-
Fixed income	1,928,349	1,928,349	-	-
International	3,264,685	3,264,685	-	-
Small cap stock	1,544,947	1,544,947	-	-
Common collective trust:				
Fixed income	25,298,629	-	25,298,629	-
	$ 65,090,180	39,791,551	25,298,629	-

(9) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2011 and 2010:

	2011	2010
Net assets available for benefits per the financial statements	$ 64,273,615	65,023,170
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	602,567	249,807
Net assets available for benefits per Schedule H of Form 5500	$ 64,876,182	65,272,977

The following is a reconciliation of interest and dividends, and net investment gains (losses) from common collective trusts per the statement of changes in net assets available for benefits for the year ended December 31, 2011 to the Form 5500:

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(9) Reconciliation of Financial Statements to Form 5500

Total interest and dividends per the financial statements	$	1,601,496
Change in adjustment from fair value to contract value for fully benefit-responsive investment contracts		352,760
Total dividends and net investment gains (losses) from common collective trusts per the Form 5500	$	1,954,256

(10) Subsequent Events

The Plan has evaluated subsequent events from the balance sheet date through July 25, 2012, the date at which the financial statements were available to be issued, and determined there are no items to disclose.

Supplemental Information

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2011

Employer identification number: 74-1145986
Plan number: 003

	(a) Identity of Party	(b)	(c) Description of Investment	(e) Current Value
	Mutual funds:			
	Columbia Management		Columbia Acorn International Fund Class Z 7,867 shares	$ 269,910
	Morgan Stanley		Morgan Stanley Institutional Fund Trust: Mid Cap Growth Portfolio, 80,306 shares	2,643,664
	PIMCO Investments, LLC		PIMCO Total Return Fund Institutional Class 127,922 shares	1,390,515
	Lazard Asset Management, LLC		Lazard Emerging Markets Portfolio 29,027 shares	487,649
	Invesco		Invesco Van Kampen Small Cap Value Fund Class Y 63,950 shares	1,000,178
	BlackRock		BlackRock Equity Dividend Fund 78,160 shares	1,421,733
	BlackRock		BlackRock Small Cap Growth Equity Fund Class I 27,204 shares	638,210
	Vanguard		Vanguard Total Bond Market Index Fund 44,204 shares	486,244
	Davis Selected Advisors, LP		Davis New York Venture Fund, Inc. 143,545 shares	4,711,143
	Franklin Templeton Investments		Templeton Foreign Fund Advisor Class 398,854 shares	2,333,296
	American Funds		American Funds The Investment Company of America 101,618 shares	2,751,807
	Perkins Investment Management		Perkins Mid Cap Value Fund Class I 11,935 shares	240,849
*	Fidelity Management and Research Company		Fidelity Contrafund 9,797 shares	660,906
*	Fidelity Management and Research Company		Fidelity Government Income Fund 215,411 shares	2,319,976
*	Fidelity Management and Research Company		Fidelity Freedom Income Fund 33,177 shares	372,907
*	Fidelity Management and Research Company		Fidelity Freedom 2000 Fund 18,881 shares	224,307
*	Fidelity Management and Research Company		Fidelity Freedom 2010 Fund 43,440 shares	569,060
*	Fidelity Management and Research Company		Fidelity Freedom 2020 Fund 276,906 shares	3,633,004
*	Fidelity Management and Research Company		Fidelity Freedom 2030 Fund 147,543 shares	1,894,448

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2011

Employer identification number: 74-1145986
Plan number: 003

(a)	(b) Identity of Party	(c) Description of Investment	(e) Current Value
	Mutual funds: (continued)		
*	Fidelity Management and Research Company	Spartan Extended Market Index Fund Investor Class 4,566 shares	161,915
*	Fidelity Management and Research Company	Spartan International Index Fund 956 shares	28,446
*	Fidelity Management and Research Company	Fidelity High Income Fund 47,571 shares	411,013
*	Fidelity Management and Research Company	Spartan 500 Index Fund Investor Class 75,133 shares	3,342,673
*	Fidelity Management and Research Company	Fidelity Freedom 2040 Fund 116,143 shares	854,815
*	Fidelity Management and Research Company	Fidelity Freedom 2005 Fund 4,313 shares	45,367
*	Fidelity Management and Research Company	Fidelity Freedom 2015 Fund 175,478 shares	1,917,971
*	Fidelity Management and Research Company	Fidelity Freedom 2025 Fund 306,585 shares	3,314,182
*	Fidelity Management and Research Company	Fidelity Freedom 2035 Fund 114,231 shares	1,205,137
*	Fidelity Management and Research Company	Fidelity Freedom 2045 Fund 64,450 shares	560,068
*	Fidelity Management and Research Company	Fidelity Freedom 2050 Fund 21,593 shares	184,405
			40,075,798
	Common collective trust:		
*	Fidelity Management and Research Company	Managed Income Portfolio II 24,197,817 shares	24,800,384
			$ 64,876,182

* Represents a party-in-interest to the Plan.

See accompanying independent auditors' report.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust
Financial Statements and
Supplemental Information
December 31, 2011 and 2010
(With Independent Auditors' Report Thereon)

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

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JAYNES, REITMEIER, BOYD & THERRELL, P.C.
Certified Public Accountants

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Independent Auditors' Report

The Plan Administrator
Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust:

We were engaged to audit the financial statements of Texas Farm Bureau & Adopting Companies 401(k) Plan & Trust as of December 31, 2011 and 2010, and for the year ended December 31, 2011 and for the period from August 9, 2010 (date of inception) to December 31, 2010, and the supplemental information as of December 31, 2011, as listed in the accompanying table of contents. These financial statements and supplemental information are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information described in Note 4 which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental information. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from the trustee as of December 31, 2011 and 2010 and for the year ended December 31, 2011 and for the period from August 9, 2010 (date of inception) to December 31, 2010, that the information provided to the Plan Administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental information taken as a whole. The supplemental information is presented for purposes of additional analysis and is not a required part of the financial statements but is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The form and content of the information included in the financial statements and supplemental information, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Jaynes, Reitmeier, Boyd & Therrell, P.C.

July 25, 2012

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Statements of Net Assets Available for Benefits

December 31, 2011 and 2010

	2011	2010
Assets		
Investments, at fair value:		
Mutual funds	$ 40,075,798	39,791,551
Common collective trust	24,800,384	25,298,629
Total investments	64,876,182	65,090,180
Receivables:		
Employers' contributions	-	62,520
Participants' contributions	-	120,277
Total receivables	-	182,797
Net assets available for benefits at fair value	64,876,182	65,272,977
Adjustment from fair value to contract value for fully benefit-responsive investment contract	(602,567)	(249,807)
Net assets available for benefits	$ 64,273,615	65,023,170

See accompanying notes to financial statements.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Statements of Changes in Net Assets Available for Benefits

Year Ended December 31, 2011 and
Period from August 9, 2010 (Date of Inception) to December 31, 2010

	2011	2010
Additions to net assets attributed to:		
Investment income:		
Net appreciation (depreciation) in fair value of investments	$ (2,113,736)	3,720,811
Interest and dividends	1,601,496	762,184
	(512,240)	4,482,995
Contributions:		
Employers'	1,679,025	716,170
Participants'	3,090,293	1,338,610
Rollovers	10,403	94,586
	4,779,721	2,149,366
Transfers from other qualifying plans	-	60,719,573
Total additions	4,267,481	67,351,934
Deductions from net assets attributed to:		
Benefits paid directly to participants	5,002,498	2,327,559
Administrative expenses	14,538	1,205
Total deductions	5,017,036	2,328,764
Net increase (decrease)	(749,555)	65,023,170
Net assets available for benefits, beginning of year	65,023,170	-
Net assets available for benefits, end of year	$ 64,273,615	65,023,170

See accompanying notes to financial statements.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements

December 31, 2011 and 2010

(1) Description of Plan

The following description of the Texas Farm Bureau & Adopting Companies (the Sponsor) 401(k) Plan & Trust (the Plan) provides only general information. Participants should refer to the Plan Agreement for a more complete description of the Plan's provisions.

(a) General

The Plan is a defined contribution plan covering substantially all employees of Texas Farm Bureau, Texas Farm Bureau Business Corporation, Texas Farm Bureau Casualty Insurance Company, and 43 county Farm Bureaus in the State of Texas (collectively, the Company) who have completed one month of service. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

The Plan was created on August 9, 2010 of the merger of the Southern Farm Bureau and Adopting Companies 401(k) Plan – Texas Farm Bureau and Southern Farm Bureau and Adopting Companies 401(k) Plan – Texas Farm Bureau Casualty Insurance Company as a result of the withdrawal of the Texas insurance operations from Southern Farm Bureau Casualty Insurance Company in 2009. Assets of $60,719,573 were transferred to the Plan from these other qualified plans at inception.

(b) Contributions

Participants may contribute up to 50% of pre-tax compensation, as defined by the Plan. Participants may also contribute, with the consent of the Plan Administrator, amounts representing distributions from other qualified plans. The Company matches 100% of the first 4% of the participant's compensation. Contributions are subject to certain limitations. Participants direct the investment of Company contributions and their contributions into various investment options offered by the Plan. The Plan currently offers thirty-one investment options for participants.

(c) Participant Accounts

Each participant's account is credited with the participant's contribution, the Company's matching contribution, and an allocation of Plan net earnings. Allocations of net earnings are based on account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(1) Description of Plan (continued)

(d) Vesting

Participants are immediately vested in their contributions and Company matching contributions plus actual earnings thereon.

(e) Payment of Benefits

Upon termination of service, a participant may elect to receive either (1) a lump-sum amount equal to the value of his or her account or (2) periodic installments.

(2) Summary of Significant Accounting Policies

(a) Basis of Accounting

The financial statements of the Plan are prepared under the accrual method of accounting in accordance with accounting principles generally accepted in the United States of America.

(b) Investments

The Plan's investments are stated at fair value and are held by Fidelity Management Trust Company. Fair value is 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. See Note 8 for further discussion of fair value measurements.

Generally accepted accounting principles dictate that common collective trusts that hold fully benefit-responsive investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Statements of Net Assets Available for Benefits presents the fair value of the investment contract as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The Statements of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the Plan's gains and losses on investments bought and sold as well as held during the year.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(2) Summary of Significant Accounting Policies (continued)

(c) Payment of Benefits

Benefits are recorded when paid.

(d) Administrative Expenses

A substantial portion of the administrative expenses of the Plan are paid by the Company.

(e) Income Taxes

The Plan recognizes the effect of income tax positions only if those positions are more likely than not of being sustained. Recognized income tax positions are measured at the largest amount that is greater than 50% likely of being realized. Changes in recognition or measurement are reflected in the period in which the change in judgment occurs.

(f) Risks and Uncertainties

The Plan's investments are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with these investments, it is at least reasonably possible that changes in the values of investments will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits.

(g) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the Plan administrator to make estimates and assumptions that affect reported amounts of assets and liabilities and changes therein, and disclosures. Accordingly, actual results may differ from those estimates.

(3) Investments

The following table presents the fair values of investments, all of which are participant directed, at December 31, 2011 and 2010. Investments that represent five percent or more of the Plan's net assets are separately identified.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(3) Investments (continued)

	2011	2010
Investments at fair value as determined by quoted market prices:		
Mutual funds:		
Morgan Stanley Institutional Fund Trust:		
Mid Cap Growth Portfolio	$ 2,643,664	3,362,943
Davis New York Venture Fund, Inc.	4,711,143	6,232,774
American Funds The Investment Company of America	2,751,807	3,523,360
Fidelity Freedom 2020 Fund	3,633,004	3,254,499
Spartan 500 Index Fund Investor Class	3,342,673	3,492,394
Fidelity Freedom 2025 Fund	3,314,182	3,217,176
Others	19,679,325	16,708,405
	40,075,798	39,791,551
Common collective trust:		
Fidelity Managed Income Portfolio II	24,800,384	25,298,629
	$ 64,876,182	65,090,180

During 2011 and 2010, the Plan's investments in mutual funds and common collective trust (including investments bought, sold, and held during the year) appreciated (depreciated) in value by $(2,113,736) and $3,720,811, respectively.

(4) Information Certified by the Trustee

The financial information included in the Plan financial statements, except for contributions receivable, contributions, transfers from another qualifying plan, benefits paid directly to participants, and administrative expenses, have been derived from information certified as complete and accurate by the trustee of the Plan in accordance with Section 2520.103-5 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA.

(5) Plan Termination

Although it has not expressed any interest to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(6) Tax Status

The Plan is using a standardized prototype profit-sharing plan document. In a letter dated March 31, 2008, the Internal Revenue Service (IRS) indicated the standardized form of the Plan is acceptable under Section 401 of the Internal Revenue Code (the Code). The opinion of the IRS on the acceptability of the form of the Plan is not a ruling or determination as to whether the Plan qualifies under Code section 401(a). Although the Plan has been amended since receiving the acceptability letter, the Plan Administrator believes the Plan is currently designed and operated in compliance with the applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

For years before 2010, the Plan is not subject to U.S. federal income tax examinations.

(7) Party-In-Interest Transactions

Certain Plan investments are shares of mutual funds managed by Fidelity Management & Research Company (FMR), and the Plan contracts with Fidelity Investments Institutional Operations Company, Inc. (FIIOC) to provide recordkeeping services. Fidelity Management Trust Company, an affiliate of FMR and FIIOC, is the trustee as defined by the Plan and, therefore, transactions with FMR and FIIOC qualify as party-in-interest transactions.

The Plan has not considered Company contributions to the Plan or benefits paid by the Plan to participants as party-in-interest transactions.

(8) Fair Value Hierarchy and Measurements

Generally accepted accounting principles establish a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to measurements involving significant unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Plan has the ability to access at the measurement date.
- Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3 inputs are unobservable inputs for the asset or liability.

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(8) Fair Value Hierarchy and Measurements (continued)

The level in the fair value hierarchy within which a financial instrument in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

The following methods and assumptions were used to estimate the fair value of each class of financial instruments:

Mutual funds: Valued at quoted market prices which represent the net asset value of shares held by the Plan at year-end.

Common collective trust: Valued at fair value by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

The preceding methods described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets at fair value at December 31, 2011 and 2010:

		Fair Value Measurements at Reporting Date Using		
	Fair Value December 31, 2011	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Mid/large cap stock	$ 30,067,778	30,067,778	-	-
Fixed income	5,250,331	5,250,331	-	-
International	3,119,302	3,119,302	-	-
Small cap stock	1,638,387	1,638,387	-	-
Common collective trust:				
Fixed income	24,800,384	-	24,800,384	-
	$ 64,876,182	40,075,798	24,800,384	-

Texas Farm Bureau & Adopting Companies
401(k) Plan & Trust

Notes to Financial Statements
(Continued)

(8) Fair Value Hierarchy and Measurements (continued)

		Fair Value Measurements at Reporting Date Using		
	Fair Value December 31, 2010	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Mutual funds:				
Mid/large cap stock	$ 33,053,570	33,053,570	-	-
Fixed income	1,928,349	1,928,349	-	-
International	3,264,685	3,264,685	-	-
Small cap stock	1,544,947	1,544,947	-	-
Common collective trust:				
Fixed income	25,298,629	-	25,298,629	-
	$ 65,090,180	39,791,551	25,298,629	-

(9) Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements to the Form 5500 as of December 31, 2011 and 2010:

	2011	2010
Net assets available for benefits per the financial statements	$ 64,273,615	65,023,170
Adjustment from contract value to fair value for fully benefit-responsive investment contracts	602,567	249,807
Net assets available for benefits per Schedule H of Form 5500	$ 64,876,182	65,272,977

The following is a reconciliation of interest and dividends, and net investment gains (losses) from common collective trusts per the statement of changes in net assets available for benefits for the year ended December 31, 2011 to the Form 5500:

Texas Farm Bureau & Adopting Companies
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Notes to Financial Statements
(Continued)

(9) Reconciliation of Financial Statements to Form 5500

Total interest and dividends per the financial statements	$	1,601,496
Change in adjustment from fair value to contract value for fully benefit-responsive investment contracts		352,760
Total dividends and net investment gains (losses) from common collective trusts per the Form 5500	$	1,954,256

(10) Subsequent Events

The Plan has evaluated subsequent events from the balance sheet date through July 25, 2012, the date at which the financial statements were available to be issued, and determined there are no items to disclose.

Supplemental Information

Texas Farm Bureau & Adopting Companies
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Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2011

Employer identification number: 74-1145986
Plan number: 003

	(a) Identity of Party	(b)	(c) Description of Investment	(e) Current Value
	Mutual funds:			
	Columbia Management		Columbia Acorn International Fund Class Z 7,867 shares	$ 269,910
	Morgan Stanley		Morgan Stanley Institutional Fund Trust: Mid Cap Growth Portfolio, 80,306 shares	2,643,664
	PIMCO Investments, LLC		PIMCO Total Return Fund Institutional Class 127,922 shares	1,390,515
	Lazard Asset Management, LLC		Lazard Emerging Markets Portfolio 29,027 shares	487,649
	Invesco		Invesco Van Kampen Small Cap Value Fund Class Y 63,950 shares	1,000,178
	BlackRock		BlackRock Equity Dividend Fund 78,160 shares	1,421,733
	BlackRock		BlackRock Small Cap Growth Equity Fund Class I 27,204 shares	638,210
	Vanguard		Vanguard Total Bond Market Index Fund 44,204 shares	486,244
	Davis Selected Advisors, LP		Davis New York Venture Fund, Inc. 143,545 shares	4,711,143
	Franklin Templeton Investments		Templeton Foreign Fund Advisor Class 398,854 shares	2,333,296
	American Funds		American Funds The Investment Company of America 101,618 shares	2,751,807
	Perkins Investment Management		Perkins Mid Cap Value Fund Class I 11,935 shares	240,849
*	Fidelity Management and Research Company		Fidelity Contrafund 9,797 shares	660,906
*	Fidelity Management and Research Company		Fidelity Government Income Fund 215,411 shares	2,319,976
*	Fidelity Management and Research Company		Fidelity Freedom Income Fund 33,177 shares	372,907
*	Fidelity Management and Research Company		Fidelity Freedom 2000 Fund 18,881 shares	224,307
*	Fidelity Management and Research Company		Fidelity Freedom 2010 Fund 43,440 shares	569,060
*	Fidelity Management and Research Company		Fidelity Freedom 2020 Fund 276,906 shares	3,633,004
*	Fidelity Management and Research Company		Fidelity Freedom 2030 Fund 147,543 shares	1,894,448

Texas Farm Bureau & Adopting Companies
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Schedule H, Line 4i – Schedule of Assets
(Held at End of Year)

December 31, 2011

Employer identification number: 74-1145986
Plan number: 003

(a)	(b) Identity of Party	(c) Description of Investment	(e) Current Value
	Mutual funds: (continued)		
*	Fidelity Management and Research Company	Spartan Extended Market Index Fund Investor Class 4,566 shares	161,915
*	Fidelity Management and Research Company	Spartan International Index Fund 956 shares	28,446
*	Fidelity Management and Research Company	Fidelity High Income Fund 47,571 shares	411,013
*	Fidelity Management and Research Company	Spartan 500 Index Fund Investor Class 75,133 shares	3,342,673
*	Fidelity Management and Research Company	Fidelity Freedom 2040 Fund 116,143 shares	854,815
*	Fidelity Management and Research Company	Fidelity Freedom 2005 Fund 4,313 shares	45,367
*	Fidelity Management and Research Company	Fidelity Freedom 2015 Fund 175,478 shares	1,917,971
*	Fidelity Management and Research Company	Fidelity Freedom 2025 Fund 306,585 shares	3,314,182
*	Fidelity Management and Research Company	Fidelity Freedom 2035 Fund 114,231 shares	1,205,137
*	Fidelity Management and Research Company	Fidelity Freedom 2045 Fund 64,450 shares	560,068
*	Fidelity Management and Research Company	Fidelity Freedom 2050 Fund 21,593 shares	184,405
			40,075,798
	Common collective trust:		
*	Fidelity Management and Research Company	Managed Income Portfolio II 24,197,817 shares	24,800,384
			$ 64,876,182

* Represents a party-in-interest to the Plan.

See accompanying independent auditors' report.