

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For Quarter Ended June 30, 2002

Commission File Number: 0-9341

SECURITY NATIONAL FINANCIAL CORPORATION
Exact Name of Registrant.

UTAH

(State or other jurisdiction
of incorporation or organization)

87-0345941

IRS Identification Number

5300 South 360 West, Salt Lake City, Utah

(Address of principal executive offices)

84123

(Zip Code)

Registrant's telephone number, including Area Code

(801) 264-1060

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

YES NO

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Class A Common Stock, \$2.00 par value

4,684,250

Title of Class

Number of Shares Outstanding as of
June 30, 2002

Class C Common Stock, \$.20 par value

5,822,148

Title of Class

Number of Shares Outstanding as of
June 30, 2002

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES
FORM 10Q

QUARTER ENDED June 30, 2002

TABLE OF CONTENTS

PART I - FINANCIAL INFORMATION

Item 1 Financial Statements -----	Page No. -----
Consolidated Statement of Earnings - Six and three months ended June 30, 2002 and 2001 (unaudited).....	3
Consolidated Balance Sheet - June 30, 2002 (unaudited) and December 31, 2001	4-5
Consolidated Statement of Cash Flows - Six months ended June 30, 2002 and 2001 (unaudited).....	6
Notes to Consolidated Financial Statements.....	7-9
Item 2 Management's Discussion and Analysis.....	10-13

Item 3 Quantitative and Qualitative Disclosure of Market Risk.....	13

PART II - OTHER INFORMATION

Other Information.....	13-16
Signature Page.....	17
Certification.....	17

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF EARNINGS
(Unaudited)

	Six Months Ended June 30,		Three Months Ended June 30,	
Revenues:	2002	2001	2002	2001
Insurance premiums and other considerations	\$6,692,209	\$6,583,184	\$3,369,453	\$3,102,047
Net investment income	5,451,638	6,559,980	2,527,873	3,410,547
Net mortuary and cemetery sales	5,539,033	5,307,781	2,810,770	2,847,716
Realized gains on investments and other assets	718,816	3,986	(601)	(111)
Mortgage fee income	18,840,224	17,189,891	8,974,233	8,569,183
Other	308,967	54,998	267,620	23,674
Total revenues	37,550,887	35,699,820	17,949,348	17,953,056
Benefits and expenses:				
Death benefits	2,973,101	2,790,758	1,304,431	1,285,849
Surrenders and other policy benefits	1,070,100	836,554	440,189	539,955
Increase in future policy benefits	2,059,116	2,543,794	1,311,930	1,249,250
Amortization of deferred policy acquisition costs and cost of insurance acquired	1,768,769	1,948,946	934,242	871,209
General and administrative expenses:				
Commissions	13,962,770	13,077,428	6,931,677	6,625,893
Salaries	5,383,137	4,239,587	2,774,187	2,202,924
Other	6,365,369	5,969,016	3,054,028	2,936,035
Interest expense	522,796	1,618,292	200,443	910,739
Cost of goods and services sold of the mortuaries and cemeteries	1,282,793	1,381,405	682,468	747,808
Total benefits and expenses	35,387,951	34,405,780	17,633,595	17,369,662
Earnings before income taxes	2,162,936	1,294,040	315,753	583,394
Income tax expense	(530,818)	(354,660)	(74,446)	(164,504)
Minority interest (income) loss of subsidiary	14,365	35,186	25,315	26,683
Net earnings	\$1,646,483	\$974,566	\$266,622	\$445,573
Net earnings per common share	\$.35	\$.22	\$.06	\$.10
Weighted average outstanding common shares	4,678,817	4,450,839	4,680,628	4,450,839
Net earnings per common share-assuming dilution	\$.33	\$.22	\$.05	\$.10
Weighted average outstanding common shares assuming-dilution	5,011,394	4,451,094	5,024,915	4,451,048

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET

	June 30, 2002 (Unaudited)	December 31, 2001
	-----	-----
Assets:		
Insurance-related investments:		
Fixed maturity securities held to maturity, at amortized cost	\$28,854,886	\$27,799,909
Fixed maturity securities available for sale, at market	19,216,767	21,470,729
Equity securities available for sale, at market	2,394,173	2,641,549
Mortgage loans on real estate	13,798,647	15,479,305
Real estate, net of accumulated depreciation	9,719,462	9,051,691
Policy, student and other loans	10,961,639	11,277,975
Short-term investments	2,636,041	1,453,644
	-----	-----
Total insurance-related investments	87,581,615	89,174,802
Restricted assets of cemeteries and mortuaries	5,532,577	5,339,436
Cash	14,172,291	8,757,246
Receivables:		
Trade contracts	5,157,627	6,945,274
Mortgage loans sold to investors	49,275,266	50,695,073
Receivable from agents	1,986,129	2,061,541
Receivable from officers	82,290	102,200
Other	1,214,641	1,183,927
	-----	-----
Total receivables	57,715,953	60,988,015
Allowance for doubtful accounts	(2,097,303)	(2,287,241)
	-----	-----
Net receivables	55,618,650	58,700,774
Policyholder accounts on deposit with reinsurer	7,081,246	7,148,068
Land and improvements held for sale	8,138,927	8,346,448
Accrued investment income	1,031,413	1,059,789
Deferred policy acquisition costs	15,385,759	14,453,023
Property, plant and equipment, net	11,107,005	10,802,387
Cost of insurance acquired	7,246,690	7,615,348
Excess of cost over net assets of acquired subsidiaries	1,047,833	1,065,045
Other	686,191	597,209
	-----	-----
Total assets	\$214,630,197	\$213,059,575
	=====	=====

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEET (Continued)

	June 30, 2002 (Unaudited)	December 31, 2001
	-----	-----
Liabilities:		

Future life, annuity, and other policy benefits	\$141,146,243	\$140,504,866
Unearned premium reserve	1,918,614	1,785,977
Bank loans payable	8,150,628	8,461,900
Notes and contracts payable	3,325,016	3,635,776
Estimated future costs of pre-need sales	9,578,535	9,338,353
Payable to endowment care fund	22,655	5,586
Accounts payable	1,141,190	1,319,319
Funds held under reinsurance treaties	1,342,235	1,379,640
Other liabilities and accrued expenses	4,761,704	5,547,213
Income taxes	7,435,648	6,874,597
	-----	-----
Total liabilities	178,822,468	178,853,227
Minority interest	4,250,072	4,237,030
Stockholders' Equity:		

Common stock:		
Class A: \$2 par value, authorized 10,000,000 shares, issued 5,385,887 shares in 2002 and 5,363,591 shares in 2001	10,771,774	10,727,182
Class C: \$0.20 par value, authorized 7,500,000 shares, issued 5,890,480 shares in 2002 and 6,113,430 shares in 2001	1,178,096	1,222,686
	-----	-----
Total common stock	11,949,870	11,949,868
Additional paid-in capital	10,168,522	10,168,523
Accumulated other comprehensive income, net of deferred taxes	1,127,961	1,223,930
Retained earnings	11,635,713	9,989,230
Treasury stock at cost (1,283,852 in 2002 and 1,294,716 in 2001 Class A shares and 68,332 Class C shares in 2002 and 2001 held by affiliated companies)	(3,324,409)	(3,362,233)
	-----	-----
Total stockholders' equity	31,557,657	29,969,318
	-----	-----
Total liabilities and stockholders' equity	\$214,630,197	\$213,059,575
	=====	=====

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(Unaudited)

	Six Months Ended June 30, 2002	2001
	----	----
Cash flows from operating activities:		
Net cash provided by (used in) operating activities	\$7,127,294	\$(6,249,704)
	-----	-----
Cash flows from investing activities:		
Securities held to maturity:		
Purchase - fixed maturity securities	(4,062,931)	(402,995)
Calls and maturities - fixed maturity securities	3,046,980	8,094,041
Securities available for sale:		
Calls and maturities - fixed maturity securities	2,301,497	1,064,816
Purchase of equity securities	(367)	--
Sales of equity securities	11,381	
Purchases of short-term investments	(1,182,397)	(10,015,902)
Sales of short-term investments	--	8,575,000
Purchases of restricted assets	(193,141)	(295,053)
Mortgage, policy, and other loans made	(652,143)	(2,161,454)
Payments received for mortgage, real estate, policy, and other loans	3,197,227	1,851,468
Purchases of property, plant, and equipment	(869,642)	(431,896)
Purchases of real estate	(1,409,857)	(28,085)
	-----	-----
Net cash provided by investing activities	175,226	6,261,321
	-----	-----
Cash flows from financing activities:		
Annuity receipts	4,345,939	3,540,035
Annuity withdrawals	(5,649,206)	(6,801,813)
Repayment of bank loans and notes and contracts payable	(808,626)	(1,227,903)
Proceeds from borrowings on bank loans and notes and contracts payable	186,594	--
Sale of treasury stock	37,824	--
	-----	-----
Net cash used in financing activities	(1,887,475)	(4,489,681)
	-----	-----
Net change in cash	5,415,045	(4,478,064)
Cash at beginning of period	8,757,246	11,275,030
	-----	-----
Cash at end of period	\$14,172,291	\$6,796,966
	=====	=====

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES
Notes to Consolidated Financial Statements
June 30, 2002
(Unaudited)

1. Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by accounting principles generally accepted in the United States of America for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three months ended June 30, 2002, are not necessarily indicative of the results that may be expected for the year ending December 31, 2002. For further information, refer to the consolidated financial statements and footnotes thereto for the year ended December 31, 2001, included in the Company's Annual Report on Form 10-K (file number 0-9341).

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

The estimates susceptible to significant change are those used in determining the liability for future policy benefits and claims, those used in determining valuation allowances for mortgage loans on real estate, and those used in determining the estimated future costs for pre-need sales. Although some variability is inherent in these estimates, management believes the amounts provided are adequate.

2. Comprehensive Income

For the six months ended June 30, 2002 and 2001, total comprehensive income amounted to \$1,550,514 and \$1,189,256, respectively.

For the three months ended June 30, 2002 and 2001, total comprehensive income amounted to \$242,703 and \$526,238, respectively.

3. Capital Stock

The basic and diluted earnings per share amounts were calculated as follows:

	Six Months Ended June 30,	
	2002	2001
	----	----
Numerator:		
Net income	\$1,646,483 =====	\$974,566 =====
Denominator:		
Denominator for basic earnings per share--weighted-average shares	4,678,817 -----	4,450,839 -----
Effect of dilutive securities:		
Employee stock options	304,318	255
Stock Appreciation Rights	28,259 -----	-- -----
Dilutive potential common shares	332,577 -----	255 -----
Denominator for diluted earnings per share--adjusted weighted-average shares and assumed conversions	5,011,394 =====	4,451,094 =====
Basic earnings per share	\$0.35	\$0.22

Diluted earnings per share

=====
\$0.33
=====

=====
\$0.22
=====

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES
Notes to Consolidated Financial Statements
June 30, 2002
(Unaudited)

3. Capital Stock

	Three Months Ended June 30, 2002 ----	2001 ----
Numerator:		
Net income	\$ 266,622 =====	\$ 445,573 =====
Denominator:		
Denominator for basic earnings per share-- weighted-average shares	4,680,628	4,450,839
Effect of dilutive securities:		
Employee stock options	314,050	209
Stock appreciation rights	30,237 -----	-- -----
Dilutive potential common shares	344,287 -----	209 -----
Denominator for diluted earnings per share--adjusted weighted-average shares and assumed conversions	5,024,915 =====	4,451,048 =====
Basic earnings per share	\$0.06 =====	\$0.10 =====
Diluted earnings per share	\$0.05 =====	\$0.10 =====

4. Recent Accounting Pronouncement

Management has considered whether impairment exists on goodwill in relation to Statement of Financial Accounting Standards No. 142, and does not believe there is any material impairment.

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES
Notes to Consolidated Financial Statements
June 30, 2002
(Unaudited)

5. Business Segment

	Life Insurance -----	Cemetery/ Mortuary -----	Mortgage -----	Reconciling Items -----	Consolidated -----
For the Six Months Ended June 30, 2002 -----					
Revenues from external customers	\$9,761,198	\$6,751,231	\$21,038,458	\$ --	\$37,550,887
Intersegment revenues	2,277,396	--	--	(2,277,396)	--
Segment profit	504,694	1,026,417	631,825	--	2,162,936
Identifiable assets	202,337,272	40,505,340	5,717,796	(33,930,211)	214,630,197
For the Six Months Ended June 30, 2001 -----					
Revenues from external customers	\$10,330,316	\$5,808,111	\$19,561,393	\$ --	\$35,699,820
Intersegment revenues	1,777,926	--	--	(1,777,926)	--
Segment profit	559,229	172,076	562,735	--	1,294,040
Identifiable assets	198,966,779	36,555,814	4,892,580	(31,820,626)	208,594,547
For the Three Months Ended June 30, 2002 -----					
Revenues from external customers	\$4,887,456	\$3,062,323	\$9,999,569	\$ --	\$17,949,348
Intersegment revenues	1,071,324	--	--	(1,071,324)	--
Segment profit	168,843	55,575	91,335	--	315,753
For the Three Months Ended June 30, 2001 -----					
Revenues from external customers	\$4,986,554	\$3,100,698	\$9,865,804	\$ --	\$17,953,056
Intersegment revenues	963,925	--	--	(963,925)	--
Segment profit	241,064	(5,864)	348,194	--	583,394

Item 2. Management's Discussion and Analysis

Overview

The Company's operations over the last several years generally reflect three trends or events which the Company expects to continue: (i) increased attention to "niche" insurance products, such as the Company's funeral plan policies and interest sensitive products; (ii) emphasis on cemetery and mortuary business; and (iii) capitalizing on lower interest rates by originating and refinancing mortgage loans.

During the six months ended June 30, 2002, Security National Mortgage Company ("SNMC") experienced increases in revenue and expenses due to the increase in loan volume of its operations. SNMC is a mortgage lender incorporated under the laws of the State of Utah. SNMC is approved and regulated by the Federal Housing Administration (FHA), a department of the U.S. Department of Housing and Urban Development (HUD), to originate mortgage loans that qualify for government insurance in the event of default by the borrower. SNMC obtains loans primarily from independent brokers and correspondents. SNMC funds the loans from internal cash flows and lines of credit from financial institutions. SNMC receives fees from origination points paid by the borrowers and service and release premiums received from third party investors who purchase the loans from SNMC. SNMC sells all of its loans to third party investors and does not retain servicing to these loans. SNMC pays the brokers and correspondents a commission for loans that are brokered through SNMC. SNMC originated and sold 4,132 (\$587,497,000) and 3,806 (\$553,489,000) loans respectively for the six months ended June 30, 2002 and 2001.

Results of Operations

Six Months Ended June 30, 2002 Compared to Six Months Ended June 30, 2001

Total revenues increased by \$1,851,000, or 5.2%, to \$37,551,000 for the six months ended June 30, 2002, from \$35,700,000 for the six months ended June 30, 2001. Contributing to this increase in total revenues was a \$1,650,000 increase in mortgage fee income, a \$231,000 increase in net mortuary and cemetery sales, a \$109,000 increase in insurance premiums and other considerations, and a \$715,000 increase in realized gains on investments and other assets.

Insurance premiums and other considerations increased by \$109,000, or 1.7%, to \$6,692,000 for the six months ended June 30, 2002, from \$6,583,000 for the comparable period in 2001. This increase was primarily the result of an increase in the amortization of unearned premium reserve to the Company's current actuarial assumptions.

Net investment income decreased by \$1,108,000 or 16.9%, to \$5,452,000 for the six months ended June 30, 2002, from \$6,560,000 for the comparable period in 2001. This decrease was primarily attributable to lower yields on investments.

Net mortuary and cemetery sales increased by \$231,000, or 4.4%, to \$5,539,000 for the six months ended June 30, 2002, from \$5,308,000 for the comparable period in 2001. This increase was primarily due to additional at-need cemetery and mortuary sales.

Realized gains on investments and other assets increased by \$715,000, to \$719,000 for the six months ended June 30, 2002, from \$4,000 for the comparable period in 2001. This increase was the result of the sale of approximately 3.5 acres at Lakehills Cemetery in Sandy, Utah to the Utah Transit Authority.

Mortgage fee income increased by \$1,650,000, or 9.6%, to \$18,840,000 for the six months ended June 30, 2002, from \$17,190,000 for the comparable period in 2001. This increase was primarily attributable to a greater number of loan originations during the six months of 2002 due to the opening of new branch offices in Mesa, Arizona and Houston, Texas.

Total benefits and expenses were \$35,388,000, or 94.2%, of total revenues for the six months ended June 30, 2002, as compared to \$34,406,000, or 96.4%, of total revenues for the comparable period in 2001.

Death benefits, surrenders and other policy benefits and increase in future policy benefits decreased by an aggregate of \$69,000, or 1.1%, to \$6,102,000 for the six months ended June 30, 2002, from \$6,171,000 for the comparable period in 2001. This decrease was primarily the result of a reduction in reserves for policyholders.

Amortization of deferred policy acquisition costs and cost of insurance acquired decreased by \$180,000, or 9.2 %, to \$1,769,000 for the six months ended June 30, 2002, from \$1,949,000 for the comparable period in 2001. This decrease was primarily due to the adjustment of the amortization rate to the Company's current actuarial assumptions.

General and administrative expenses increased by \$2,425,000, or 10.4%, to \$25,711,000 for the six months ended June 30, 2002, from \$23,286,000 for the comparable period in 2001. This increase primarily resulted from an increase in commissions, salaries and other expenses due to additional mortgage loan originations having been made by the Company's mortgage subsidiary during the six months of 2002.

Interest expense decreased by \$1,095,000 or 67.7%, to \$523,000 for the six months ended June 30, 2002, from \$1,618,000 for the comparable period in 2001. This decrease was primarily due to lower interest rates and fewer borrowings under the Company's warehouse lines of credit required for mortgage loan originations by the Company's mortgage subsidiary.

Cost of goods and services sold of the mortuaries and cemeteries decreased by \$98,000, or 7.1%, to \$1,283,000 for the six months ended June 30, 2002, from \$1,381,000 for the comparable period in 2001. This decrease was primarily due to greater sales of cemetery burial property sales in 2002, which have a lower cost of goods sold than other funeral products.

Second Quarter of 2002 Compared to Second Quarter of 2001

Total revenues decreased by \$4,000, to \$17,949,000 for the three months ended June 30, 2002, from \$17,953,000 for the three months ended June 30, 2001. Contributing to this decrease in total revenues was an \$883,000 decrease in net investment income and a \$37,000 decrease in net mortuary and cemetery sales.

Insurance premiums and other considerations increased by \$267,000, or 8.6%, to \$3,369,000 for the three months ended June 30, 2002, from \$3,102,000 for the comparable period in 2001. This increase was primarily due to the adjustment of the amortization rate of unearned premium reserve to the Company's current actuarial assumptions.

Net investment income decreased by \$883,000, or 25.7%, to \$2,528,000 for the three months ended June 30, 2002, from \$3,411,000 for the comparable period in 2001. This decrease was primarily attributable to lower yields on investments.

Net mortuary and cemetery sales decreased by \$37,000, or 1.3%, to \$2,811,000 for the three months ended June 30, 2002, from \$2,848,000 for the comparable period in 2001. This decrease is primarily due to fewer at-need mortuary sales.

Mortgage fee income increased by \$405,000, or 4.7%, to \$8,974,000 for the three months ended June 30, 2002, from \$8,569,000 for the comparable period in 2001. This increase was primarily attributable to a greater number of loan originations during the second quarter of 2002, due to the opening of new branch offices in Mesa, Arizona and Houston, Texas.

Total benefits and expenses were \$17,634,000, or 98.3%, of total revenues for the three months ended June 30 2002, as compared to \$17,370,000, or 96.8%, of total revenues for the comparable period in 2001.

Death benefits, surrenders and other policy benefits, and increase in future policy benefits decreased by an aggregate of \$18,000, or .6%, to \$3,057,000 for the three months ended June 30, 2002, from \$3,075,000 for the comparable period in 2001. This decrease was primarily the result of a reduction in interest credited on policyholder account balances.

Amortization of deferred policy acquisition costs and cost of insurance acquired increased by \$63,000, or 7.2%, to \$934,000, for the three months ended June 30, 2002, from \$871,000 for the comparable period in 2001. This increase was in line with actuarial assumptions.

General and administrative expenses increased by \$995,000 or 8.5%, to \$12,760,000 for the three months ended June 30, 2002, from \$11,765,000 for the comparable period in 2001. This increase primarily resulted from an increase in commissions and other expenses due to additional mortgage loan originations having been made by the Company's mortgage subsidiary during the second quarter of 2002.

Interest expense decreased by \$711,000, or 78.0%, to \$200,000 for the three months ended June 30, 2002, from \$911,000 for the comparable period in 2001. This decrease was primarily due to lower interest rates and fewer borrowings under the Company's warehouse lines of credit required for mortgage loan originations by the Company's mortgage subsidiary.

Cost of mortuaries and cemeteries goods and services sold decreased by \$66,000, or 8.7%, to \$682,000 for the three months ended June 30, 2002, from \$748,000 for the comparable period in 2001. This decrease was primarily due to greater sales of cemetery burial property sales in 2002, which have a lower cost of goods sold than other funeral products.

Liquidity and Capital Resources

The Company's life insurance subsidiaries and cemetery and mortuary subsidiaries realize cash flow from premiums, contract payments and sales on personal services rendered for cemetery and mortuary business, from interest and dividends on invested assets, and from the proceeds from the maturity of held-to-maturity investments, or sale of other investments. The mortgage subsidiary realizes cash flow from fees generated by originating and refinancing mortgage loans and interest earned on mortgages sold to investors. The Company considers these sources of cash flow to be adequate to fund future policyholder and cemetery and mortuary liabilities, which generally are long-term, and adequate to pay current policyholder claims, annuity payments, expenses on the issuance of new policies, the maintenance of existing policies, debt service, and operating expenses.

The Company attempts to match the duration of invested assets with its policyholder and cemetery and mortuary liabilities. The Company may sell investments other than those held-to-maturity in the portfolio to help in this timing; however, to date, that has not been necessary. The Company purchases short-term investments on a temporary basis to meet the expectations of short-term requirements of the Company's products. The Company's investment philosophy is intended to provide a rate of return which will persist during the expected duration of policyholder and cemetery and mortuary liabilities regardless of future interest rate movements.

The Company's investment policy is to invest predominantly in fixed maturity securities, mortgage loans, and warehouse mortgage loans on a short-term basis before selling the loans to investors in accordance with the requirements and laws governing the life insurance subsidiaries. Bonds owned by the life insurance subsidiaries amounted to \$48,072,000 as of June 30, 2002, compared to \$49,271,000 as of December 31,

2001. This represents 55% of the total insurance-related investments as of June 30, 2002, and December 31, 2001. Generally, all bonds owned by the life insurance subsidiaries are rated by the National Association of Insurance Commissioners. Under this rating system, there are six categories used for rating bonds. At June 30, 2002 and December 31, 2001, 5% (\$2,438,000) of the Company's total investment in bonds were invested in bonds in rating categories three through six, which are considered non-investment grade.

The Company has classified certain of its fixed income securities, including high-yield securities, in its portfolio as available for sale, with the remainder classified as held to maturity. However, in accordance with Company policy, any such securities purchased in the future will be classified as held to maturity. Business conditions, however, may develop in the future which may indicate a need for a higher level of liquidity in the investment portfolio. In that event the Company believes it could sell short-term investment grade securities before liquidating higher-yielding longer term securities.

The Company is subject to risk based capital guidelines established by statutory regulators requiring minimum capital levels based on the perceived risk of assets, liabilities, disintermediation, and business risk. At June 30, 2002 and December 31, 2001, the life insurance subsidiary exceeded the regulatory criteria.

The Company's total capitalization of stockholders' equity and bank debt and notes payable was \$43,033,000 as of June 30, 2002, as compared to \$42,067,000 as of December 31, 2001. Stockholders' equity as a percent of capitalization increased to 73% as of June 30, 2002, from 71% as of December 31, 2001.

Lapse rates measure the amount of insurance terminated during a particular period. The Company's lapse rate for life insurance in 2001 was 13.2% as compared to a rate of 15.0% for 2000. The 2002 lapse rate is approximately the same as 2001.

At June 30, 2002, \$23,889,000 of the Company's consolidated stockholders' equity represents the statutory stockholders' equity of the Company's life insurance subsidiaries. The life insurance subsidiaries cannot pay a dividend to its parent company without the approval of insurance regulatory authorities.

Item 3. Quantitative and Qualitative Disclosure of Market Risk

There have been no significant changes since the annual report Form 10-K filed for the year ended December 31, 2001.

Part II Other Information:

Item 1. Legal Proceedings

An action was brought against Southern Security Life Insurance Company in July 1999 by Dorothy Ruth Campbell in the Circuit Court of Escambia County, Alabama. The action arises out of a denial of coverage under a \$10,000 insurance policy. The claims are for breach of contract, bad faith and fraudulent misrepresentation. In the action, Campbell seeks compensatory and punitive damages plus interest. The Company has filed its response to the complaint and certain discovery has taken place. A motion for summary judgment filed on behalf of the Company was denied. A trial date has yet to be set as the Company continues to vigorously defend the matter.

An action was brought against the Company in May 2001, by Glenna Brown Thomas individually and as personal representative of the Estate of Lynn W. Brown in the Third Judicial Court, Salt Lake County, Utah. The action asserts that Memorial Estates delivered to Lynn W. Brown six stock certificates representing 2,000 shares in 1970 and 1971. Mr. Brown died in 1972. It is asserted that at the time the 2,000 shares were issued and outstanding, such represented a 2% ownership of Memorial Estates. It is alleged Mr. Brown was entitled to preemptive rights and that after the issuance of the stock to Mr. Brown there were further issuances of stock without providing written notice to Mr. Brown or his estate with respect to

an opportunity to purchase more stock. It is asserted among other things that the plaintiff "has the right to a transfer of Brown's shares to Thomas on defendants' (which includes Security National Financial Corporation as well as Memorial Estates, Inc.) books and to restoration of Brown's proportion of share ownership in Memorial at the time of his death by issuance and delivery to Thomas of sufficient shares of defendant's publicly traded and unrestricted stock in exchange for the 2,000 shares of Memorial stock and payment of all dividends from the date of Thomas's demand, as required by Article XV of the Articles of Incorporation." Based on present information, the Company intends to vigorously defend the matter, including an assertion that the statute of limitations bars the claims.

An action was brought against Southern Security Life Insurance Company by National Group Underwriters, Inc. ("NGU") in state court in the State of Texas. The case was removed by the Company to the United States District Court for the Northern District of Texas, Fort Worth Division, with Civil No. 4:01-CV-403-E. An Amended Complaint was filed on or about July 18, 2001. The Amended Complaint asserts that NGU had a contract with the Company wherein NGU would submit applications for certain policies of insurance to be issued by the Company. It is alleged that disputes have arisen between NGU and the Company with regard to the calculation and payment of certain advanced commissions as well as certain production bonuses.

NGU alleges that it "has been damaged far in excess of the \$75,000 minimum jurisdictional limits of this Court." NGU also seeks attorney's fees and costs as well as prejudgment and postjudgment interest. A second amended complaint and a third amended complaint, which included a fraud claim, were filed. A motion was filed by the Company to dismiss the third amended complaint, including the fraud claim. The court denied the motion. The Company has counterclaimed for what it claims to be a debit balance owing to it pursuant to the relationship between the parties with said counterclaim seeking a substantial amount from NGU (said amount potentially subject to reduction as premiums are received). The Company is also seeking to recover attorney's fees and costs, as well punitive damages on three of its causes of action. A response has not yet been filed to the amended counterclaim. The change of venue motion of the Company was denied. Certain discovery has taken place and further discovery is anticipated, e.g., depositions. The Company intends to vigorously defend the matter as well as prosecute its counterclaim.

An action was brought by Bernice Johnson against Southern Security Life Insurance Company in May, 2002 in the Circuit Court of Jefferson County, Alabama, Civil Action No. CV02 2963. The face amount of coverage under the policy is \$15,000. The insured died in July 2001. Claims are made for non-payment of the policy amount. The claims for relief include misrepresentation, mental anguish and emotional distress, fraud, intentional and bad faith, non-payment of the benefit, intentional and bad faith failure to investigate the claim for benefits, reckless and negligent and wanton action relative to misrepresentation and/or concealment of facts, negligence and the wanton hiring, training and supervision of agent. Compensatory and punitive damages are sought along with interest and costs. An answer has been filed by the Company and discovery is in process.

The Company is not a party to any other legal proceedings outside the ordinary course of the Company's business or to any other legal proceedings which, if adversely determined, would have a material adverse effect on the Company or its business.

Item 2. Changes in Securities

NONE

Item 3. Defaults Upon Senior Securities

NONE

Item 4. Submission of Matters to a Vote of Security Holders

NONE

Item 5. Other Information

NONE

Item 6. Exhibits and Reports on Form 8-K

(a)(3) Exhibits:

3.A. Articles of Restatement of Articles of Incorporation (8)

B. Bylaws (1)

4.A. Specimen Class A Stock Certificate (1)

B. Specimen Class C Stock Certificate (1)

C. Specimen Preferred Stock Certificate and Certificate of Designation of Preferred Stock (1)

10. A. Restated and Amended Employee Stock Ownership Plan and Trust Agreement (1)

B. Deferred Compensation Agreement with George R. Quist (2)

C. 1993 Stock Option Plan (3)

D. 2000 Director Stock Option Plan (12)

E. Promissory Note with Key Bank of Utah (4)

F. Loan and Security Agreement with Key Bank of Utah (4)

G. General Pledge Agreement with Key Bank of Utah (4)

H. Note Secured by Purchase Price Deed of Trust and Assignment of Rents with the Carter Family Trust and the Leonard M. Smith Family Trust (5)

I. Deed of Trust and Assignment of Rents with the Carter Family Trust and the Leonard M. Smith Family Trust (5)

J. Promissory Note with Page and Patricia Greer (6)

K. Pledge Agreement with Page and Patricia Greer (6)

L. Promissory Note with Civil Service Employees Insurance Company (7)

M. Deferred Compensation Agreement with William C. Sargent (8)

N. Employment Agreement with Scott M. Quist. (8)

O. Acquisition Agreement with Consolidare Enterprises, Inc., and certain shareholders of Consolidare. (9)

P. Agreement and Plan of Merger between Consolidare Enterprises, Inc., and SSLIC Holding Company. (10)

Q. Administrative Services Agreement with Southern Security Life Insurance Company. (11)

R. Promissory Note with George R. Quist (13)

S. Deferred Compensation Plan (14)

(1) Incorporated by reference from Registration Statement on Form S-1, as filed on June 29, 1987.

(2) Incorporated by reference from Annual Report on Form 10-K, as filed on March 31, 1989.

(3) Incorporated by reference from Annual Report on Form 10-K, as filed on March 31, 1994.

(4) Incorporated by reference from Report on Form 8-K, as filed on February 24, 1995.

(5) Incorporated by reference from Annual Report on Form 10K, as filed on March 31, 1995.

(6) Incorporated by reference from Report on Form 8-K, as filed on May 1, 1995.

(7) Incorporated by reference from Report on Form 8-K, as filed on January 16, 1996.

(8) Incorporated by reference from Annual Report on Form 10-K, as filed on March 31, 1998.

(9) Incorporated by reference from Report on Form 8-K, as filed on May 11, 1998.

(10) Incorporated by reference from Report on Form 8-K, as filed on January 4, 1999.

- (11) Incorporated by reference from Report on Form 8-K, as filed on March 4, 1999.
- (12) Incorporated by reference from Schedule 14A Definitive Proxy Statement, filed August 29, 2000, relating to the Company's Annual Meeting of Shareholders.
- (13) Incorporated by reference from Report on Form 10-K, as filed on April 16, 2001.
- (14) Incorporated by reference from Report on Form 10-K, as filed on April 3, 2002.

21. Subsidiaries of the Registrant

- (b) Reports on Form 8-K:

None

