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

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

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
FDLIC 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1992

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

FUNERAL DIRECTORS LIFE INSURANCE COMPANY

6550 DIRECTORS PARKWAY
ABILENE, TX 79606

2b Employer Identification Number (EIN)
74-1001040

2c Sponsor's telephone number
325-695-3412

2d Business code (see instructions)
524210

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.	10/15/2013	B. KRIS SEALE
	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

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address	**3b** Administrator's EIN	
	3c Administrator's telephone number	
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:	**4b** EIN	
a Sponsor's name	**4c** PN	
5 Total number of participants at the beginning of the plan year	**5**	132
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**	136
b Retired or separated participants receiving benefits	**6b**	0
c Other retired or separated participants entitled to future benefits	**6c**	12
d Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	148
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f Total. Add lines **6d** and **6e**	**6f**	148
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	134
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	4
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 Characteristics Codes in the instructions:
2F 2G 2J 2K 2E 2S 2R 2T 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics 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)** [ ] **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.**	**2012** **This Form is Open to Public Inspection.**

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FDLIC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FUNERAL DIRECTORS LIFE INSURANCE COMPANY

D Employer Identification Number (EIN)
74-1001040

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

PARKWAY ADVISORS, L.P.
6550 DIRECTORS PARKWAY
ABILENE, TX 79606

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

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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)

TD AMERITRADE

82-0543156

(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?
33 71 62 50	BROKERAGE	960	Yes [X] No [ ]	Yes [ ] No [X]	0	Yes [X] No [ ]

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

ASCENSUS

11-3665754

(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?
99 37 15 50 64	RECORDKEEPER	12004	Yes [X] No [ ]	Yes [ ] No [X]	367	Yes [ ] No [X]

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

PARKWAY ADVISORS, LP

75-2930899

(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 50	INVESTMENT ADVISOR	28184	Yes [ ] No [X]	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
TD AMERITRADE	33 62	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.
TDAM MONEY MARKET FUND 1 PLAZA FOUR A JERSEY CITY, NJ 07311-4000	30 BPS ANNUALLY ON AVERAGE DAILY ASSET BALANCE

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
TD AMERITRADE	33 71	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.
TD AMERITRADE 82-0543156	$2 PER QUALIFIED TRADE

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

(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.

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

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(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 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

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FDLIC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FUNERAL DIRECTORS LIFE INSURANCE COMPANY

D Employer Identification Number (EIN)
74-1001040

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)	5855	6888
(2) Participant contributions	1b(2)	17875	21371
(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)	285522	302572
(9) Value of interest in common/collective trusts	1c(9)		
(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)	4937530	6177139
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	354415	405966

			(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	5601197	6913936
	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	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	5601197	6913936

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)	222280	
	(B) Participants	2a(1)(B)	524985	
	(C) Others (including rollovers)	2a(1)(C)	2619	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		749884
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)	14531	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		14531
	(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)	82840	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		82840
	(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)		0
	(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)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(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)		731106
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1578361
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	224474	
(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)		224474
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)	12004	
(3) Investment advisory and management fees	2i(3)	29144	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		41148
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		265622
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1312739
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: JOHNSON LAMBERT LLP **(2)** EIN: 52-1446779

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 lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 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	

			Yes	No	Amount
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			

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)

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

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

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FDLIC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
FUNERAL DIRECTORS LIFE INSURANCE COMPANY

D Employer Identification Number (EIN)
74-1001040

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): 45-0404698

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 lines 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 lines 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 lines 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 lines 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 lines 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 lines 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 line 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 lines (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 line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Funeral Directors Life Insurance Company 401(k) Plan

Financial Statements and Supplemental Schedule

Years ended December 31, 2012 and 2011
with Report of Independent Auditors

Funeral Directors Life Insurance Company 401(K) Plan

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Schedule H, Line 4i - Schedule of Assets (Held at End of Year) as of December 31, 2012	12

* Other supplemental schedules required by 29 CFR 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA have been omitted because they are not applicable.

JOHNSON LAMBERT LLP

Report of Independent Auditors

To the Participants and Administrator of
Funeral Directors Life Insurance Company 401(k) Plan

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of the Funeral Directors Life Insurance Company 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years then ended and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matters described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

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 summarized in Note 6, which was certified by Reliance Trust Company and Acensus, the record keeper of the Plan as agent for Frontier Trust Company, the trustees of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that Reliance Trust Company held the Plan's investment assets and executed investment transactions from January 1, 2011 to November 30, 2011, and that Frontier Trust Company held the plan's assets and executed investment transactions as of December 31, 2012 and 2011 and for the period October 1, 2011 to December 31, 2011 and for the year ended December 31, 2012. The plan administrator has obtained a certification from the trustee or the agent on behalf of the trustee for the periods each trustee held the Plan's investment assets that the information provided to the plan administrator by the trustee is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter-Supplemental Schedule

The supplemental schedule of assets (held at end of year) as of and for the year ended December 31, 2012, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the trustee or the agent on behalf of 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.



Arlington Heights, Illinois
October 11, 2013

Funeral Directors Life Insurance Company 401(k) Plan

Statements of Net Assets Available for Plan Benefits

	December 31,	
	2012	2011
Assets:		
Investments, at fair value	$ 6,583,105	$ 5,291,945
Receivables:		
Employee contributions receivable	21,371	17,875
Employer contributions receivable	6,888	5,855
Notes Receivable from participants	302,572	285,522
Net assets available for plan benefits	$ 6,913,936	$ 5,601,197

The accompanying notes are an integral part of these financial statements.

Funeral Directors Life Insurance Company 401(k) Plan

Statements of Changes in Net Assets Available for Plan Benefits

	Year Ended December 31,	
Additions to net assets attributed to:	2012	2011
Investment income:		
Net appreciation in fair value of investments	$ 731,106	$ (368,693)
Interest	-	-
Dividends	82,840	28,058
	813,946	(340,635)
Contributions:		
Employee contributions	524,985	481,240
Employer contributions	222,280	197,034
Rollovers	2,619	-
	749,884	678,274
Other additions:		
Participant note receivable interest	14,531	10,740
Total additions	1,578,361	348,379
Deductions from net assets attributed to:		
Distributions to participants	224,474	452,153
Administrative expenses	41,148	22,096
Total deductions	265,622	474,249
Change in net assets available for plan benefits	1,312,739	(125,870)
Net assets available for plan benefits:		
Beginning of year	5,601,197	5,727,067
End of year	$ 6,913,936	$ 5,601,197

The accompanying notes are an integral part of these financial statements.

NOTE 1 – DESCRIPTION OF PLAN

The following description of the Funeral Directors Life Insurance Company 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan's summary document for a more complete description of the Plan's provisions. Copies of these documents are available from the Funeral Directors Life Insurance Company (FDLIC) or participating companies.

General

The Plan is a controlled group, as defined by Internal Revenue Code (IRC) Section 414(b), defined contribution plan, established January 1, 1992, sponsored by FDLIC. Most full-time employees of FDLIC and participating companies that have elected to adopt the Plan (collectively, "employers") are covered under the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All of the Plan's investments are held by Frontier Trust Company as of December 31, 2012 and 2011.

There were no plan amendments adopted in 2012 or 2011.

Contributions

Participants may elect to make voluntary post-tax and salary reduction contributions of up to 100% of their salaries, subject to certain constraints affecting highly compensated employees and IRC limitations. Participants who have attained age 50 before the end of the plan year are eligible to make catch-up contributions of not greater than $5,500 in 2012 and 2011.

In addition to employee contributions, each employer contributes $.50 for each $1.00 of participant contributions up to $5,000 annually to the Plan. However, total employer and employee contributions in a calendar year for each participant cannot exceed 100% of W-2 compensation for the year or $50,000 in 2012 and $49,000 in 2011, whichever is less.

Participant Accounts

Participants are responsible for directing the investment of their individual account. Each participant's account is credited with the participant's contribution and allocation of (a) the employer's contribution and (b) Plan earnings. Allocations are based on participant deferral (for employer contributions) and account balances (for Plan earnings). The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTE 1 – DESCRIPTION OF PLAN (Continued)

Vesting

Participants are vested immediately in their contributions plus actual earnings thereon. Vesting in the employer's contribution portion of their accounts is based on years of continuous service. A participant is 100 percent vested after six years of credited service. All participants will become immediately vested in their accounts when they reach normal retirement age, the Plan is terminated, contributions to the Plan are discontinued, or a participant becomes disabled or dies. Non-vested portions of participants' accounts are forfeited and applied to reduce any Employer contributions. There were $18,246 and $5,570 in forfeiture amounts as of December 31, 2012 and 2011, respectively. The Plan applied $15,508 and $4,558 of forfeited amounts to reduce Employer contributions in 2012 and 2011, respectively. Forfeited account balances were $2,824 and $1,012 at December 31, 2012 and 2011, respectively.

Plan Expenses

The Plan's administrative expenses are paid from the Plan's assets and are allocated to each participant proportionally based on account value.

Notes Receivable from Participants

Participants may borrow from their accounts up to 50% of their vested account balance, with total borrowings not exceeding $50,000 when added to the highest outstanding loan balance. Loan terms range from one to five years but can extend to 15 years for the purchase of a primary residence. The loans are secured by the balance in the participant's account and bear interest at rates commensurate with local prevailing rates as determined by the Plan Sponsor. During 2012 and 2011 interest rates range from 4.25% to 9.25%. Principal and interest is paid ratably through payroll deductions.

Payment of Benefits

A participant may request a distribution of vested employer contributions under the following circumstances, (1) the participant becomes disabled, (2) the participant reaches normal retirement age, (3) termination of employment or (4) the participant's death.

Participants who have qualifying expenses may request a hardship withdrawal from participant deferrals only. Prior to taking a hardship distribution, a participant must take all other distributions available under the Plan. Participants under age 59½, may be subject to a 10% penalty tax on hardship distribution amounts.

NOTE 1 – DESCRIPTION OF PLAN (Continued)

Payment of Benefits (Continued)

Effective February 19, 2008, participants who are a reservist or National Guardsman; called to active duty after September 11, 2011; and called to active duty for at least 180 days or an indefinite period may take a distribution of elective deferrals under the Plan while on active duty, regardless of age. The 10% premature distribution penalty will not apply to these distributions.

Participants 70 ½ are generally subject to yearly required minimum distributions based on their account value and life expectancy.

Plan Termination

Although it has not expressed any intent to do so, the Plan Sponsor has the right under the Plan to discontinue its contributions at any time and to terminate the Plan by actions of the Designated Principal(s) subject to the provisions of ERISA. In the event of plan termination, participants would receive the value of their accounts.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES

The following accounting policies, which conform with accounting principles generally accepted in the United States of America (GAAP), have been used consistently in the preparation of the Plan's financial statements:

Basis of Accounting

The financial statements of the Plan are prepared using the accrual basis of accounting.

Use of Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and changes therein and disclosure of contingent assets and liabilities. Actual results may differ from these estimates.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition

GAAP establishes a three-level hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The fair value hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). The levels of the fair value hierarchy are described below:

- Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.
- Level 2: Inputs to the valuation methodology include quoted prices for similar assets or liabilities in active markets, and inputs that are observable for the asset or liability, either directly or indirectly, for substantially the full term of the financial instrument.
- Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The Plan's investments are stated at fair value. 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. Shares of registered investment companies (mutual funds) are valued at the daily closing price as reported by the fund. Mutual funds held by the Plan are open-ended mutual funds that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. Mutual funds held by the Plan are deemed to be actively traded. Equities are valued at the closing price reported on the active market on which the security is traded.

Purchases and sales of investments are recorded on a trade-date basis. Interest income is accrued when earned. Dividend income is recorded on the ex-dividend date. Capital gains distributions are included in dividend income.

The Plan presents in the Statement of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in the fair value of its investments, which consists of the realized gains or losses and the unrealized appreciation (depreciation) on those investments.

NOTE 2 – SUMMARY OF ACCOUNTING POLICIES (Continued)

Participant Withdrawals

In accordance with GAAP, participant requests for benefit withdrawals are recorded in the Plan's financial statements as disbursed. There were no withdrawals requested but unpaid at December 31, 2012 and 2011.

Risks and Uncertainties

The Plan provides for various investment options. Investment securities are exposed to various risks, such as interest, market and credit risk. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities 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.

Subsequent Events

The Plan has performed an evaluation of subsequent events through October 11, 2013 which is the date the financial statements were available to be issued and has considered any relevant matters in the preparation of the financial statements and footnotes.

Notes Receivable from Participants

Notes receivable from participants are at measured at the unpaid principal balance plus any accrued but unpaid interest.

NOTE 3 – INVESTMENTS

Investments representing 5% or more of the fair value of net assets available for benefits are as follows.

	December 31,	
	2012	2011
T Rowe Price Growth Stock Fund	$ 1,330,624	$ 1,104,184
T Rowe Price Equity Income Fund	848,642	702,877
Columbia Acorn Fund Z	611,894	503,536
T Rowe Price International Fund	374,176	315,182

NOTE 4 – RELATED-PARTY TRANSACTIONS

The Plan has an agreement with Parkway Advisors, LP, a participating company in the Plan, under which Parkway provides investment advisory services to the Plan. Parkway is

NOTE 4 – RELATED-PARTY TRANSACTIONS (Continued)

compensated for these services based on the market value of the assets under management for each account. Total fees incurred under this agreement were $30,284 and $21,345 for the years ended December 31, 2012 and 2011, respectively.

Additionally, personnel and facilities of FDLIC have been used to perform administrative functions for the Plan at no cost to the Plan.

NOTE 5 – TAX STATUS

The Plan is exempt from taxation in accordance with the provisions of section 501(a) of the Code. Employer contributions and income earned from the Plan investments are not taxable to participants until disbursed.

The Plan Sponsor has adopted the Ascensus Qualified Retirement Plan Basic Plan Document. The Plan Sponsor believes the Plan is currently designed and being operated in compliance with applicable requirements of the Code. Therefore, no provision for income taxes has been included in the Plan's financial statements. The Plan Sponsor has concluded there are no uncertain tax positions as of December 31, 2012 and 2011, in accordance with GAAP. Tax returns filed during the past three years are subject to examination by taxing authorities. There are currently no examinations being conducted.

NOTE 6 – INFORMATION CERTIFIED BY THE PLAN'S TRUSTEES

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA, Frontier Trust Company, the Plan Trustee as of December 31, 2012 and 2011, has certified the following information, which has not been subject to audit by independent auditors, to be accurate and complete:

- Frontier Trust Company has certified the investment balances and notes receivable from participants included in the Statements of Net Assets Available for Benefits as of December 31, 2012 and 2011 and in Note 3.
- Frontier Trust Company has certified the interest and dividend income and net appreciation (depreciation) in fair value of investments for the year ended December 31, 2012 included in the Statement of Changes in Net Assets Available for Benefits.
- Frontier Trust Company has certified the interest and dividend income and net appreciation (depreciation) in fair value of investments for the period October 1, 2011 through December 31, 2011 included in the Statement of Changes in Net Assets Available for Benefits.
- Reliance Trust Company has certified the interest and dividend income and net appreciation (depreciation) in fair value of investments for the period January 1, 2011 through November 30, 2011 included in the Statement of Changes in Net Assets Available for Benefits.
- Frontier Trust Company has certified investment balances included in the accompanying Schedule of Assets (Held at End of Year).

NOTE 7 – FAIR VALUE MEASUREMENTS

Investments measured at fair value on a recurring basis at December 31, 2012 consist of the following:

	Level 1 (Measured using quoted market prices)	Total Fair Value
Mutual Funds-Equity	$ 5,286,148	$ 5,286,148
Mutual Funds-Fixed Income	787,047	787,047
Exchange Traded Funds	103,944	103,944
Money Market	112,092	112,092
Equities	293,874	293,874
Total Investments	$ 6,583,105	$ 6,583,105

Investments measured at fair value on a recurring basis at December 31, 2011 consist of the following:

	Level 1 (Measured using quoted market prices)	Total Fair Value
Mutual Funds-Equity	$ 3,852,922	$ 3,852,922
Mutual Funds-Fixed Income	919,703	919,703
Exchange Traded Funds	15,157	15,157
Money Market	223,835	223,835
Equities	280,328	280,328
Total Investments	$ 5,291,945	$ 5,291,945

The total fair value is the published market price per unit multiplied by the number of units held.

Funeral Directors Life Insurance Company 401(k) Plan

Schedule H
Line 4i

Schedule of Assets (Held at End of Year)
As of December 31, 2012

Funeral Directors Life Insurance Company 401(k) Plan, EIN 74-1001040
Attachment to Form 5500, Schedule H, line 4i:

(a)	(b)	(c)	(d)	(e)
	Identity of issue, borrower, lessor or similar party	**Description of investment, including maturity date, rate of interest, collateral, par or maturity value**	**Cost****	**Current Value**
	AMERICAN CENTURY INFLATION-ADJ BOND INV	Mutual fund		$ 15,949
	COLUMBIA ACORN FUND Z	Mutual fund		611,894
	BLACKROCK ALL-CAP ENERGY & RESOURCES PORTFOLIO -INST	Mutual fund		279,436
	BLACKROCK FLEXIBLE EQUITY FUND INSTITUTIONAL	Mutual fund		131,100
	AMERICAN CENTURY GOVERNMENT BOND INV	Mutual fund		6,281
	COHEN & STEERS REALTY SHARES FUND	Mutual fund		52,953
	DODGE & COX INTERNATIONAL STOCK FUND	Mutual fund		41,571
	WELLS FARGO ADVANTAGE FUNDS WFA PRECIOUS METALS A	Mutual fund		116,135
	FIDELITY BALANCED FUND	Mutual fund		228,058
	GOLDMAN SACHS FINANCIAL SQUARE PRIME OBLIGATION INSTITUTIONAL	Mutual fund		174,225
	GOLDMAN SACHS GOVERNMENT INCOME INSTITUTIONAL	Mutual fund		23,744
	GOLDMAN SACHS SMALL CAP VALUE FUND A	Mutual fund		295,219
	ISHARES S&P MIDCAP 400 INDEX ETF	Mutual fund		28,452
	ISHARES S&P SMALLCAP 600 INDEX ETF	Mutual fund		20,041
	ISHARES S&P 500 INDEX FUND ETF	Mutual fund		55,417
	OPPENHEIMER GLOBAL FUND N	Mutual fund		174,750
	OPPENHEIMER INTERNATIONAL GROWTH FUND N	Mutual fund		22,774
	PRINCIPAL INTERNATIONAL EMERGING MARKETS INSTITUTIONAL	Mutual fund		227,261
	T ROWE PRICE EQUITY INCOME INV	Mutual fund		848,642
	T ROWE PRICE GROWTH STOCK INV	Mutual fund		1,330,624
	T ROWE PRICE INTERNATIONAL DISCOVERY INV	Mutual fund		374,176
	PIMCO TOTAL RETURN ADMIN	Mutual fund		325,304
	AMERICAN FUNDS AMERICAN HIGH INC TRUST R5	Mutual fund		83,149
	ROYCE LOW-PRICED STOCK SVC	Mutual fund		7,530
	SCHWAB S&P 500 INDEX FUND OTHER	Mutual fund		253,619
	VANGUARD LONG-TERM BOND INV	Mutual fund		22,793
	VANGUARD TOTAL BOND MARKET INDEX INV	Mutual fund		115,048
	VANGUARD SHORT TERM INVESTMENT GRD INV	Mutual fund		158,829
	VANGUARD SHORT TERM BOND ETF	Mutual fund		34
	VANGUARD MID CAP INDEX INV	Mutual fund		5,733
	VANGUARD SMALL CAP GROWTH INDEX INV	Mutual fund		10,448
	VANGUARD SHORT TERM FEDERAL INV	Mutual fund		135,950
	TOTAL MUTUAL FUNDS			6,177,139
	AMERITRADE SELF-DIRECTED	Participant-directed brokerage account		405,966
	TOTAL INVESTMENTS			6,583,105
*	VARIOUS PARTICIPANTS (maturities range from 04/30/12-12/14/206))	Notes receivable from participants (interest rates range 4.25%-9.25%)		302,572
	TOTAL ASSETS (HELD AT END OF YEAR)			$ 6,885,677

* Party-in-interest
**Cost is not required for participant directed investments.

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name FDLIC 401(K) PLAN **EIN:** 74-1001040
Plan Sponsor's Name FUNERAL DIRECTORS LIFE INSURANCE COMPANY **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	iShares	iShares S&P 500 Index Fund ETF	0	55,417
	iShares	iShares S&P MidCap 400 Index ETF	0	28,452
	iShares	iShares S&P SmallCap 600 Index ETF	0	20,041
	T. Rowe	T. Rowe Price Growth Stock Inv	0	1,330,624
	Schwab	Schwab S&P 500 Index Fund Other	0	253,619
	T. Rowe	T. Rowe Price Eqty Income Inv	0	848,642
	Columbia	Columbia Acorn Z	0	611,896

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name FDLIC 401(K) PLAN **EIN:** 74-1001040
Plan Sponsor's Name FUNERAL DIRECTORS LIFE INSURANCE COMPANY **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Vanguard	Vanguard Mid Cap Index Inv	0	5,733
	BlackRock	BlackRock Flexible Equity Fund Instl	0	131,100
	Vanguard	Vanguard Small Cap Growth Index Inv	0	10,448
	Royce	Royce Low-Priced Stock Svc	0	7,530
	Goldman Sachs	Goldman Sachs Small Cap Value A	0	295,219
	Wells Fargo	Wells Fargo Adv Precious Metals A	0	116,135
	BlackRock	BlackRock All-Cap Energy & Res Pt Instl	0	279,436

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name FDLIC 401(K) PLAN **EIN:** 74-1001040
Plan Sponsor's Name FUNERAL DIRECTORS LIFE INSURANCE COMPANY **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Cohen & Steers	Cohen & Steers Realty Shares Fund	0	52,953
	Fidelity	Fidelity Balanced Fund	0	228,058
	Oppenheimer	Oppenheimer Global Fund N	0	174,750
	Oppenheimer	Oppenheimer International Growth Fund N	0	22,774
	Dodge & Cox	Dodge & Cox International Stock Fund	0	41,571
	T. Rowe	T. Rowe Price Intl Discovery Inv	0	374,176
	Principal	PrincipalIntl Emerging Markets Inst	0	227,261

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name FDLIC 401(K) PLAN **EIN:** 74-1001040
Plan Sponsor's Name FUNERAL DIRECTORS LIFE INSURANCE COMPANY **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	American Funds	American Funds Amercn High Inc TrstR5	0	83,149
	American Century	American Century Inflation-Adj Bond Inv	0	15,949
	American Century	American Century Govt Bond Inv	0	6,281
	Goldman Sachs	Goldman Sachs Govt Income Inst	0	23,744
	PIMCO	PIMCO Total Return Admn	0	325,304
	Vanguard	Vanguard Long-Term Bond Inv	0	22,793
	Vanguard	Vanguard Total Bond Market Index Inv	0	115,048

Attachment to 2012 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name FDLIC 401(K) PLAN **EIN:** 74-1001040
Plan Sponsor's Name FUNERAL DIRECTORS LIFE INSURANCE COMPANY **PN:** 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	Vanguard	Vanguard Short Term Investment Grd Inv	0	158,828
	Vanguard	Vanguard Short Term Federal Inv	0	135,949
	Goldman Sachs	Goldman Sachs Fincl Sq Prime Obl Inst	0	174,225
	Ameritrade	Ameritrade Self-Direct Cash Fund	0	112,093
	Ameritrade	Ameritrade Self-Directed Invest Fd	0	293,874
	Vanguard	Vanguard Short Term Bond ETF	0	34
	Participants Loan Account	Various Rates and Maturities	0	304,007