



Security National
Financial Corporation



MORTGAGES



LIFE INSURANCE



MORTUARIES & CEMETERIES



COMMERCIAL LENDING



Scott M. Quist

Chairman of the Board
President
Chief Executive Officer

My Fellow Shareholders:

I am pleased to report to you on the affairs of your Company for the year ended December 31, 2013 and invite you to attend the annual stockholders meeting to be held Wednesday, July 2, 2014, in Salt Lake City, Utah.

In fiscal 2013, our profitability declined versus what we had accomplished in 2012. Declining profitability is always disappointing but I think it is important to realize the factors that affect a particular year's profitability. Fiscal 2012 was a good year on a number of fronts - investment income was strong as our cash balances were well deployed, mortality at our life segment was favorable, and our death care segment saw improving margins. Fiscal 2012 was a great year in our mortgage segment due to the industrywide refinance volumes that increased both volume and margins. But, refinance is not a sustainable activity, unless one believes interest rates will always decrease. We have not had, and do not have, such a belief.

Fiscal 2013 marked a good year for our Company. Measuring performance based upon return on total assets, a common metric for financial enterprises, we realized a 1.23% return on total assets. Using return on equity as a measure, we realized a 12.3% return on equity on a pre tax basis and a 9.5% return on equity on an after tax basis. Using the SEC reporting criteria, \$1.00 invested in 2009 in our stock would have grown to \$1.63 as of year-end 2013, despite the generally decreasing stock price. At our Company, we have a strong philosophy of growth. Usually that growth is accomplished in our industries through the combination of a continued investment of capital and the accomplishment of our people.

In our life segment in 2013, we accomplished a 29% year-over-year increase in new policy sales when measured in units, and a 23% increase when measured in premium dollars. It should be noted that new life sales cost anywhere from 125% to 175% of first year premium, meaning we realize a loss on a regulatory accounting basis in the year we make a new sale. Our new life sales in 2013 required about \$8.5 million of capital investment, which will be recovered over the life of the policies. We believe we will realize approximately 10-15% annual returns on that investment over the life of those policies.

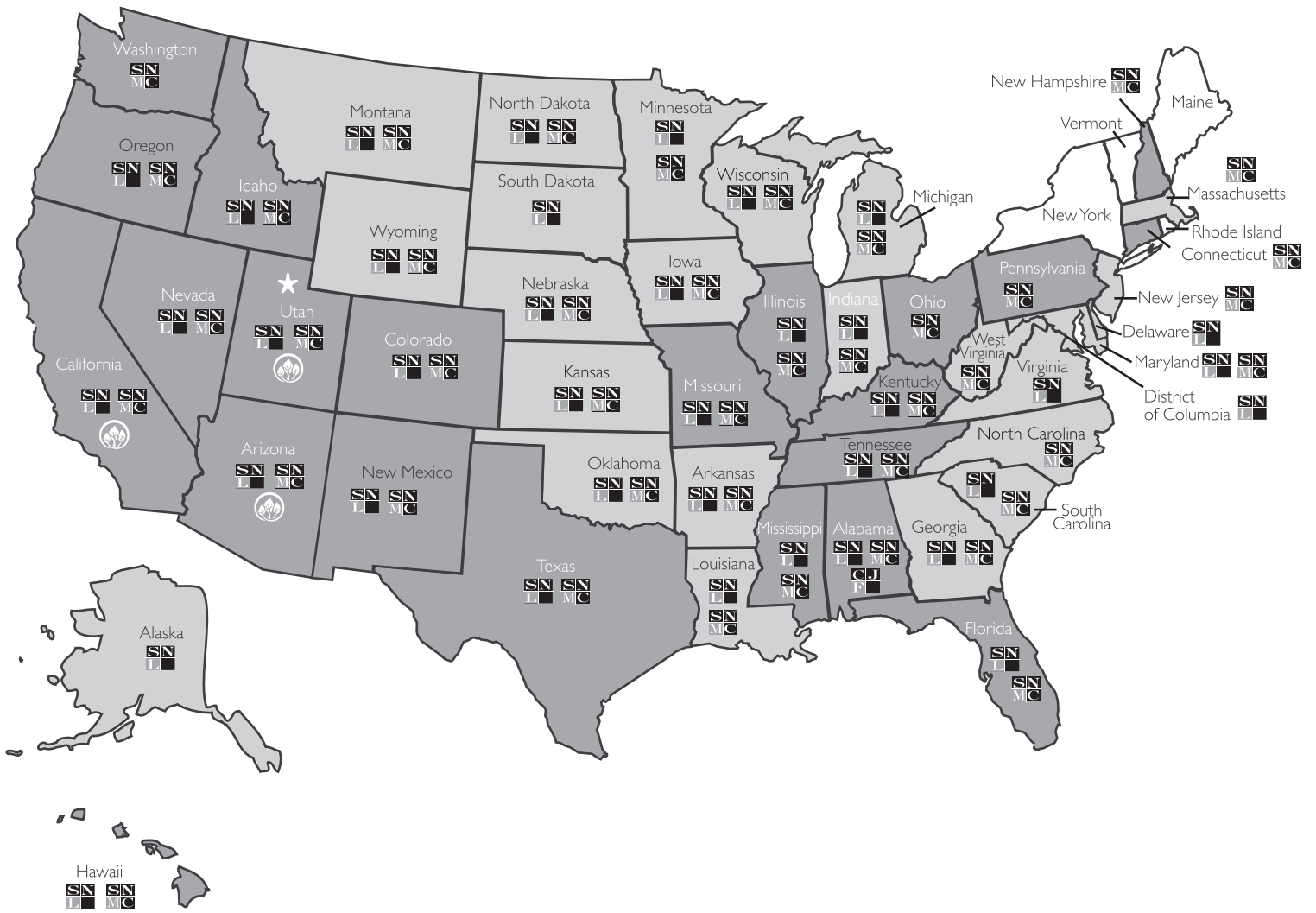
In our mortgage segment we accumulated mortgage servicing rights (MSRs) on roughly \$800 million in mortgage loans. That required an investment similar to our investment in new business in our life segment, somewhere in the \$8 million dollar range. We believe those MSRs will provide low to mid-teen returns annually over their life. Importantly, we also believe the investments we have made in focusing our sales force to purchase transactions, as opposed to refinance, are bearing fruit. As noted previously in our press releases, our 2013 total year volume was about 88% of our 2012 volume, remembering that 2013 included vibrant refinance volumes during the first five months. Our March 2014 volume, without the benefit of a similarly strong refinance market, was about 77% of our March 2013 volumes. We believe that to be enviable, especially given the recent Mortgage Bankers Association announcement that industry-wide purchase mortgage transactions during March 2014 represented a 17 year low.

An additional investment of note, during the fall of 2013 we began construction on our Dry Creek apartment complex. Dry Creek is a well situated 282 unit apartment development on some of our excess cemetery property. While the total development price is \$42.25 million, our equity participation is \$13.7 million. We believe this investment will yield favorable returns for the future.

Thank you for your continued support.

Sincerely,

Scott M. Quist
Chairman, President and Chief Executive Officer



Legend

<ul style="list-style-type: none"> Sales Office License Held License Not Applied For ★ Corporate Offices 	<ul style="list-style-type: none"> SN L MC Security National Life M L Memorial Mortuaries & Cemeteries SN L MC SecurityNational Mortgage CJ F C&J Financial, LLC
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Security National Financial Corporation Directors, Officers and Outside Legal Counsel

Security National
Financial Corporation



Scott M. Quist

Chairman of the Board
President
Chief Executive Officer
Director
Executive Committee



H. Craig Moody

President, Moody & Associates
Director
Executive Committee
Audit Committee,
Compensation Committee
Nominating and Corporate
Governance Committee



Norman G. Wilbur

Former Manager of Planning
and Reporting J.C. Penney Co., Inc.
Director
Audit Committee
Compensation Committee
Nominating and Corporate
Governance Committee



Robert G. Hunter M.D.

Past Medical Staff President
Department Head-Otolaryngology,
Head and Neck Surgery
Intermountain Medical Center
Director
Compensation Committee
Nominating and Corporate
Governance Committee



Gilbert A. Fuller

Former Executive Vice President,
Chief Financial Officer and Secretary,
USANA Health Sciences, Inc.
Director
Executive Committee
Audit Committee
Compensation Committee
Nominating and Corporate
Governance Committee



John L. Cook

Co-Owner & Operator
Cook Brothers Painting, Inc.
Director
Compensation Committee
Nominating and Corporate
Governance Committee



J. Lynn Beckstead

President, Security National
Mortgage Company
Director



Andrew Quist

Vice President
Associate General Counsel
Director
Executive Committee



Jason G. Overbaugh

Vice President
Chief Marketing Officer
Assistant Corporate Secretary
Director



Jeffrey R. Stephens

Corporate Secretary
General Counsel



Garrett S. Sill

Chief Financial Officer
Treasurer



Christie Q. Overbaugh

Senior Vice President of
Internal Operations



Randall A. Mackey

Partner
Mackey Price & Mecham
Outside Legal Counsel

SNFC Corporate Offices

Security National Financial Corporation
 5300 South 360 West, Suite 250
 Salt Lake City, UT 84123
 P.O. Box 57250
 Salt Lake City, UT 84157-0250
 Telephone: (801) 264-1060
 Toll Free: (800) 574-7117
 Fax: (801) 265-9882

Form 10-K Offer

If you are a holder or beneficial owner of the company's stock, the company will send you, upon request and at no charge, a copy of the company's Annual Report on Form 10-K filed with the Securities & Exchange Commission for the year 2013 (including a list of exhibits). All requests must be made in writing to the Corporate Secretary.
 Security National Financial Corporation
 P.O. Box 57250
 Salt Lake City, Utah 84157-0250

Stock Transfer Agents

Zions First National Bank
 P.O. Box 30880
 Salt Lake City, UT 84130

Former Holders of Preferred Stock and/or Promissory Notes

Security National Financial Corporation
 Attn: Stock Department
 P.O. Box 57250
 Salt Lake City, UT 84157-0250

Certified Public Accountants

Eide Bailly
 Salt Lake City, Utah

Outside Legal Counsel

Mackey Price & Mechem
 Salt Lake City, Utah

Company E-mail Address:

contact@securitynational.com

Company Internet Address:

www.securitynational.com

Life Insurance Offices

Security National Life Insurance Company
 5300 South 360 West, Suite 200
 Salt Lake City, UT 84123
 Telephone: (800) 574-7117

Jackson, MS Office

3935 I-55 South
 Jackson, MS 39212
 Telephone: (800) 826-6803

Fast Funding

C&J Financial, LLC
 497-A Sutton Bridge Road
 Rainbow City, AL 35906
 Telephone: (800) 785-0003

Mortgage Locations

Security National Mortgage Company
 5300 South 360 West, Suite 150
 Salt Lake City, Utah 84123
 Telephone: (801) 264-8111

Security National Commercial Capital

5300 South 360 West Suite 350
 Salt Lake City, UT 84123
 Telephone: (801) 287-8316

ALABAMA

Florence
 2567 Mall Road
 Florence, AL 35630
 (256) 489-8700

Hoover

1957 Hoover Court, Suite 309
 Hoover, AL 35216
 (205) 823-2700

ARIZONA

Glendale
 5701 Talavi Boulevard, Suite 155
 Glendale, AZ 85306
 Telephone: (602) 273-9610

CALIFORNIA

Alameda
 2329 Central Avenue
 Alameda, CA 92660
 Telephone: (510) 521-0600

Fair Oaks
 8505 Madison Avenue, Suite 140
 Fair Oaks, CA 95628
 (916) 241-0799

Modesto
 1101 Sylvan Avenue, Suite C-102
 Modesto, CA 95350
 (888) 958-7991

Pleasanton
 1249 Quarry Lane, Suite 130
 Pleasanton, CA 94566
 (925) 234-2211

San Dimas
 421 South Cataract Avenue
 San Dimas, CA 91773
 Telephone: (909) 394-1209

Valencia
 27433 Toumey Road, Suite 150
 Valencia, CA 91355
 Telephone: (661) 799-0060

COLORADO

Greenwood Village
 7100 East Belleview Ave, Suite 301
 Greenwood Village, CO 80111
 Telephone: (303) 771-0858

CONNECTICUT

Vernon
 15 Lakeview Drive
 Vernon, CT 06066
 (860) 604-1688

FLORIDA

Ft. Meyers
 8191 College Parkway, Suite 201
 Ft. Myers, FL 33919
 Telephone: (407) 928-7455

Lake Mary
 755 Rinehart Road
 Lake Mary, FL 32746
 Telephone: (407) 302-8384

Orlando
 7901 Kingspointe Parkway, Suite 201
 Orlando, FL 32819
 Telephone: (407) 856-5622

Palm Harbor
 35190 US Highway 19 North
 Palm Harbor, FL 34684
 Telephone: (800) 574-7117

Safety Harbor
 200 9th Ave. North, Suites 130 & 220
 Safety Harbor, FL 34695
 Telephone: (727) 724-5438

HAWAII

Honolulu
 841 Bishop Street
 Honolulu, HI 96813
 Telephone: (808) 725-3308

IDAHO

Meridian
 3999 East Overland Road
 Meridian, ID 83642
 Telephone: (208) 917-5200

ILLINOIS

Forest Park
 7227 West Madison Avenue
 Forest Park, IL 60130
 Telephone: (708) 366-8466

KENTUCKY

Florence
 6900 Houston Road, Suite 21 - 22
 Florence, KY 41042
 Telephone: (859) 468-6760

MISSOURI

St. Louis
 12977 North Forty Drive
 St. Louis, MO 63141
 Telephone: (314) 814-6443

NEVADA

Henderson
 2370 Corporate Circle, Suite 200
 Henderson, NV 89074
 Telephone: (702) 487-5626

Las Vegas

3285 N Fort Apache Rd., Suite 150
 Las Vegas, NV 89129
 Telephone: (702) 562-8733

400 South Jones Boulevard, Suite 301
 Las Vegas, NV 89107
 Telephone: (702) 368-1610

3046 S. Durango Drive, Suite 100
 Las Vegas, NV 89117
 Telephone: (702) 463-6406

9330 W. Sahara Avenue Suite 270
 Las Vegas, NV 89117
 Telephone: (702) 742-0623

6540 S. Pecos Rd., Building A-104
 Las Vegas, NV 89120
 Telephone: (702) 754-0032

Reno

800 S. Meadows Parkway
 Reno, NV 89519
 Telephone: (775) 746-0228

NEW HAMPSHIRE

Nashua
 60 North Main Street, Suite 322
 Nashua, NH 03060
 Telephone: (603) 943-7941

NEW MEXICO

Albuquerque
 6000 Uptown Blvd. NE, Suite 410
 Albuquerque, NM 87110
 Telephone: (505) 217-0035

OHIO

Cleveland
 4320 Mayfield Road
 Cleveland, OH 44121
 Telephone: (216) 731-0812

Dayton

1129 Miamisburg-Centerville Rd.
 Dayton, OH 45449
 Telephone: (937) 825-6559

OREGON

Portland
 3050 SE Division Street, Suite 245
 Portland, OR 97202
 Telephone: (503) 964-2900

PENNSYLVANIA

Pittsburgh
 301 Grant Street, Suites 4362 & 4263
 Pittsburgh, PA 15219
 Telephone: (412) 577-4088

TENNESSEE

Knoxville
 123 Center Park Dr., Suites 212 & 213
 Knoxville, TN 37922
 (865) 392-5216

TEXAS

Austin
 8700 Manchaca Road, # 603
 Austin, TX 78748
 Telephone: (512) 329-0098

9737 Great Hills Trail
 Austin, TX 78759
 Telephone: (512) 795-5596

12515-7 Research Boulevard, Suite 120
 Austin, TX 78759
 Telephone: (512) 420-4115

Brownsville
 1213 E. Alton Gloor Blvd. #H
 Brownsville, TX 78526
 Telephone: (956) 554-0792

Dallas
 12201 Merit Drive
 Dallas, TX 75251
 Telephone: (469) 374-9700

Eagle Pass
 310 East Rio Grande Street
 Eagle Pass, TX 78852
 Telephone: (830) 776-4323

El Paso
 11601 Pellicano, Suite A-14 & 15
 El Paso, TX 79936
 Telephone: (915) 307-7212

5780 North Mesa, Suite 5780
 El Paso, TX 79912
 Telephone: (915) 760-0970

Farmers Branch
 11494 Luna Road, Suite 175
 Farmers Branch, TX 75234
 Telephone: (972) 338-2632

Fort Worth
 4936 Collinwood, #110
 Fort Worth, TX 76107
 Telephone: (817) 945-2551

Fulshear
 30417 5th Street, Suite B
 Fulshear, TX 77441
 Telephone: (281) 558-0004

Houston
 10613 W. Sam Houston Pkwy. N., Suite 175
 Houston, TX 77064
 Telephone: (281) 892-0400

2420 Washington Avenue
 Houston, TX 77007
 Telephone: (832) 530-4232

17347 Village Green Drive, Suite 102 A
 Houston, TX 77040
 Telephone: (832) 615-5400

17000 El Camino Real, #103D
 Houston, TX 77058
 Telephone: (281) 990-8643

7322 Southwest Freeway 1818
 Houston, TX 77074
 Telephone: (832) 485-1202

Houston
2825 Wilcrest Dr, #165 G
Houston, TX 77042
Telephone: (281) 978-4741

Hurst
1848 Norwood Plaza, Suite 205
Hurst, TX 76053
Telephone: (214) 444-9250

Katy
916 South Mason Road
Katy, TX 77450
(281) 558-0004

Laredo
7913 McPherson Road, Suite 110
Laredo, TX 78045
Telephone: (956) 284-0888

Mansfield
125 North Main Street
Mansfield, TX 76063
Telephone: (817) 473-3600

Pharr
802 East Expressway A, Suite A
Pharr, TX 78577
Telephone: (956) 782-7257

Roundrock
1 Chisholm Trail, Suite 210
Round Rock, TX 78681
Telephone: (512) 244-1124

San Antonio
1110 South Alamo
San Antonio, TX 78210
Telephone: (210) 227-4663

10609 IH 10 West, Suite 108
San Antonio, TX 78230
Telephone: (210) 455-0120

2526 North Loop 1604 West, Suite 210
San Antonio, TX 78248
Telephone: (210) 998-2778

Sugarland
19901 Southwest Fwy #108
Sugarland, TX 77479
Telephone: (713) 278-7400

Tyler
3334 WSW Loo 323 # 121
Tyler, TX 75701
Telephone: (903) 360-5996

Weatherford
602 S. Main St, Suite 300
Weatherford, TX 76086
Telephone: (817) 596-2838

Woodlands
8505 Technology Forest Pl, Suite 304
Woodlands, TX 77381
Telephone: (713) 992-6153

UTAH
Cottonwood Heights
6965 Union Park Center, Suite 260
Cottonwood Heights, UT 84047
Telephone: (801) 545-7270

6965 Union Park Center, #300
Cottonwood Heights, UT 84047
Telephone: (801) 838-9808

6965 Union Park Center, #470
Cottonwood Heights, UT 84047
Telephone: (801) 545-7270

Draper
13961 S. Minuteman Dr. #125
Draper, UT 84020
Telephone: (801) 302-7220

13997 S. Minuteman Dr. #100
Draper, UT 84020
Telephone: (801) 988-4696

Ephriam
497 South Main
Ephriam, UT 84627
Telephone: (435) 851-0743

Holladay
970 Murray Holladay Rd., Ste. 4A
Salt Lake City, UT 84117
Telephone: (801) 747-0044

Layton
1558 N. Woodland Park Drive
Suite 400
Layton, UT 84041
Telephone: (801) 589-1111

Midvale
7651 S Main Street, Suite 206
Midvale, UT 84047
Telephone: (801) 565-9300

Orem
1443 West 800 North, Suite 201
Orem, UT 84057
Telephone: (801) 724-6425

Park City
1245 Deer Valley Drive, Suite 3A
Park City, UT 84060
Telephone: (435) 252-5555

Richfield
465 North Main
Richfield, UT 84701
Telephone: (435) 896-2858

Riverton
1864 West 12600 South
Riverton, UT 84065
Telephone: (801) 676-7868

Salt Lake City
307 West 200 South, Suite 5004
Salt Lake City, UT 84101
Telephone: (801) 372-0090

Sandy
9815 S Monroe Street, Suite 203
Sandy, UT 84070
Telephone: (801) 262-6033

South Jordan
1099 W. South Jordan Parkway
South Jordan, UT 84095
Telephone: (801) 302-7220

10813 S. Riverfront Pkwy, Suite 500
South Jordan, UT 84095
Telephone: (801) 686-2861

Taylorsville
5993 South Redwood Road
Salt Lake City, UT 84123
Telephone: (801) 261-2105

Tooele
70 S Main Street
Tooele, UT 84074
Telephone: (435) 843-5340

West Jordan
8831 South Redwood Road
West Jordan, UT 84088
Telephone: (801) 568-7733

WASHINGTON
Bellevue
2100 124th Ave. NE, Suite 110
Bellevue, WA 98005
Telephone: (425) 275-1640

Everett
1604 Hewitt Ave. #703
Everett, WA 98201
Telephone: (425) 501-9823

Poulsbo
19410 8th Ave. NE, Suite 103
Poulsbo, WA 98370
Telephone: (360) 286-5037

Mortuary Locations
Cemetery & Mortuary Business Office
5300 South 360 West, Suite 200
Salt Lake City, UT 84123
Telephone: (801) 268-8771

Cottonwood Memorial Mortuary, Inc.
4670 South Highland Drive
Salt Lake City, UT 84117
Telephone: (801) 278-2801

Deseret Memorial Mortuary, Inc.
36 East 700 South
Salt Lake City, UT 84111
Telephone: (801) 364-6528

Lake Hills Memorial Mortuary
10055 South State Street
Sandy, UT 84070
Telephone: (801) 566-1249

Lake View Memorial Mortuary
1640 East Lakeview Drive
Bountiful, UT 84010
Telephone: (801) 298-1564

Memorial Mortuary
5850 South 900 East
Murray, UT 84121
Telephone: (801) 262-4631

Mountain View Memorial Mortuary
3115 East 7800 South
Cottonwood Heights, UT 84121
Telephone: (801) 943-0831

Paradise Chapel Funeral Home
3934 East Indian School Road
Phoenix, AZ 85018
Telephone: (602) 955-1600

Redwood Memorial Mortuary
6500 South Redwood Road
West Jordan, UT 84123
Telephone: (801) 969-3456

Singing Hills Memorial Park
2800 Dehesa Road
El Cajon, CA 92019
Telephone: (619) 444-3000

Cemetery Locations
Holladay Memorial Park
4900 South Memory Lane
Holladay, UT 84117
Telephone: (801) 278-2803

Lake Hills Memorial Cemetery
10055 South State Street
Sandy, UT 84070
Telephone: (801) 566-1249

Lake View Memorial Cemetery
1640 East Lakeview Drive
Bountiful, UT 84010
Telephone: (801) 298-1564

Mountain View Memorial Park
3115 East 7800 South
Salt Lake City, UT 84121
Telephone: (801) 943-0831

Redwood Memorial Cemetery
6500 South Redwood Road
West Jordan, UT 84123
Telephone: (801) 969-3456



REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and the Shareholders
Security National Financial Corporation

We have audited the accompanying consolidated balance sheets of Security National Financial Corporation and Subsidiaries as of December 31, 2013, and the related consolidated statements of earnings, comprehensive income, stockholders' equity, and cash flows for the year then ended. The Company's management is responsible for these consolidated financial statements. Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Security National Financial Corporation and Subsidiaries as of December 31, 2013, and the consolidated results of its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

Eide Bailly LLP

Salt Lake City, Utah
March 31, 2014

www.eidebailly.com

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and the Shareholders
Security National Financial Corporation

We have audited the accompanying consolidated balance sheet of Security National Financial Corporation and subsidiaries as of December 31, 2012 and the related consolidated statements of earnings, comprehensive income, stockholders' equity, and cash flows for each of the years in the two-year period ended December 31, 2012. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of Security National Financial Corporation and subsidiaries as of December 31, 2012 and the results of their operations and their cash flows for each of the years in the two-year period ended December 31, 2012 in conformity with accounting principles generally accepted in the United States of America.

Hansen, Barnett + Maxwell, P.C.
HANSEN, BARNETT & MAXWELL, P.C.

Salt Lake City, Utah
March 29, 2013

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS

	December 31	
Assets	2013	2012
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Investments:		
Fixed maturity securities, held to maturity, at amortized cost	\$ 143,466,494	\$ 129,449,410
Equity securities, available for sale, at estimated fair value	4,498,756	5,405,112
Mortgage loans on real estate and construction loans held for investment, net of allowances for loan losses of \$1,652,090 and \$4,239,861 for 2013 and 2012	102,781,878	84,462,205
Real estate held for investment, net of accumulated depreciation of \$9,658,599 and \$7,441,418 for 2013 and 2012	99,760,475	64,254,030
Policy and other loans, net of allowance for doubtful accounts of \$269,175 and \$505,030 for 2013 and 2012	19,724,006	20,188,516
Short-term investments	12,135,719	40,925,390
Accrued investment income	2,485,054	2,393,941
	<hr/>	<hr/>
Total investments	384,852,382	347,078,604
Cash and cash equivalents	38,203,164	33,494,284
Mortgage loans sold to investors	77,179,652	94,597,969
Receivables, net	11,652,572	16,559,277
Restricted assets	6,670,980	9,366,958
Cemetery perpetual care trust investments	2,414,883	2,090,111
Receivable from reinsurers	12,033,877	14,529,144
Cemetery land and improvements	10,631,573	11,079,755
Deferred policy and pre-need contract acquisition costs	45,737,940	39,913,465
Mortgage servicing rights	4,844,101	2,797,470
Property and equipment, net	11,523,160	11,033,957
Value of business acquired	8,680,845	9,829,082
Goodwill	677,039	677,039
Other	3,655,286	4,169,508
	<hr/>	<hr/>
Total Assets	\$ 618,757,454	\$ 597,216,623
	<hr/>	<hr/>

See accompanying notes to consolidated financial statements.

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

	December 31	
	2013	2012
Liabilities and Stockholders' Equity		
Liabilities		
Future life, annuity, and other benefits	\$ 452,130,649	\$ 438,003,813
Unearned premium reserve	5,173,785	5,383,800
Bank and other loans payable	18,289,438	11,910,343
Deferred pre-need cemetery and mortuary contract revenues	13,176,476	13,412,339
Cemetery perpetual care obligation	3,266,131	3,153,001
Accounts payable	2,850,575	2,026,433
Other liabilities and accrued expenses	20,167,363	25,591,487
Income taxes	15,951,848	17,923,298
Total liabilities	531,006,265	517,404,514
Commitments and Contingencies	-	-
Stockholders' Equity		
Common Stock:		
Class A: common stock - \$2.00 par value; 20,000,000 shares authorized; issued 11,807,287 shares in 2013 and 10,843,576 shares in 2012	23,614,574	21,687,152
Class B: non-voting common stock - \$1.00 par value; 5,000,000 shares authorized; none issued or outstanding	-	-
Class C: convertible common stock - \$0.20 par value; 15,000,000 shares authorized; issued 13,301,908 shares in 2013 and 10,974,101 shares in 2012	2,660,382	2,194,820
Additional paid-in capital	23,215,875	21,262,140
Accumulated other comprehensive income, net of taxes	1,218,396	1,934,359
Retained earnings	39,666,587	35,114,072
Treasury stock, at cost - 1,141,021 Class A shares and -0- Class C shares in 2013; 1,097,416 Class A shares and -0- Class C shares in 2012	(2,624,625)	(2,380,434)
Total stockholders' equity	87,751,189	79,812,109
Total Liabilities and Stockholders' Equity	\$ 618,757,454	\$ 597,216,623

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF EARNINGS

	Years Ended December 31		
	2013	2012	2011
Revenues:			
Insurance premiums and other considerations	\$ 50,471,658	\$ 48,216,327	\$ 48,457,405
Net investment income	20,354,002	21,915,577	18,570,077
Net mortuary and cemetery sales	12,000,375	10,864,497	10,761,469
Realized gains on investments and other assets	1,418,051	1,424,510	2,464,353
Other than temporary impairments	(336,226)	(1,207,632)	(840,735)
Mortgage fee income	128,800,930	151,887,838	79,045,732
Other	2,606,230	1,159,052	1,108,969
Total revenues	<u>215,315,020</u>	<u>234,260,169</u>	<u>159,567,270</u>
Benefits and expenses:			
Death benefits	26,048,325	22,277,037	22,184,112
Surrenders and other policy benefits	2,486,611	1,969,051	1,761,608
Increase in future policy benefits	19,594,890	21,435,191	22,258,241
Amortization of deferred policy and pre-need acquisition costs and value of business acquired	5,181,837	5,449,429	5,769,348
Selling, general and administrative expenses:			
Commissions	65,979,564	83,840,427	47,514,804
Salaries	33,019,624	27,098,570	22,477,563
Provision for loan losses and loss reserve	1,751,472	4,239,418	2,070,399
Costs related to funding mortgage loans	6,635,290	6,931,045	4,240,377
Other	40,021,077	34,200,460	26,210,359
Interest expense	2,853,701	3,744,293	1,961,249
Cost of goods and services sold – mortuaries and cemeteries	1,918,902	1,723,955	1,882,657
Total benefits and expenses	<u>205,491,293</u>	<u>212,908,876</u>	<u>158,330,717</u>
Earnings before income taxes	9,823,727	21,351,293	1,236,553
Income tax benefit (expense)	<u>(2,237,806)</u>	<u>(4,638,775)</u>	<u>62,205</u>
Net earnings	<u>\$ 7,585,921</u>	<u>\$ 16,712,518</u>	<u>\$ 1,298,758</u>
Net earnings per Class A equivalent common share (1)	<u>\$0.65</u>	<u>\$1.55</u>	<u>\$0.12</u>
Net earnings per Class A equivalent common share - assuming dilution(1)	<u>\$0.61</u>	<u>\$1.47</u>	<u>\$0.12</u>
Weighted average Class A equivalent common shares outstanding (1)	11,751,428	10,812,967	10,572,201
Weighted average Class A equivalent common shares outstanding-assuming dilution (1)	12,337,663	11,383,711	10,685,545

(1) Earnings per share amounts have been adjusted retroactively for the effect of annual stock dividends. The weighted-average shares outstanding includes the weighted-average Class A common shares and the weighted-average Class C common shares determined on an equivalent Class A common stock basis. Net earnings per common share represent net earnings per equivalent Class A common share. Net earnings per Class C common share is equal to one-tenth (1/10) of such amount or \$0.06, \$0.15 and \$0.01 per share for 2013, 2012 and 2011, respectively, and \$0.06, \$0.14 and \$0.01 per share-assuming dilution for 2013, 2012 and 2011, respectively.

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

	Years Ended December 31		
	2013	2012	2011
Net earnings	\$ 7,585,921	\$ 16,712,518	\$ 1,298,758
Other comprehensive income:			
Changes in:			
Net unrealized gains (losses) on derivative instruments	(1,020,754)	852,168	541,335
Net unrealized gains (losses) on available for sale securities	304,791	427,748	(1,075,138)
Other comprehensive gain (loss)	(715,963)	1,279,916	(533,803)
Comprehensive income	\$ 6,869,958	\$ 17,992,434	\$ 764,955

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
For the Years Ended December 31, 2013, 2012 and 2011

	Class A Common Stock	Class C Common Stock	Additional Paid-in Capital	Accumulated Other Comprehensive Income (Loss)	Retained Earnings	Treasury Stock	Total
Balance at January 1, 2011	\$ 18,357,890	\$1,932,031	\$ 19,689,993	\$ 1,188,246	\$ 21,907,579	\$ (3,147,271)	\$ 59,928,468
Net earnings	-	-	-	-	1,298,758	-	1,298,758
Other comprehensive loss	-	-	-	(533,803)	-	-	(533,803)
Stock based compensation	-	-	253,934	-	-	-	253,934
Sale of treasury stock	-	-	(101,206)	-	-	384,436	283,230
Stock dividends	918,336	96,535	(355,157)	-	(659,714)	-	-
Conversion Class C to Class A	1,370	(1,371)	1	-	-	-	-
Balance at December 31, 2011	19,277,596	2,027,195	19,487,565	654,443	22,546,623	(2,762,835)	61,230,587
Net earnings	-	-	-	-	16,712,518	-	16,712,518
Other comprehensive income	-	-	-	1,279,916	-	-	1,279,916
Stock based compensation	-	-	251,031	-	-	-	251,031
Exercise of stock options	1,371,506	63,782	(1,416,982)	-	-	-	18,306
Sale of treasury stock	-	-	(62,650)	-	-	382,401	319,751
Stock dividends	1,037,404	104,488	3,003,177	-	(4,145,069)	-	-
Conversion Class C to Class A	646	(645)	(1)	-	-	-	-
Balance at December 31, 2012	21,687,152	2,194,820	21,262,140	1,934,359	35,114,072	(2,380,434)	79,812,109
Net earnings	-	-	-	-	7,585,921	-	7,585,921
Other comprehensive loss	-	-	-	(715,963)	-	-	(715,963)
Stock based compensation	-	-	88,369	-	-	-	88,369
Exercise of stock options	719,572	422,422	(345,845)	-	-	(543,334)	252,815
Sale of treasury stock	-	-	428,794	-	-	299,143	727,937
Stock dividends	1,124,304	126,685	1,782,418	-	(3,033,406)	-	1
Conversion Class C to Class A	83,546	(83,545)	(1)	-	-	-	-
Balance at December 31, 2013	\$ 23,614,574	\$2,660,382	\$ 23,215,875	\$ 1,218,396	\$ 39,666,587	\$ (2,624,625)	\$ 87,751,189

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31		
	2013	2012	2011
Cash flows from operating activities:			
Net earnings	\$ 7,585,921	\$ 16,712,518	\$ 1,298,758
Adjustments to reconcile net earnings to net cash provided by operating activities:			
Realized gains on investments and other assets	(1,418,051)	(1,424,510)	(2,464,353)
Other than temporary impairments	336,226	1,207,632	840,735
Depreciation and amortization	4,160,760	2,877,743	2,814,585
Provision for losses on real estate accounts and loans receivable	(584,873)	(963,169)	1,644,171
Amortization of premiums and discounts	103,032	(762,301)	(539,896)
Provision for deferred and other income taxes	416,269	953,394	524,868
Policy and pre-need acquisition costs deferred	(9,666,040)	(7,885,882)	(6,806,486)
Policy and pre-need acquisition costs amortized	3,841,565	4,234,271	4,624,148
Value of business acquired amortized	1,340,272	1,215,158	1,145,200
Servicing asset at amortized cost, additions	(2,494,254)	(2,797,470)	-
Amortization of mortgage servicing rights	447,623	-	-
Stock based compensation expense	88,369	251,031	253,934
Benefit plans funded with treasury stock	727,937	319,751	283,230
Change in assets and liabilities:			
Land and improvements held for sale	(36,345)	26,054	(9,680)
Future life and other benefits	19,182,046	20,508,725	22,262,508
Receivables for mortgage loans sold	15,668,188	(18,807,956)	(15,144,933)
Other operating assets and liabilities	(3,046,791)	6,751,217	(3,860,964)
Net cash provided by operating activities	<u>36,651,854</u>	<u>22,416,206</u>	<u>6,865,825</u>
Cash flows from investing activities:			
Securities held to maturity:			
Purchase - fixed maturity securities	(22,849,622)	(11,365,269)	(50,566,004)
Calls and maturities - fixed maturity securities	8,518,848	9,601,320	21,631,908
Securities available for sale:			
Purchase - equity securities	(2,807,367)	(1,685,983)	(4,574,717)
Sales - equity securities	4,528,862	3,028,509	4,161,140
Purchases of short-term investments	(19,827,619)	(51,823,941)	(70,895,829)
Sales of short-term investments	48,617,290	17,830,574	66,582,155
Sales (purchases) of restricted assets	2,777,715	(4,436,547)	473,665
Change in assets for perpetual care trusts	(255,204)	(265,435)	(266,056)
Amount received for perpetual care trusts	113,130	169,924	129,350
Mortgage, policy, and other loans made	(160,737,841)	(117,135,836)	(127,867,064)
Payments received for mortgage, policy, and other loans	133,260,148	131,565,100	103,865,163
Purchases of property and equipment	(3,570,334)	(3,022,393)	(765,633)
Disposal of property and equipment	33,900	30,524	2,296,247
Purchases of real estate held for investment	(26,749,586)	(143,278)	(441,444)
Sale of real estate held for investment	3,352,446	6,886,821	2,605,454
Cash received from reinsurance	2,466,175	34,485,224	12,990,444
Cash paid for purchase of subsidiaries, net of cash acquired	-	(180,591)	-
Net cash provided by (used in) investing activities	<u>(33,129,059)</u>	<u>13,538,723</u>	<u>(40,641,221)</u>

See accompanying notes to consolidated financial statements

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

	Years Ended December 31		
	2013	2012	2011
Cash flows from financing activities:			
Annuity contract receipts	\$ 9,385,168	\$ 8,939,017	\$ 7,967,701
Annuity contract withdrawals	(14,866,251)	(13,915,777)	(13,910,925)
Proceeds from stock options exercised	252,815	18,306	-
Repayment of bank loans and notes and contracts payable	(2,292,037)	(1,534,612)	(1,957,389)
Proceeds from bank borrowings	13,314,594	241,875	3,615,085
Change in line of credit borrowings	(4,608,204)	(11,791,796)	16,400,000
Net cash provided by (used in) financing activities	<u>1,186,085</u>	<u>(18,042,987)</u>	<u>12,114,472</u>
Net change in cash and cash equivalents	<u>4,708,880</u>	<u>17,911,942</u>	<u>(21,660,924)</u>
Cash and cash equivalents at beginning of year	<u>33,494,284</u>	<u>15,582,342</u>	<u>37,243,266</u>
Cash and cash equivalents at end of year	<u><u>\$ 38,203,164</u></u>	<u><u>\$ 33,494,284</u></u>	<u><u>\$ 15,582,342</u></u>
Non Cash Investing and Financing Activities			
Mortgage loans foreclosed into real estate	<u><u>\$ 3,930,297</u></u>	<u><u>\$ 17,019,870</u></u>	<u><u>\$ 9,228,249</u></u>

See accompanying notes to consolidated financial statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies

General Overview of Business

Security National Financial Corporation and its wholly owned subsidiaries (the “Company”) operate in three main business segments: life insurance, cemetery and mortuary, and mortgage loans. The life insurance segment is engaged in the business of selling and servicing selected lines of life insurance, annuity products and accident and health insurance marketed primarily in the intermountain west, California and eleven southern states. The cemetery and mortuary segment of the Company consists of five cemeteries in Utah, one cemetery in California, seven mortuaries in Utah and one mortuary in Arizona. The mortgage loan segment is an approved government and conventional lender that originates and underwrites residential and commercial loans for new construction, existing homes and real estate projects primarily in California, Florida, Nevada, Texas, and Utah.

Basis of Presentation

The accompanying consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The presentation of certain amounts in prior years has been reclassified to conform to the 2013 presentation.

Principles of Consolidation

These consolidated financial statements include the financial statements of the Company and its majority owned subsidiaries. All intercompany transactions and accounts have been eliminated in consolidation.

Investments

The Company’s management determines the appropriate classifications of investments in fixed maturity securities and equity securities at the acquisition date and re-evaluates the classifications at each balance sheet date.

Fixed maturity securities held to maturity are carried at cost, adjusted for amortization of premium or accretion of discount. Although the Company has the ability and intent to hold these investments to maturity, infrequent and unusual conditions could occur under which it would sell certain of these securities. Those conditions include unforeseen changes in asset quality, significant changes in tax laws, and changes in regulatory capital requirements or permissible investments.

Fixed maturity and equity securities available for sale are carried at estimated fair value. Changes in fair values net of income taxes are reported as unrealized appreciation or depreciation and recorded as an adjustment directly to stockholders’ equity and, accordingly, have no effect on net income.

Mortgage loans on real estate, and construction loans are carried at their unpaid principal balances adjusted for charge-offs, the related allowance for loan losses, and net deferred fees or costs on originated loans. The Company defers related material loan origination fees, net of related direct loan origination costs, and amortizes the net fees over the term of the loans.

Mortgage loans are collateral dependent and require an appraisal at the time of underwriting and funding. Generally the Company will fund a loan not to exceed 80% of the loan’s collateral fair market value. Amounts over 80% will require mortgage insurance by an approved third party insurer. Once a loan is deemed to be impaired the Company will review the market value of the collateral and provide an allowance for any impairment.

Mortgage loans sold to investors are carried at the amount due from third party investors, which is the estimated fair value at the balance sheet date since these amounts are generally collected within a short period of time.

Real estate held for investment is carried at cost, less accumulated depreciation provided on a straight-line basis over the estimated useful lives of the properties, or is adjusted to a new basis for impairment in value, if any. Included are foreclosed properties which the Company intends to hold for investment purposes. These properties are recorded at the lower of cost or market value upon foreclosure.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Policy and other loans are carried at the aggregate unpaid balances, less allowances for possible losses.

Short-term investments are carried at cost and consist of certificates of deposit and commercial paper with maturities of up to one year.

Restricted assets are assets held in a trust account for future mortuary services and merchandise and consist of cash; participations in mortgage loans with Security National Life; mutual funds carried at cost; equity securities carried at fair market value; a surplus note with Security National Life. Restricted cash also represents escrows held for borrowers and investors under servicing and appraisal agreements relating to mortgage loans and funds held by warehouse banks in accordance with loan purchase agreements.

Cemetery and mortuary perpetual care trust business segment contains six wholly owned cemeteries. Of the six cemeteries owned by the Company, four cemeteries are endowment care properties. Under endowment care arrangements a portion of the price for each lot sold is withheld and invested in a portfolio of investments similar to those described in the prior paragraph. The earnings stream from the investments is designed to fund future maintenance and upkeep of the cemetery.

Realized gains and losses on investments arise when investments are sold (as determined on a specific identification basis) or are other-than-temporarily impaired. If in management's judgment a decline in the value of an investment below cost is other-than-temporary, the cost of the investment is written down to fair value with a corresponding charge to earnings. Factors considered in judging whether an impairment is other-than-temporary include: the financial condition, business prospects and credit worthiness of the issuer, the length of time that fair value has been less than cost, the relative amount of the decline, and the Company's ability and intent to hold the investment until the fair value recovers, which is not assured.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers all highly liquid debt instruments purchased with an original maturity of three months or less to be cash equivalents.

Cemetery Land and Improvements

The development of a cemetery involves not only the initial acquisition of raw land but the installation of roads, water lines, landscaping and other costs to establish a marketable cemetery lot. The costs of developing the cemetery are shown as an asset on the balance sheet. The amount on the balance sheet is reduced by the total cost assigned to the development of a particular lot when the criterion for recognizing a sale of that lot is met.

Property and Equipment

Property and equipment are recorded at cost. Depreciation is calculated principally on the straight-line method over the estimated useful lives of the assets which range from three to forty years. Leasehold improvements are amortized over the lesser of the useful life or remaining lease terms.

Recognition of Insurance Premiums and Other Considerations

Premiums for traditional life insurance products (which include those products with fixed and guaranteed premiums and benefits and consist principally of whole life insurance policies, limited payment life insurance policies, and certain annuities with life contingencies) are recognized as revenues when due from policyholders. Revenues for interest-sensitive insurance policies (which include universal life policies, interest-sensitive life policies, deferred annuities, and annuities without life contingencies) are recognized when earned and consist of amounts assessed against policyholder account balances during the period for policy administration charges and surrender charges.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Deferred Policy Acquisition Costs and Value of Business Acquired

Commissions and other costs, net of commission and expense allowances for reinsurance ceded, that vary with and are primarily related to the production of new insurance business have been deferred. Deferred policy acquisition costs (“DAC”) for traditional life insurance are amortized over the premium paying period of the related policies using assumptions consistent with those used in computing policy benefit reserves. For interest-sensitive insurance products, deferred policy acquisition costs are amortized generally in proportion to the present value of expected gross profits from surrender charges, investment, mortality and expense margins. This amortization is adjusted when estimates of current or future gross profits to be realized from a group of products are reevaluated. Deferred acquisition costs are written off when policies lapse or are surrendered.

The Company follows accounting principles generally accepted in the United States of America when accounting for DAC on internal replacements of insurance and investment contracts. An internal replacement is a modification in product benefits, features, rights or coverage that occurs by the exchange of a contract for a new contract, or by amendment, endorsement, or rider to contract, or by the election of a feature or coverage within a contract. Modifications that result in a replacement contract that is substantially changed from the replaced contract are accounted for as an extinguishment of the replaced contract. Unamortized DAC, unearned revenue liabilities and deferred sales inducements from the replaced contract are written-off. Modifications that result in a contract that is substantially unchanged from the replaced contract are accounted for as a continuation of the replaced contract.

Value of business acquired is the present value of estimated future profits of the acquired business and is amortized similar to deferred policy acquisition costs.

Mortgage Servicing Rights

Mortgage Service Rights (MSR) arise from contractual agreements between the Company and third-party investors (or their agents) when mortgage loans are sold. Under these contracts, the Company is obligated to retain and provide loan servicing functions on loans sold, in exchange for fees and other remuneration. The servicing functions typically performed include, among other responsibilities, collecting and remitting loan payments; responding to borrower inquiries; accounting for principal and interest, holding custodial (impound) funds for payment of property taxes and insurance premiums; counseling delinquent mortgagors; and supervising the acquisition of REO and property dispositions.

The total residential mortgage loans serviced for others consist primarily of agency conforming fixed-rate mortgage loans. The value of MSRs is derived from the net cash flows associated with the servicing contracts. The Company receives a servicing fee of generally about 0.250% annually on the remaining outstanding principal balances of the loans. Based on the result of the cash flow analysis, an asset or liability is recorded for mortgage servicing rights. The servicing fees are collected from the monthly payments made by the mortgagors. The Company generally receives other remuneration including rights to various mortgagor-contracted fees such as late charges, and collateral reconveyance charges and the Company is generally entitled to retain the interest earned on funds held pending remittance of mortgagor principal, interest, tax and insurance payments.

The Company’s subsequent accounting for MSRs is based on the class of MSRs. The Company has identified two classes of MSRs: MSRs backed by mortgage loans with initial term of 30 years and MSRs backed by mortgage loans with initial term of 15 years. The Company distinguishes between these classes of MSRs due to their differing sensitivities to change in value as the result of changes in market. After being initially recorded at fair value, MSRs backed by mortgage loans are accounted for using the amortization method. MSR amortization is determined by amortizing the balance straight-line over an estimated nine year life.

The Company periodically assesses MSRs for impairment. Impairment occurs when the current fair value of the MSR falls below the asset’s carrying value (carrying value is the amortized cost reduced by any related valuation allowance). If MSRs are impaired, the impairment is recognized in current-period earnings and the carrying value of the MSRs is adjusted through a valuation allowance.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Management periodically reviews the various loan strata to determine whether the value of the MSR in a given stratum is impaired and likely to recover. When management deems recovery of the value to be unlikely in the foreseeable future, a write-down of the cost of the MSR for that stratum to its estimated recoverable value is charged to the valuation allowance.

Derivatives

The Company is exposed to price risk due to the potential impact of changes in interest rates on the values of mortgage loan commitments from the time a derivative loan commitment is made to an applicant to the time the loan that would result from the exercise of that loan commitment is funded. Managing price risk is complicated by the fact that the ultimate percentage of derivative loan commitments that will be exercised (i.e., the number of loan commitments that will be funded) fluctuates. The probability that a loan will not be funded within the terms of the commitment is driven by a number of factors, particularly the change, if any, in mortgage rates following the inception of the interest rate lock. However, many borrowers continue to exercise derivative loan commitments even when interest rates have fallen.

In general, the probability of funding increases if mortgage rates rise and decreases if mortgage rates fall. This is due primarily to the relative attractiveness of current mortgage rates compared to the applicant's committed rate. The probability that a loan will not be funded within the terms of the mortgage loan commitment also is influenced by the source of the applications (retail, broker or correspondent channels), proximity to rate lock expiration, purpose for the loan (purchase or refinance) product type and the application approval status. The Company has developed fallout estimates using historical data that take into account all of the variables, as well as renegotiations of rate and point commitments that tend to occur when mortgage rates fall. These fallout estimates are used to estimate the number of loans that the Company expects to be funded within the terms of the mortgage loan commitments and are updated periodically to reflect the most current data.

The Company estimates the fair value of a mortgage loan commitment based on the change in estimated fair value of the underlying mortgage loan and the probability that the mortgage loan will fund within the terms of the commitment. The change in fair value of the underlying mortgage loan is measured from the date the mortgage loan commitment is issued. Therefore, at the time of issuance, the estimated fair value is zero. Following issuance, the value of a mortgage loan commitment can be either positive or negative depending upon the change in value of the underlying mortgage loans. Fallout rates derived from the Company's recent historical empirical data are used to estimate the quantity of mortgage loans that will fund within the terms of the commitments.

The Company utilizes forward loan sales commitments to economically hedge the price risk associated with its outstanding mortgage loan commitments. A forward loan sales commitment protects the Company from losses on sales of the loans arising from exercise of the loan commitments by securing the ultimate sales price and delivery date of the loans. Management expects these derivatives will experience changes in fair value opposite to changes in fair value of the derivative loan commitments, thereby reducing earnings volatility related to the recognition in earnings of changes in the values of the commitments.

Allowance for Doubtful Accounts and Loan Losses and Impaired Loans

The Company records an allowance and recognizes an expense for potential losses from mortgage loans, other loans and receivables in accordance with generally accepted accounting principles.

Receivables are the result of cemetery and mortuary operations, mortgage loan operations and life insurance operations. The allowance is based upon the Company's historical experience for collectively evaluated impairment. Other allowances are based upon receivables individually evaluated for impairment. Collectability of the cemetery and mortuary receivables is significantly influenced by current economic conditions. The critical issues that impact recovery of mortgage loan operations are interest rate risk, loan underwriting, new regulations and the overall economy.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

The Company provides allowances for losses on its mortgage loans held for investment through an allowance for loan losses. The allowance is comprised of two components. The first component is an allowance for collectively evaluated impairment that is based upon the Company's historical experience in collecting similar receivables. The second component is based upon individual evaluation of loans that are determined to be impaired. Upon determining impairment the Company establishes an individual impairment allowance based upon an assessment of the fair value of the underlying collateral. See the schedules in Note 2 for additional information. In addition, when a mortgage loan is past due more than 90 days, the Company does not accrue any interest income and proceeds to foreclose on the real estate. All expenses for foreclosure are expensed as incurred. Once foreclosed, an adjustment for the lower of cost or fair value is made, if necessary, and the amount is classified as other real estate owned held for investment or sale. The Company will rent the properties until it is deemed desirable to sell them.

The allowance for losses on mortgage loans held for investment could change based on changes in the value of the underlying collateral, the performance status of the loans, or the Company's actual collection experience. The actual losses could change, in the near term, from the established allowance, based upon the occurrence or non-occurrence of these events.

Loan Loss Reserve

The mortgage loan loss reserve is an estimate of probable losses at the balance sheet date that the Company will realize in the future on mortgage loans sold to third party investors.

The loan loss reserve analysis involves mortgage loans that have been sold to third party investors where the Company has received a demand from the investor. There are generally three types of demands: make whole, repurchase, or indemnification. These types of demands are more particularly described as follows:

Make whole demand – A make whole demand occurs when an investor forecloses on a property and then sells the property. The make whole amount is calculated as the difference between the original unpaid principal balance, accrued interest and fees, less the sale proceeds.

Repurchase demand – A repurchase demand usually occurs when there is a significant payment default, error in underwriting or detected loan fraud.

Indemnification demand – On certain loans the Company has negotiated a set fee that is to be paid in lieu of repurchase. The fee varies by investor and by loan product type.

Additional information related to the Loan Loss Reserve is included in Note 2.

Future Life, Annuity and Other Policy Benefits

Future policy benefit reserves for traditional life insurance are computed using a net level method, including assumptions as to investment yields, mortality, morbidity, withdrawals, and other assumptions based on the life insurance subsidiaries' experience, modified as necessary to give effect to anticipated trends and to include provisions for possible unfavorable deviations. Such liabilities are, for some plans, graded to equal statutory values or cash values at or prior to maturity. The range of assumed interest rates for all traditional life insurance policy reserves was 4.5% to 10%. Benefit reserves for traditional limited-payment life insurance policies include the deferred portion of the premiums received during the premium-paying period. Deferred premiums are recognized as income over the life of the policies. Policy benefit claims are charged to expense in the period the claims are incurred. Increases in future policy benefits are charged to expense.

Future policy benefit reserves for interest-sensitive insurance products are computed under a retrospective deposit method and represent policy account balances before applicable surrender charges. Policy benefits and claims that are charged to expense include benefit claims incurred in the period in excess of related policy account balances. Interest crediting rates for interest-sensitive insurance products ranged from 3% to 6.5%.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Participating Insurance

Participating business constituted 2% of insurance in force for each of the years 2013, 2012 and 2011. The provision for policyholders' dividends included in policyholder obligations is based on dividend scales anticipated by management. Amounts to be paid are determined by the Board of Directors.

Reinsurance

The Company follows the procedure of reinsuring risks in excess of \$100,000 to provide for greater diversification of business to allow management to control exposure to potential losses arising from large risks, and provide additional capacity for growth. The Company remains liable for amounts ceded in the event the reinsurers are unable to meet their obligations.

The Company entered into coinsurance agreements with unaffiliated insurance companies under which the Company assumed 100% of the risk for certain life insurance policies and certain other policy-related liabilities of the insurance company.

Reinsurance premiums, commissions, expense reimbursements, and reserves related to reinsured business are accounted for on a basis consistent with those used in accounting for the original policies issued and the terms of the reinsurance contracts. Expense allowances received in connection with reinsurance ceded are accounted for as a reduction of the related policy acquisition costs and are deferred and amortized accordingly.

Pre-need Sales and Costs

Pre-need contract sales of funeral services and caskets - revenue and costs associated with the sales of pre-need funeral services and caskets are deferred until the services are performed or the caskets are delivered.

Sales of cemetery interment rights (cemetery burial property) - revenue and costs associated with the sale of cemetery interment rights are recognized in accordance with the retail land sales provisions based on accounting principles generally accepted in the United States of America. Under accounting principles generally accepted in the United States of America, recognition of revenue and associated costs from constructed cemetery property must be deferred until a minimum percentage of the sales price has been collected.

Pre-need contract sales of cemetery merchandise (primarily markers and vaults) - revenue and costs associated with the sale of pre-need cemetery merchandise is deferred until the merchandise is delivered. Pre-need contract sales of cemetery services (primarily merchandise delivery, installation fees and burial opening and closing fees) - revenue and costs associated with the sales of pre-need cemetery services are deferred until the services are performed.

Prearranged funeral and pre-need cemetery customer acquisition costs - costs incurred related to obtaining new pre-need contract cemetery and prearranged funeral services are accounted for under the guidance of the provisions based on accounting principles generally accepted in the United States of America. Obtaining costs, which include only costs that vary with and are primarily related to the acquisition of new pre-need cemetery and prearranged funeral services, are deferred until the merchandise is delivered or services are performed.

Revenues and costs for at-need sales are recorded when a valid contract exists, the services are performed, collection is reasonably assured and there are no significant obligations remaining.

The Company, through its cemetery and mortuary operations, provides guaranteed funeral arrangements wherein a prospective customer can receive future goods and services at guaranteed prices. To accomplish this, the Company, through its life insurance operations, sells to the customer an increasing benefit life insurance policy that is assigned to the mortuaries. If, at the time of need, the policyholder/potential mortuary customer utilizes one of the Company's facilities, the guaranteed funeral arrangement contract that has been assigned will provide the funeral goods and services at the contracted price. The increasing life insurance policy will cover the difference between the original contract prices and current prices. Risks may arise if the difference cannot be fully met by the life insurance policy. However, management believes that given current inflation rates and related price increases of goods and services, the risk of exposure is minimal.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Mortgage Fee Income

Mortgage fee income consists of origination fees, processing fees and certain other income related to the origination and sale of mortgage loans. For mortgage loans sold to third party investors, mortgage fee income and related expenses are recognized pursuant to generally accepted accounting principles at the time the sales of mortgage loans comply with the sales criteria for the transfer of financial assets, which are: (i) the transferred assets have been isolated from the Company and its creditors, (ii) the transferee has the right to pledge or exchange the mortgage, and (iii) the Company does not maintain effective control over the transferred mortgage. The Company must determine that all three criteria are met at the time a loan is funded. All rights and title to the mortgage loans are assigned to unrelated financial institution investors, including investor commitments for the loans, prior to warehouse banks purchasing the loans under the purchase commitments.

The Company, through its mortgage subsidiaries, sells all mortgage loans to third party investors without recourse. However, it may be required to repurchase a loan or pay a fee instead of repurchase under certain events, which include the following:

- Failure to deliver original documents specified by the investor,
- The existence of misrepresentation or fraud in the origination of the loan,
- The loan becomes delinquent due to nonpayment during the first several months after it is sold,
- Early pay-off of a loan, as defined by the agreements,
- Excessive time to settle a loan,
- Investor declines purchase, and
- Discontinued product and expired commitment.

Loan purchase commitments generally specify a date 30 to 45 days after delivery upon which the underlying loans should be settled. Depending on market conditions, these commitment settlement dates can be extended at a cost to the Company. Generally, a ten day extension will cost .125% (12.5 basis points) of the loan amount. The Company's historical data shows that 99% of all loans originated by its mortgage subsidiaries are generally settled by the investors as agreed within 16 days after delivery. There are situations, however, when the Company determines that it is unable to enforce the settlement of loans rejected by the third-party investors and that it is in its best interest to repurchase those loans from the warehouse banks.

It is the Company's policy to cure any documentation problems regarding such loans at a minimal cost for up to a six-month time period and to pursue efforts to enforce loan purchase commitments from third-party investors concerning the loans. The Company believes that six months allows adequate time to remedy any documentation issues, to enforce purchase commitments, and to exhaust other alternatives. Remedial methods include the following:

- Research reasons for rejection,
- Provide additional documents,
- Request investor exceptions,
- Appeal rejection decision to purchase committee, and
- Commit to secondary investors.

Once purchase commitments have expired and other alternatives to remedy are exhausted, which could be earlier than the six month time period, the loans are repurchased and transferred to the long term investment portfolio at the lower of cost or fair value and previously recorded sales revenue is reversed. Any loan that later becomes delinquent is evaluated by the Company at that time and any impairment is adjusted accordingly.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Determining Lower of Cost or Market

Cost is equal to the amount paid to the warehouse bank and the amount originally funded by the Company. Market value is often difficult to determine, but is based on the following:

- For loans that have an active market the Company uses the market price on the repurchased date.
- For loans where there is no market but there is a similar product, the Company uses the market value for the similar product on the repurchased date.
- For loans where no active market exists on the repurchased date, the Company determines that the unpaid principal balance best approximates the market value on the repurchased date, after considering the fair value of the underlying real estate collateral and estimated future cash flows.

The appraised value of the real estate underlying the original mortgage loan adds support to the Company's determination of fair value because if the loan becomes delinquent, the Company has sufficient value to collect the unpaid principal balance or the carrying value of the loan. In determining the market value on the date of repurchase, the Company considers the total value of all of the loans because any sale of loans would be made as a pool.

For mortgages originated and held for investment, mortgage fee income and related expenses are recognized when the loan is originated.

The Company provides an allowance for loan losses on its mortgage loans held for investment. The allowance is comprised of two components. The first component is an allowance for collectively evaluated impairment that is based upon the Company's historical experience in collecting similar receivables. The second component is based upon individual evaluation of loans that are determined to be impaired.

Commercial Loans

Each quarter, management reviews the current commercial loans and determines if an allowance is required based on the Company's actual experience of losses on impaired commercial loans. To date, the Company has not incurred any significant losses. As a result, management has determined that no allowance is required on current commercial loans in its portfolio. The carrying value of all commercial loans is supported by appraisals and cash flow analysis of revenue received. Also, the Company has not accrued any interest income or capitalized any of the foreclosure costs on the impaired commercial loans.

Residential and Construction Loans

The Company believes that in an orderly market fair value will approximate the replacement cost of a home and the rental income provides a cash flow stream for investment analysis. The Company believes the highest and best use of the properties are as income producing assets since it is the Company's intent to hold the properties as rental properties, matching the income from the investment in rental properties with the funds required for future estimated policy claims. Accordingly, the fair value determination will be weighted more heavily toward the rental analysis.

It should be noted that for replacement cost, when determining the fair value of mortgage properties, the Company uses Marshall and Swift, a provider of building cost information to the real estate construction industry. For the investment analysis, the Company used market data based upon its real estate operation experience and projected the present value of the net rental income over seven years. The Company used 60% of the projected cash flow analysis and 40% of the replacement cost to approximate fair value of the collateral.

Each quarter the Company also analyzes its current loan portfolio and determines the level of allowance needed for loans that are listed as current in the portfolio. The basis of the analysis places a higher weight on loans with high loan to value ratios, those that lack mortgage insurance, and certain loan types that have a higher percentage of default based on the Company's experience.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

Each quarter the Company makes further analysis of the foreclosed properties to determine if any additional allowances are necessary by comparing national indexes of loan to value ratios by region to the Company's loan to value ratios. Based upon the above procedures, the Company's management believes that residential and construction loans are reflected in the Company's financial statements at the lower of cost or market in accordance with GAAP requirements.

Captive Insurance

The Company belongs to a captive insurance group for certain casualty insurance, workers compensation and liability programs. Insurance reserves are maintained relative to these programs. The level of exposure from catastrophic events is limited by the purchase of stop-loss and aggregate liability reinsurance coverage. When estimating the insurance liabilities and related reserves, the captive insurance management considers a number of factors, which include historical claims experience, demographic factors, severity factors and valuations provided independent third-party actuaries. If actual claims or adverse development of loss reserves occurs and exceed these estimates, additional reserves may be required. The estimation process contains uncertainty since captive insurance management must use judgment to estimate the ultimate cost that will be incurred to settle reported claims and unreported claims for incidents incurred but not reported as of the balance sheet date.

Goodwill

Previous acquisitions have been accounted for as purchases under which assets acquired and liabilities assumed were recorded at their fair values with the excess purchase price recognized as goodwill. The Company evaluates annually or when changes in circumstances warrant the recoverability of goodwill and if there is a decrease in value, the related impairment is recognized as a charge against income. No impairment of goodwill has been recognized in the accompanying financial statements.

Long-lived Assets

Long-lived assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the related carrying amount may not be recoverable. When required, impairment losses on assets to be held and used are recognized based on the fair value of the asset, and long-lived assets to be disposed of are reported at the lower of carrying amount or fair value less costs to sell. No impairment of long-lived assets has been recognized in the accompanying financial statements.

Income Taxes

Income taxes include taxes currently payable plus deferred taxes. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to the temporary differences in the financial reporting basis and tax basis of assets and liabilities and operating loss carry-forwards. Deferred tax assets are measured using enacted tax rates expected to apply to taxable income in the years in which these temporary differences are expected to be recovered or settled.

Liabilities are established for uncertain tax positions expected to be taken in income tax returns when such positions are judged to meet the "more-likely-than-not" threshold based on the technical merits of the positions. Estimated interest and penalties related to uncertain tax penalties are included as a component of other expenses.

Earnings Per Common Share

The Company computes earnings per share in accordance with accounting principles generally accepted in the United States of America which requires presentation of basic and diluted earnings per share. Basic earnings per equivalent Class A common share are computed by dividing net earnings by the weighted-average number of Class A common shares outstanding during each year presented, after the effect of the assumed conversion of Class C common stock to Class A common stock. Diluted earnings per share is computed by dividing net earnings by the weighted-average number of common shares outstanding during the year used to compute basic earnings per

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

1) Significant Accounting Policies (Continued)

share plus dilutive potential incremental shares. Basic and diluted earnings per share amounts have been adjusted retroactively for the effect of annual stock dividends.

Stock Based Compensation

The cost of employee services received in exchange for an award of equity instruments is recognized in the financial statements and is measured based on the fair value on the grant date of the award. The fair value of stock options is calculated using the Black Scholes method. Stock option compensation expense is recognized over the period during which an employee is required to provide service in exchange for the award.

Concentration of Credit Risk

The Company maintains its cash in bank deposit accounts, which at times exceed federally insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

Advertising Expense

The Company expenses advertising costs as incurred. The total amount charged to advertising expense for 2013, 2012 and 2011 was \$4,850,000, \$4,065,000 and \$2,237,000, respectively.

Recent Accounting Pronouncements

Disclosures about Offsetting Assets and Liabilities – In December 2011, the Financial Accounting Standards Board ("FASB") issued authoritative guidance related to balance sheet offsetting. The new guidance requires disclosures about assets and liabilities that are offset or have the potential to be offset. These disclosures are intended to address differences in the asset and liability offsetting requirements under U.S. GAAP and International Financial Reporting Standards ("IFRS"). This new guidance was effective for the Company for interim and annual reporting periods beginning January 1, 2013, with retrospective application required. The adoption of this guidance did not have a material impact on the Company's results of operations or financial position.

Presentation of Comprehensive Income - On February 5, 2013, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2013-02 "Reporting of Amounts Reclassified Out of Accumulated Other Comprehensive Income" ("ASU 2013-02"), which requires an entity to report, either on the face of the statement where net income is presented or in the notes, the effect of significant reclassifications out of accumulated other comprehensive income on the respective line items in net income if the amount being reclassified is required under U.S. GAAP to be reclassified in its entirety to net income. For other amounts that are not required under U.S. GAAP to be reclassified in their entirety to net income in the same reporting period, an entity is required to cross-reference other disclosures required under U.S. GAAP that provide additional detail about those amounts. The guidance in ASU 2013-02 is effective prospectively for fiscal years, and interim periods within those years, beginning after December 15, 2012. The adoption of this guidance did not have a material impact on the Company's results of operations or financial position.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments

The Company's investments in fixed maturity securities held to maturity and equity securities available for sale as of December 31, 2013 are summarized as follows:

	<u>Amortized Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Estimated Fair Value</u>
<u>December 31, 2013:</u>				
Fixed maturity securities held to maturity carried at amortized cost:				
Bonds:				
U.S. Treasury securities and obligations of U.S. Government agencies	\$ 2,284,261	\$ 298,901	\$ -	\$ 2,583,162
Obligations of states and political subdivisions	1,790,661	197,340	(9,404)	1,978,597
Corporate securities including public utilities	134,257,468	10,513,448	(1,394,919)	143,375,997
Mortgage-backed securities	4,522,081	206,617	(11,351)	4,717,347
Redeemable preferred stock	612,023	12,994	(5,900)	619,117
Total fixed maturity securities held to maturity	<u>\$ 143,466,494</u>	<u>\$ 11,229,300</u>	<u>\$ (1,421,574)</u>	<u>\$ 153,274,220</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
<u>December 31, 2013:</u>				
Equity securities available for sale at estimated fair value:				
Common stock:				
Industrial, miscellaneous and all other	\$ 4,783,936	\$ 240,206	\$ (525,386)	\$ 4,498,756
Total securities available for sale carried at estimated fair value	\$ 4,783,936	\$ 240,206	\$ (525,386)	\$ 4,498,756
Mortgage loans on real estate and construction loans held for investment at amortized cost:				
Residential	\$ 49,868,486			
Residential construction	12,912,473			
Commercial	41,653,009			
Less: Allowance for loan losses		(1,652,090)		
Total mortgage loans on real estate and construction loans held for investment	\$ 102,781,878			
Real estate held for investment - net of depreciation	\$ 99,760,475			
Policy and other loans at amortized cost:				
Policy loans	\$ 7,520,376			
Other loans	12,472,805			
Less: Allowance for doubtful accounts		(269,175)		
Total policy and other loans at amortized cost	\$ 19,724,006			
Short-term investments at amortized cost	\$ 12,135,719			

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

The Company's investments in fixed maturity securities held to maturity and equity securities available for sale as of December 31, 2012 are summarized as follows:

	<u>Amortized Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Estimated Fair Value</u>
<u>December 31, 2012:</u>				
Fixed maturity securities held to maturity carried at amortized cost:				
Bonds:				
U.S. Treasury securities and obligations of U.S. Government agencies	\$ 2,602,589	\$ 514,572	\$ -	\$ 3,117,161
Obligations of states and political subdivisions	2,040,277	285,241	(3,982)	2,321,536
Corporate securities including public utilities	118,285,147	16,230,468	(607,322)	133,908,293
Mortgage-backed securities	5,010,519	327,871	(76,056)	5,262,334
Redeemable preferred stock	1,510,878	98,087	(1,200)	1,607,765
	<u>1,510,878</u>	<u>98,087</u>	<u>(1,200)</u>	<u>1,607,765</u>
Total fixed maturity securities held to maturity	<u>\$ 129,449,410</u>	<u>\$ 17,456,239</u>	<u>\$ (688,560)</u>	<u>\$ 146,217,089</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

	<u>Amortized Cost</u>	<u>Gross Unrealized Gains</u>	<u>Gross Unrealized Losses</u>	<u>Estimated Fair Value</u>
<u>December 31, 2012:</u>				
Equity securities available for sale at estimated fair value:				
Non-redeemable preferred stock	\$ 20,281	\$ -	\$ (1,486)	\$ 18,795
Common stock:				
Industrial, miscellaneous and all other	<u>6,047,474</u>	<u>309,752</u>	<u>(970,909)</u>	<u>5,386,317</u>
Total securities available for sale carried at estimated fair value	<u>\$ 6,067,755</u>	<u>\$ 309,752</u>	<u>\$ (972,395)</u>	<u>\$ 5,405,112</u>
Mortgage loans on real estate and construction loans held for investment at amortized cost:				
Residential	\$ 50,584,923			
Residential construction	3,161,112			
Commercial	34,956,031			
Less: Allowance for loan losses	<u>(4,239,861)</u>			
Total mortgage loans on real estate and construction loans held for investment	<u>\$ 84,462,205</u>			
Real estate held for investment - net of depreciation	\$ 64,254,030			
Policy and other loans at amortized cost:				
Policy loans	\$ 8,075,101			
Other loans	12,618,445			
Less: Allowance for doubtful accounts	<u>(505,030)</u>			
Total policy and other loans at amortized cost	<u>\$ 20,188,516</u>			
Short-term investments at amortized cost	<u>\$ 40,925,390</u>			

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Fixed Maturity Securities

The following tables summarize unrealized losses on fixed maturities securities, which are carried at amortized cost, at December 31, 2013 and 2012. The unrealized losses were primarily related to interest rate fluctuations. The tables set forth unrealized losses by duration and number of investment positions, together with the fair value of the related fixed maturity securities:

	Unrealized Losses for Less than Twelve Months	No. of Investment Positions	Unrealized Losses for More than Twelve Months	No. of Investment Positions	Total Unrealized Loss
<u>At December 31, 2013</u>					
Redeemable Preferred Stock	\$ 5,900	1	\$ -	0	\$ 5,900
Obligations of States and Political Subdivisions	7,131	1	2,273	1	9,404
Corporate Securities	1,134,415	72	260,504	10	1,394,919
Mortgage and other asset-backed securities	3,109	1	8,242	1	11,351
Total unrealized losses	<u>\$ 1,150,555</u>	<u>75</u>	<u>\$ 271,019</u>	<u>12</u>	<u>\$ 1,421,574</u>
Fair Value	<u>\$ 22,002,277</u>		<u>\$ 2,308,464</u>		<u>\$ 24,310,741</u>
<u>At December 31, 2012</u>					
Redeemable Preferred Stock	\$ 1,200	1	\$ -	0	\$ 1,200
Obligations of States and Political Subdivisions	-	0	3,982	2	3,982
Corporate Securities	191,662	16	415,660	9	607,322
Mortgage and other asset-backed securities	-	0	76,056	3	76,056
Total unrealized losses	<u>\$ 192,862</u>	<u>17</u>	<u>\$ 495,698</u>	<u>14</u>	<u>\$ 688,560</u>
Fair Value	<u>\$ 4,609,268</u>		<u>\$ 3,972,091</u>		<u>\$ 8,581,359</u>

As of December 31, 2013, the average market value of the related fixed maturities was 94.5% of amortized cost and the average market value was 92.6% of amortized cost as of December 31, 2012. During 2013, 2012 and 2011, an other than temporary decline in market value resulted in the recognition of credit losses on fixed maturity securities of \$120,000, \$165,000 and \$125,129, respectively.

On a quarterly basis, the Company reviews its available for sale fixed investment securities related to corporate securities and other public utilities, consisting of bonds and preferred stocks that are in a loss position. The review involves an analysis of the securities in relation to historical values, and projected earnings and revenue growth rates. Based on the analysis, a determination is made whether a security will likely recover from the loss position within a reasonable period of time. If it is unlikely that the investment will recover from the loss position, the loss is considered to be other-than-temporary, the security is written down to the impaired value and an impairment loss is recognized.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Equity Securities

The following tables summarize unrealized losses on equity securities that were carried at estimated fair value based on quoted trading prices at December 31, 2013 and 2012. The unrealized losses were primarily the result of decreases in market value due to overall equity market declines. The tables set forth unrealized losses by duration and number of investment positions, together with the fair value of the related equity securities available for sale in a loss position:

	Unrealized Losses for Less than Twelve Months	No. of Investment Positions	Unrealized Losses for More than Twelve Months	No. of Investment Positions	Total Unrealized Losses
<u>At December 31, 2013</u>					
Non-redeemable preferred stock	\$ -	0	\$ -	0	\$ -
Industrial, miscellaneous and all other	119,449	28	405,936	28	525,386
Total unrealized losses	<u>\$ 119,449</u>	<u>28</u>	<u>\$ 405,936</u>	<u>28</u>	<u>\$ 525,386</u>
Fair Value	<u>\$ 993,612</u>		<u>\$ 772,345</u>		<u>\$ 1,765,957</u>
<u>At December 31, 2012</u>					
Non-redeemable preferred stock	\$ 686	1	\$ 800	1	\$ 1,486
Industrial, miscellaneous and all other	236,293	39	734,616	44	970,909
Total unrealized losses	<u>\$ 236,979</u>	<u>40</u>	<u>\$ 735,416</u>	<u>45</u>	<u>\$ 972,395</u>
Fair Value	<u>\$ 1,422,436</u>		<u>\$ 1,493,538</u>		<u>\$ 2,915,974</u>

As of December 31, 2013, the average market value of the equity securities available for sale was 77.1% of the original investment and the average market value was 75.0% of the original investment as of December 31, 2012. The intent of the Company is to retain equity securities for a period of time sufficient to allow for the recovery in fair value. However, the Company may sell equity securities during a period in which the fair value has declined below the amount of the original investment. In certain situations, new factors, including changes in the business environment, can change the Company's previous intent to continue holding a security. During 2013, 2012, and 2011, an other than temporary decline in the market value resulted in the recognition of an impairment loss on equity securities of \$100,304, \$247,317 and \$52,775, respectively.

On a quarterly basis, the Company reviews its investment in industrial, miscellaneous and all other equity securities that are in a loss position. The review involves an analysis of the securities in relation to historical values, price earnings ratios, projected earnings and revenue growth rates. Based on the analysis a determination is made whether a security will likely recover from the loss position within a reasonable period of time. If it is unlikely that the investment will recover from the loss position, the loss is considered to be other than temporary, the security is written down to the impaired value and an impairment loss is recognized.

The fair values of fixed maturity securities are based on quoted market prices, when available. For fixed maturity securities not actively traded, fair values are estimated using values obtained from independent pricing services, or in the case of private placements, are estimated by discounting expected future cash flows using a current market value applicable to the coupon rate, credit and maturity of the investments. The fair values for equity securities are based on quoted market prices.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

The amortized cost and estimated fair value of fixed maturity securities at December 31, 2013, by contractual maturity, are shown below. Expected maturities may differ from contractual maturities because certain borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

	Amortized Cost	Estimated Fair Value
	<u> </u>	<u> </u>
Held to Maturity:		
Due in 2014	\$ 4,045,462	\$ 4,138,092
Due in 2015 through 2018	28,050,184	31,240,450
Due in 2019 through 2023	38,927,206	42,074,139
Due after 2023	67,309,538	70,485,075
Mortgage-backed securities	4,522,081	4,717,347
Redeemable preferred stock	612,023	619,117
Total held to maturity	<u>\$ 143,466,494</u>	<u>\$ 153,274,220</u>

The amortized cost and estimated fair value of available for sale securities at December 31, 2013, by contractual maturity, are shown below. Expected maturities may differ from contractual maturities because certain borrowers may have the right to call or prepay obligations with or without call or prepayment penalties. Equities are valued using the specific identification method.

	Amortized Cost	Estimated Fair Value
	<u> </u>	<u> </u>
Available for Sale:		
Due in 2014	\$ -	\$ -
Due in 2015 through 2018	-	-
Due in 2019 through 2023	-	-
Due after 2023	-	-
Non-redeemable preferred stock	-	-
Common stock	4,783,936	4,498,756
Total available for sale	<u>\$ 4,783,936</u>	<u>\$ 4,498,756</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

The Company's realized gains and losses and other than temporary impairments from investments and other assets are summarized as follows:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Fixed maturity securities held to maturity:			
Gross realized gains	\$ 97,238	\$ 470,874	\$ 939,672
Gross realized losses	(41,164)	(3,875)	(162,716)
Other than temporary impairments	(120,000)	(165,000)	(125,129)
Securities available for sale:			
Gross realized gains	540,990	392,033	590,455
Gross realized losses	(2,678)	(5,705)	(118,417)
Other than temporary impairments	(100,304)	(247,317)	(52,775)
Other assets:			
Gross realized gains	824,203	794,346	1,295,217
Gross realized losses	(538)	(223,163)	(79,858)
Other than temporary impairments	(115,922)	(795,315)	(662,831)
Total	<u>\$ 1,081,825</u>	<u>\$ 216,878</u>	<u>\$ 1,623,618</u>

The net carrying amount for sales of securities classified as held to maturity was \$1,455,835, \$2,174,300 and \$12,341,156, for the years ended December 31, 2013, 2012 and 2011, respectively. The net realized gain related to these sales was \$12,533, \$271,364 and \$530,637, for the years ended December 31, 2013, 2012 and 2011, respectively. Certain circumstances lead to these decisions to sell.

There were no investments, aggregated by issuer, in excess of 10% of shareholders' equity (before net unrealized gains and losses on available-for-sale securities) at December 31, 2013, other than investments issued or guaranteed by the United States Government.

Major categories of net investment income are as follows:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Fixed maturity securities	\$ 8,265,949	\$ 7,731,051	\$ 7,762,894
Equity securities	210,491	264,063	272,011
Mortgage loans on real estate	4,666,910	5,543,777	5,422,399
Real estate	6,658,185	4,927,128	3,741,263
Policy, student and other loans	799,703	830,683	835,312
Short-term investments, principally gains on sale of mortgage loans	<u>8,952,584</u>	<u>8,716,257</u>	<u>6,255,581</u>
Gross investment income	29,553,822	28,012,959	24,289,460
Investment expenses	<u>(9,199,820)</u>	<u>(6,097,382)</u>	<u>(5,719,383)</u>
Net investment income	<u>\$20,354,002</u>	<u>\$21,915,577</u>	<u>\$18,570,077</u>

Net investment income includes net investment income earned by the restricted assets of the cemeteries and mortuaries of \$341,430, \$352,488 and \$328,247 for 2013, 2012 and 2011, respectively.

Net investment income on real estate consists primarily of rental revenue received under short-term leases.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Investment expenses consist primarily of depreciation, property taxes, operating expenses of real estate and an estimated portion of administrative expenses relating to investment activities.

Securities on deposit for regulatory authorities as required by law amounted to \$9,215,222 at December 31, 2013 and \$9,190,012 at December 31, 2012. The restricted securities are included in various assets under investments on the accompanying consolidated balance sheets.

Mortgage Loans

Mortgage loans consist of first and second mortgages. The mortgage loans bear interest at rates ranging from 2.0 % to 10.5%, maturity dates range from three months to 30 years and are secured by real estate. Concentrations of credit risk arise when a number of mortgage loan debtors have similar economic characteristics that would cause their ability to meet contractual obligations to be similarly affected by changes in economic conditions. Although the Company has a diversified mortgage loan portfolio consisting of residential mortgages, commercial loans and residential construction loans and requires collateral on all real estate exposures, a substantial portion of its debtors' ability to honor obligations is reliant on the economic stability of the geographic region in which the debtors do business. At December 31, 2013, the Company has 36%, 22%, 9% and 9% of its mortgage loans from borrowers located in the states of Utah, California, Florida and Texas, respectively. The mortgage loans on real estate balances on the consolidated balance sheet are reflected net of an allowance for loan losses of \$1,652,090 and \$4,239,861 at December 31, 2013 and 2012, respectively.

The Company establishes a valuation allowance for credit losses in its portfolio.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

The following is a summary of the allowance for loan losses as a contra-asset account for the periods presented:

Allowance for Credit Losses and Recorded Investment in Mortgage Loans
For the Years Ended December 31, 2013, and 2012

	Commercial	Residential	Residential Construction	Total
2013				
Allowance for credit losses:				
Beginning balance	\$ -	\$ 4,193,674	\$ 46,187	\$ 4,239,861
Charge-offs	-	(2,670,794)	(137,629)	(2,808,423)
Provision	187,129	(158,033)	191,556	220,652
Ending balance	<u>\$ 187,129</u>	<u>\$ 1,364,847</u>	<u>\$ 100,114</u>	<u>\$ 1,652,090</u>
Ending balance: individually evaluated for impairment	<u>\$ -</u>	<u>\$ 152,745</u>	<u>\$ -</u>	<u>\$ 152,745</u>
Ending balance: collectively evaluated for impairment	<u>\$ 187,129</u>	<u>\$ 1,212,102</u>	<u>\$ 100,114</u>	<u>\$ 1,499,345</u>
Ending balance: loans acquired with deteriorated credit quality	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Mortgage loans:				
Ending balance	<u>\$ 41,653,009</u>	<u>\$ 49,868,486</u>	<u>\$ 12,912,473</u>	<u>\$ 104,433,968</u>
Ending balance: individually evaluated for impairment	<u>\$ -</u>	<u>\$ 1,518,327</u>	<u>\$ -</u>	<u>\$ 1,518,327</u>
Ending balance: collectively evaluated for impairment	<u>\$ 41,653,009</u>	<u>\$ 48,350,159</u>	<u>\$ 12,912,473</u>	<u>\$ 102,915,641</u>
Ending balance: loans acquired with deteriorated credit quality	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
2012				
Allowance for credit losses:				
Beginning balance	\$ -	\$ 4,338,805	\$ 542,368	\$ 4,881,173
Charge-offs	-	(560,699)	(514,442)	(1,075,141)
Provision	-	415,568	18,261	433,829
Ending balance	<u>\$ -</u>	<u>\$ 4,193,674</u>	<u>\$ 46,187</u>	<u>\$ 4,239,861</u>
Ending balance: individually evaluated for impairment	<u>\$ -</u>	<u>\$ 692,199</u>	<u>\$ -</u>	<u>\$ 692,199</u>
Ending balance: collectively evaluated for impairment	<u>\$ -</u>	<u>\$ 3,501,475</u>	<u>\$ 46,187</u>	<u>\$ 3,547,662</u>
Ending balance: loans acquired with deteriorated credit quality	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Mortgage loans:				
Ending balance	<u>\$ 34,956,031</u>	<u>\$ 50,584,923</u>	<u>\$ 3,161,112</u>	<u>\$ 88,702,066</u>
Ending balance: individually evaluated for impairment	<u>\$ -</u>	<u>\$ 4,692,517</u>	<u>\$ 1,346,126</u>	<u>\$ 6,038,643</u>
Ending balance: collectively evaluated for impairment	<u>\$ 34,956,031</u>	<u>\$ 45,892,406</u>	<u>\$ 1,814,986</u>	<u>\$ 82,663,423</u>
Ending balance: loans acquired with deteriorated credit quality	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

The following is a summary of the aging of mortgage loans for the periods presented.

Age Analysis of Past Due Mortgage Loans
Years Ended December 31, 2013 and 2012

	30-59 Days Past Due	60-89 Days Past Due	Greater Than 90 Days 1)	In Foreclosure 1)	Total Past Due	Current	Total Mortgage Loans	Allowance for Loan Losses	Net Mortgage Loans
2013									
Commercial	\$ -	\$ -	\$ -	\$ 4,973,745	\$ 4,973,745	\$ 36,679,264	\$ 41,653,009	\$ (187,129)	\$ 41,465,880
Residential	1,646,953	1,604,847	5,867,501	1,518,327	10,637,628	39,230,858	49,868,486	(1,364,847)	48,503,639
Residential Construction	-	-	64,895	-	64,895	12,847,578	12,912,473	(100,114)	12,812,359
Total	\$ 1,646,953	\$ 1,604,847	\$ 5,932,396	\$ 6,492,072	\$ 15,676,268	\$ 88,757,700	\$ 104,433,968	\$ (1,652,090)	\$ 102,781,878
2012									
Commercial	\$ 581,984	\$ -	\$ 143,252	\$ -	\$ 725,236	\$ 34,230,795	\$ 34,956,031	\$ -	\$ 34,956,031
Residential	2,963,259	1,345,247	5,208,742	4,692,517	14,209,765	36,375,158	50,584,923	(4,193,674)	46,391,249
Residential Construction	-	-	288,468	1,346,126	1,634,594	1,526,518	3,161,112	(46,187)	3,114,925
Total	\$ 3,545,243	\$ 1,345,247	\$ 5,640,462	\$ 6,038,643	\$ 16,569,595	\$ 72,132,471	\$ 88,702,066	\$ (4,239,861)	\$ 84,462,205

1) There was not any interest income recognized on loans past due greater than 90 days or in foreclosure.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Impaired Mortgage Loans

Impaired mortgage loans include loans with a related specific valuation allowance or loans whose carrying amount has been reduced to the expected collectible amount because the impairment has been considered other than temporary. The recorded investment in and unpaid principal balance of impaired loans along with the related loan specific allowance for losses, if any, for each reporting period and the average recorded investment and interest income recognized during the time the loans were impaired were as follows:

Impaired Loans					
For the Years Ended December 31, 2013, and 2012					
	Recorded Investment	Unpaid Principal Balance	Related Allowance	Average Recorded Investment	Interest Income Recognized
2013					
With no related allowance recorded:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	-	-	-	-	-
Residential construction	-	-	-	-	-
With an allowance recorded:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	1,518,327	1,518,327	152,745	1,518,327	-
Residential construction	-	-	-	-	-
Total:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	1,518,327	1,518,327	152,745	1,518,327	-
Residential construction	-	-	-	-	-
2012					
With no related allowance recorded:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	-	-	-	-	-
Residential construction	1,346,126	1,346,126	-	1,346,126	-
With an allowance recorded:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	4,692,517	4,692,517	692,199	4,692,517	-
Residential construction	-	-	-	-	-
Total:					
Commercial	\$ -	\$ -	\$ -	\$ -	\$ -
Residential	4,692,517	4,692,517	692,199	4,692,517	-
Residential construction	1,346,126	1,346,126	-	1,346,126	-

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Credit Risk Profile Based on Performance Status

The Company's mortgage loan portfolio is monitored based on performance of the loans. Monitoring a mortgage loan increases when the loan is delinquent or earlier if there is an indication of impairment. The Company defines non-performing mortgage loans as loans 90 days or greater delinquent or on non-accrual status.

The Company's performing and non-performing mortgage loans were as follows:

Mortgage Loan Credit Exposure
Credit Risk Profile Based on Payment Activity
As of December 31, 2013, and 2012

	Commercial		Residential		Residential Construction		Total	
	2013	2012	2013	2012	2013	2012	2013	2012
Performing	\$ 36,679,264	\$ 34,812,779	\$ 42,482,658	\$ 40,683,664	\$ 12,847,578	\$ 1,526,518	\$ 92,009,500	\$ 77,022,961
Non-performing	4,973,745	143,252	7,385,828	9,901,259	64,895	1,634,594	12,424,468	11,679,105
Total	<u>\$ 41,653,009</u>	<u>\$ 34,956,031</u>	<u>\$ 49,868,486</u>	<u>\$ 50,584,923</u>	<u>\$ 12,912,473</u>	<u>\$ 3,161,112</u>	<u>\$ 104,433,968</u>	<u>\$ 88,702,066</u>

Non-Accrual Mortgage Loans

Once a loan is past due 90 days, it is the policy of the Company to end the accrual of interest income on the loan and write off any income that had been accrued. Interest not accrued on these loans totals \$678,000 and \$1,925,000 as of December 31, 2013 and 2012, respectively.

The following is a summary of mortgage loans on a non-accrual status for the periods presented.

Mortgage Loans on Non-accrual Status
As of December 31, 2013, and 2012

	2013	2012
Commercial	\$ 4,973,745	\$ 143,252
Residential	7,385,828	9,901,259
Residential construction	64,895	1,634,594
Total	<u>\$ 12,424,468</u>	<u>\$ 11,679,105</u>

Principal Amounts Due

The amortized cost and contractual payments on mortgage loans on real estate and construction loans held for investment by category as of December 31, 2013 are shown below. Expected principal payments may differ from contractual obligations because certain borrowers may elect to pay off mortgage obligations with or without early payment penalties.

	Total	Principal Amounts Due in 2014	Principal Amounts Due in 2015-2018	Principal Amounts Due Thereafter
Residential	\$ 49,868,486	\$ 1,137,636	\$ 13,466,462	\$ 35,264,388
Residential Construction	12,912,473	12,445,469	467,004	-
Commercial	41,653,009	18,046,708	14,103,421	9,502,880
Total	<u>\$ 104,433,968</u>	<u>\$ 31,629,813</u>	<u>\$ 28,036,887</u>	<u>\$ 44,767,268</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

2) Investments (Continued)

Loan Loss Reserve

When a repurchase demand is received from a third party investor, the relevant data is reviewed and captured so that an estimated future loss can be calculated. The key factors that are used in the estimated loss calculation are as follows: (i) lien position, (ii) payment status, (iii) claim type, (iv) unpaid principal balance, (v) interest rate, and (vi) validity of the demand. Other data is captured and is useful for management purposes; the actual estimated loss is generally based on these key factors. The Company conducts its own review upon the receipt of a repurchase demand. In many instances, the Company is able to resolve the issues relating to the repurchase demand by the third party investor without having to make any payments to the investor.

The following is a summary of the loan loss reserve which is included in other liabilities and accrued expenses:

	Years Ended December 31	
	2013	2012
Balance, beginning of period	\$ 6,035,295	\$ 2,337,875
Provisions for losses	1,846,285	4,053,051
Charge-offs	(2,375,048)	(355,631)
Balance, at December 31	<u>\$ 5,506,532</u>	<u>\$ 6,035,295</u>

The Company believes the loan loss reserve represents probable loan losses incurred as of the balance sheet date. The loan loss reserve may not be adequate, however, for claims asserted by third party investors. Actual loan loss experience could change, in the near-term, from the established reserve based upon claims asserted by third party investors. If SecurityNational Mortgage is unable to negotiate acceptable terms with the third party investors, legal action may ensue in an effort to obtain amounts that the third party investors claim are allegedly due. In the event of legal action, if SecurityNational Mortgage is not successful in its defenses against claims asserted by these third party investors to the extent that a substantial judgment is entered against SecurityNational Mortgage which is beyond its capacity to pay, SecurityNational Mortgage may be required to curtail or cease operations.

3) Receivables

Receivables consist of the following:

	Years Ended December 31	
	2013	2012
Trade contracts	\$ 9,993,755	\$ 14,968,859
Receivables from sales agents	994,056	649,739
Held in Escrow – Southern Security	312,167	342,377
Other	1,601,227	1,788,894
Total receivables	12,901,205	17,749,869
Allowance for doubtful accounts	(1,248,633)	(1,190,592)
Net receivables	<u>\$ 11,652,572</u>	<u>\$ 16,559,277</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

4) Value of Business Acquired

Information with regard to value of business acquired is as follows:

	December 31		
	2013	2012	2011
Balance at beginning of year	\$ 9,829,082	\$ 10,996,050	\$ 8,996,134
Value of business acquired	192,035	48,190	3,145,116
Imputed interest at 7%	647,848	728,880	701,349
Amortization	(1,988,120)	(1,944,038)	(1,846,549)
Net amortization charged to income	(1,340,272)	(1,215,158)	(1,145,200)
Balance at end of year	<u>\$ 8,680,845</u>	<u>\$ 9,829,082</u>	<u>\$ 10,996,050</u>

Presuming no additional acquisitions, net amortization charged to income is expected to approximate \$1,146,000, \$887,000, \$822,000, \$756,000, and \$684,000 for the years 2014 through 2018. Actual amortization may vary based on changes in assumptions or experience. As of December 31, 2013, value of business acquired is being amortized over a weighted average life of 7.3 years.

5) Property and Equipment

The cost of property and equipment is summarized below:

	December 31	
	2013	2012
Land and buildings	\$ 12,482,082	\$ 14,782,646
Furniture and equipment	14,301,713	13,226,209
	26,783,795	28,008,855
Less accumulated depreciation	(15,260,635)	(16,974,898)
Total	<u>\$ 11,523,160</u>	<u>\$ 11,033,957</u>

Depreciation expense for the years ended December 31, 2013, 2012 and 2011 was \$1,621,069, \$1,258,097 and \$1,499,038 respectively.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

6) Bank and Other Loans Payable

Bank loans payable are summarized as follows:

	December 31	
	2013	2012
6.34% note payable in monthly installments of \$13,556 including principal and interest, collateralized by real property with a book value of approximately \$498,000, due November 2017.	\$ 612,068	\$ 748,612
5.75% note payable in monthly installments of \$28,271 including principal and interest, collateralized by real property with a book value of approximately \$6,033,000 due December 2014.	3,509,944	3,643,192
Bank prime rate less .75% (2.50% at December 31, 2013) note payable in quarterly installments of \$75,000 plus interest collateralized by shares of Security National Life Insurance Company stock, paid in full in 2013.	-	225,000
Mark to market of interest rate swaps (discussed below) adjustment	58,310	93,572
3.85% note payable in monthly installments of \$79,468 including principal and interest, collateralized by shares of Security National Life Insurance Company stock, due June 2015.	1,377,925	2,258,968
3.85% note payable in monthly installments of \$86,059 including principal and interest, collateralized by shares of Security National Life Insurance Company stock, due December 2017.	3,891,926	-
4.40% note payable in monthly installments of \$46,825 including principal and interest, collateralized by real property with a book value of approximately \$12,450,000 due January 2026.	8,500,000	-
Revolving line-of-credit, interest payable at the prime rate minus .75% (2.5% as of December 31, 2013) secured by shares of Security National Life Insurance Company stock, matures June 2014.	-	4,608,204
Other collateralized bank loans payable	338,304	331,834
Other notes payable	961	961
Total bank and other loans	18,289,438	11,910,343
Less current installments	5,849,926	6,266,765
Bank and other loans, excluding current installments	\$ 12,439,512	\$ 5,643,578

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

6) Bank and Other Loans Payable (Continued)

During 2001, the Company entered into an interest rate swap instrument that effectively fixed the interest rate on the note payable at 6.34% per annum. Management considers the interest rate swap instrument an effective cash flow hedge against the variable interest rate on the bank note since the interest rate swap mirrors the term of the note payable and expires on the maturity date of the bank loan it hedges. The interest rate swap is a derivative financial instrument carried at its fair value.

In the event the swap is terminated, any resulting gain or loss would be deferred and amortized to interest expense over the remaining life of the bank loan it hedged. In the event of early extinguishment of the hedged bank loan, any realized or unrealized gain or loss from the hedging swap would be recognized in income coincident with the extinguishment.

At December 31, 2013, the fair value of the interest rate swap was an unrealized loss of \$58,310 and was computed based on the underlying variable Libor rate plus 1.65%, or 2.65% per annum. The unrealized loss resulted in a derivative liability of \$58,310 and has been reflected in accumulated other comprehensive income. The change in accumulated other comprehensive income from the interest rate swap in 2013 was \$35,262. The fair value of the interest rate swap was derived from a proprietary model of the bank from whom the interest rate swap was purchased and to whom the note is payable.

At December 31, 2012, the fair value of the interest rate swap was an unrealized loss of \$93,572 and was computed based on the underlying variable Libor rate plus 1.65%, or 2.65% per annum. The unrealized loss resulted in a derivative liability of \$93,572 and has been reflected in accumulated other comprehensive income. The change in accumulated other comprehensive income from the interest rate swap in 2012 was \$24,240. The fair value of the interest rate swap was derived from a proprietary model of the bank from whom the interest rate swap was purchased and to whom the note is payable.

The Company has a \$2,000,000 revolving line-of-credit with a bank with interest payable at the prime rate minus .75% (2.50% at December 31, 2013), secured by the capital stock of Security National Life and maturing June 30, 2014, renewable annually. As of December 31, 2013, \$697,001, was reserved for two outstanding letters of credit. As of December 31, 2013, there were no amounts outstanding under the revolving line-of-credit.

The Company has a \$15,000,000 revolving line-of-credit with a bank with interest payable at the variable overnight Libor rate plus 2% (2.1875% at December 31, 2013), secured by bond investments of the Company and maturing June 30, 2014. As of December 31, 2013, \$91,000 was reserved for an outstanding letter of credit. As of December 31, 2013, there were no amounts outstanding under the revolving line-of-credit.

The Company has a \$2,150,000 revolving line-of-credit with a bank with interest payable at the prime rate plus 1.25% (4.5% at December 31, 2013), secured by the capital stock of SecurityNational Mortgage and maturing June 30, 2014. As of December 31, 2013, \$1,250,000 was reserved for an outstanding letter of credit. As of December 31, 2013, there were no amounts outstanding under the revolving line-of-credit.

The Company has entered into a Construction and Term Loan Agreement (“Agreement”) between Zions First National Bank, a national banking association, and Dry Creek Property Development, Inc., the Company’s wholly owned subsidiary. Under the terms of this Agreement the Company promises to pay Zions First National Bank the principal sum of \$27,500,000 plus interest. These funds will be used for the construction of a 282-unit multifamily development in Sandy City Utah. As of December 31, 2013, the amount outstanding under this agreement was \$0.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

6) Bank and Other Loans Payable (Continued)

The following tabulation shows the combined maturities of bank loans payable, lines of credit and notes and contracts payable:

2014	\$ 5,849,926
2015	1,748,708
2016	1,399,264
2017	1,504,037
2018	247,065
Thereafter	7,540,438
Total	<u>\$ 18,289,438</u>

Interest paid approximated interest expense in 2013, 2012 and 2011, which was \$2,853,701, \$3,744,293 and \$1,961,249 respectively.

7) Cemetery and Mortuary Endowment Care and Pre-need Merchandise Funds

The Company is required by state law to pay into perpetual care trusts a portion of the proceeds from the sale of cemetery property interment rights. The related cemetery perpetual care trusts are defined as variable interest entities pursuant to generally accepted accounting principles. Also, management has determined that the Company is the primary beneficiary of these trusts, as it absorbs both a majority of the losses and returns associated with the trusts. The Company has consolidated cemetery perpetual care trust investments with a corresponding amount recorded as Cemetery Perpetual Care Obligation in the accompanying consolidated balance sheets.

The components of the cemetery perpetual care obligation are as follows:

	December 31	
	2013	2012
Trust investments, at market value	\$ 2,414,883	\$ 2,090,111
Note receivables from Cottonwood Mortuary Singing Hills Cemetery and Memorial Estates - Pinehill eliminated in consolidation	1,881,565	1,927,926
Total trust assets	<u>4,296,448</u>	<u>4,018,037</u>
Cemetery perpetual care obligation	<u>(3,266,131)</u>	<u>(3,153,001)</u>
Fair value of trust assets in excess of trust obligations	<u>\$ 1,030,317</u>	<u>\$ 865,036</u>

The Company has established and maintains certain restricted trust investments to provide for future merchandise and service obligations incurred in connection with its pre-need sales. Also included in cash and cash equivalents are escrows held for borrowers under servicing agreements relating to mortgage loans and funds held by warehouse banks in accordance with loan purchase agreements.

Assets in the restricted asset account are summarized as follows:

	December 31	
	2013	2012
Cash and cash equivalents	\$ 4,746,417	\$ 7,617,143
Mutual funds	582,163	504,170
Fixed maturity securities	8,775	8,775
Equity securities	84,986	81,242
Participating in mortgage loans with Security National Life	1,248,639	1,155,628
Total	<u>\$ 6,670,980</u>	<u>\$ 9,366,958</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

7) Cemetery and Mortuary Endowment Care and Pre-need Merchandise Funds (Continued)

A surplus note receivable and interest, at December 31, 2013 and December 31, 2012 in the amount of \$4,000,000 from Security National Life was eliminated in consolidation.

8) Income Taxes

The Company's income tax liability (benefit) at December 31 is summarized as follows:

	December 31	
	2013	2012
Current	\$ (1,578,071)	\$ 613,328
Deferred	17,529,919	17,309,970
Total	<u>\$ 15,951,848</u>	<u>\$ 17,923,298</u>

Significant components of the Company's deferred tax (assets) and liabilities at December 31 are approximately as follows:

	December 31	
	2013	2012
Assets		
Future policy benefits	\$ (5,381,385)	\$ (4,160,489)
Loan loss reserve	(2,147,547)	(2,353,765)
Unearned premium	(1,759,087)	(1,830,492)
Available for sale securities	(566,316)	(599,528)
Net operating loss	(873,412)	(1,099,500)
Deferred compensation	(1,057,551)	(1,238,270)
Deposit obligations	(1,043,964)	(1,060,205)
Other	(1,287,773)	(1,090,409)
Less: Valuation allowance	5,593,063	6,328,931
Total deferred tax assets	<u>(8,523,972)</u>	<u>(7,103,727)</u>
Liabilities		
Deferred policy acquisition costs	10,914,618	9,945,683
Basis difference in property and equipment	6,242,266	5,739,272
Value of business acquired	2,951,487	3,341,888
Deferred gains	3,545,692	2,790,709
Trusts	1,599,657	1,599,657
Tax on unrealized appreciation	800,171	996,488
Total deferred tax liabilities	<u>26,053,891</u>	<u>24,413,697</u>
Net deferred tax liability	<u>\$ 17,529,919</u>	<u>\$ 17,309,970</u>

The valuation allowance relates to differences between recorded deferred tax assets and liabilities and ultimate anticipated realization.

The valuation allowance decreased \$735,868 during 2013 and increased \$2,688,604 during 2012.

The Company paid \$4,009,598, \$1,900,000, and \$174,811 in income taxes for 2013, 2012 and 2011, respectively.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

8) Income Taxes (Continued)

The Company's income tax expense (benefit) is summarized as follows for the years ended December 31:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Current	\$ 1,821,539	\$ 2,707,962	\$ 130,526
Deferred	416,267	1,930,813	(192,731)
Total	<u>\$ 2,237,806</u>	<u>\$ 4,638,775</u>	<u>\$ (62,205)</u>

The reconciliation of income tax expense at the U.S. federal statutory rates is as follows:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Computed expense at statutory rate	\$ 3,340,067	\$ 7,472,953	\$ 410,225
Special deductions allowed			
small life insurance companies	-	-	(503,672)
Tax audit settlements	20,371	-	-
Other, net	(1,122,632)	(2,834,178)	31,242
Tax expense (benefit)	<u>\$ 2,237,806</u>	<u>\$ 4,638,775</u>	<u>\$ (62,205)</u>

At December 31, 2013, the Company had no significant unrecognized tax benefits. As of December 31, 2013, the Company does not expect any material changes to the estimated amount of unrecognized tax benefits in the next twelve months. Federal and state income tax returns for 2009 through 2013 are subject to examination by taxing authorities. An examination of the Company's 2009 through 2011 federal income tax returns was concluded September 10, 2013 without material adjustment. As part of the examination, the statute of limitations for 2009 was extended to September 15, 2014.

9) Reinsurance, Commitments and Contingencies

Reinsurance

The Company follows the procedure of reinsuring risks in excess of a specified limit, which ranged from \$25,000 to \$100,000 during the years 2013 and 2012. The Company is liable for these amounts in the event such reinsurers are unable to pay their portion of the claims. The Company has also assumed insurance from other companies having insurance in force amounting to approximately \$1,566,336,000 (unaudited) at December 31, 2013 and approximately \$1,665,573,000 (unaudited) at December 31, 2012.

Reinsurance with Mothe Life Insurance Company and DLE Life Insurance Company

On December 19, 2012, the Company, through its wholly owned subsidiary, Security National Life, entered into a Coinsurance Agreement with Mothe Life Insurance Company, a Louisiana domiciled insurance company, and a subsidiary, DLE Life Insurance Company, also a Louisiana domiciled life insurance company (collectively referred to as "Mothe Life"). The effective date of the Coinsurance Agreement was November 1, 2012. Under the terms of the Coinsurance Agreement, Security National Life agreed to reinsure certain insurance policies of Mothe Life in exchange for the settlement amount of \$34,485,000. In addition, the Coinsurance Agreement provides that effective November 1, 2012, Mothe Life ceded and transferred to Security National Life, and Security National Life accepted and coinsured all of Mothe Life's contractual liabilities under the coinsured policies by means of indemnity reinsurance. On December 18, 2012, the Louisiana Department of Insurance approved the Coinsurance Agreement.

The Coinsurance Agreement further provides that on and after the effective date of November 1, 2012, Security National Life is entitled to exercise all contractual rights of Mothe Life under the coinsured policies in accordance with the terms and provisions of such policies. Moreover, after the closing date of December 19, 2012, the Company agreed to be responsible for all the contractual liabilities under the coinsured policies, including the administration of the coinsured policies at its sole expense in accordance with the terms and conditions of a Service Agreement between Security National Life and Mothe Life. Pursuant to the terms of the Coinsurance Agreement, Security

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

National Life paid a ceding commission to Mothe Life in the amount of \$4,684,000. As a result of the ceding commission, Mothe Life transferred \$34,485,000 in assets and \$39,169,000 in statutory reserves, or liabilities, to Security National Life.

Reinsurance Terminated with North America Life Insurance Company

On December 1, 2013, in accordance with the terms of the Coinsurance Agreement, Security National Life, through TransWestern Life Insurance Company (“Trans-Western Life”), recaptured additional policies of Trans-Western Life from North American Life Insurance Company (“North American Life”). On December 10, 2013, pursuant to the Coinsurance Agreement, North America Life paid \$2,500,000, less a ceding commission of \$34,000 to Security National Life. On February 13, 2014, in accordance with the terms of the Coinsurance Agreement, Security National Life, through Trans Western Life, recaptured the remaining policies of Trans-Western Life from North American Life. Pursuant to the Coinsurance Agreement, North America Life paid \$4,684,000 less a ceding commission of \$57,000 to Security National Life, and the Reinsurance Agreement between Trans Western Life and North America Life was terminated.

Mortgage Loan Loss Settlements

The mortgage industry has seen potential loan losses increase. Future loan losses are extremely difficult to estimate, especially in the current market. However, management believes that the Company’s reserve methodology and its current practice of property preservation allow it to estimate its losses on loans sold. The amounts accrued for loan losses in years ended December 31, 2013 and 2012 were \$1,846,000 and \$4,053,000, respectively. The estimated liability for indemnification losses is included in other liabilities and accrued expenses and, as of December 31, 2013 and 2012, the balances were \$5,507,000 and \$6,035,000, respectively.

Settlement with Wells Fargo

On April 7, 2011, SecurityNational Mortgage entered into a settlement agreement with Wells Fargo Funding, Inc. (“Wells Fargo Funding”). The settlement agreement provides that it is intended to be a pragmatic commercial accommodation between SecurityNational Mortgage and Wells Fargo Funding and is not to be construed as an admission of responsibility, liability or fault for either party’s claims. Under the terms of the settlement agreement, SecurityNational Mortgage paid an initial settlement amount to Wells Fargo Funding in the amount of \$4,300,000.

SecurityNational Mortgage is also required under the settlement agreement to set aside 10 basis points (.0010) during the period from April 8, 2011 to March 31, 2017 from the purchase proceeds of any loans that it sells to any mortgage loan purchaser, including Wells Fargo Funding, and pay such amounts to Wells Fargo Funding. SecurityNational Mortgage is additionally required under the settlement agreement to set aside 50% from the net proceeds that it receives from any sale, liquidation or other transfer of certain real estate properties that it owns, after subtracting taxes, commissions, recording fees and other transaction costs. These real estate properties consist of 27 real estate properties with a total book value as of December 31, 2013 of \$4,735,000.

In consideration for SecurityNational Mortgage making the initial settlement payment to Wells Fargo Funding, Wells Fargo Funding and related parties, including Wells Fargo Bank, released SecurityNational Mortgage and related parties, including the Company and Security National Life, from any claims, demands, damages, obligations, liabilities, or causes of action relating to residential mortgage loans that Wells Fargo Funding purchased from SecurityNational Mortgage prior to December 31, 2009. Similarly, SecurityNational Mortgage released Wells Fargo Funding and its related parties from any claims, demands, damages, obligations, liabilities, or causes of actions relating to residential mortgage loans that Wells Fargo Funding purchased from SecurityNational Mortgage prior to December 31, 2009.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

Mortgage Loan Loss Demands

Third Party Investors

There have been assertions in third party investor correspondence that SecurityNational Mortgage sold mortgage loans that allegedly contained borrower misrepresentations or experienced early payment defaults, or that were otherwise allegedly defective or not in compliance with agreements between SecurityNational Mortgage and the third party investors consisting principally of financial institutions. As a result of these claims, third party investors have made demands that SecurityNational Mortgage repurchase certain alleged defective mortgage loans that were sold to such investors or indemnify them against any losses related to such loans.

The total amount of potential claims by third party investors is difficult to determine. The Company has reserved and accrued \$5,502,000 and \$6,035,000 as of December 31, 2013 and 2012, respectively, to settle all such investor related claims. The Company believes that the reserve for mortgage loan loss, which includes provisions for probable losses and indemnification on mortgage loans sold to investors, is reasonable based on available information. Moreover, the Company has successfully negotiated acceptable settlement terms with other third party investors that asserted claims for mortgage loan losses against the Company.

The Company disagrees with the repurchase demands and notices of potential claims from third party investors and believes it has significant defenses to these demands. If SecurityNational Mortgage is unable to resolve the alleged claims by the third party investors on acceptable terms, legal action may ensue. In the event of legal action, if SecurityNational Mortgage is not successful in its defenses against claims asserted by these third party investors to the extent that a substantial judgment is entered against SecurityNational Mortgage which is beyond its capacity to pay, SecurityNational Mortgage may be required to curtail or cease operations.

JP Morgan Chase Indemnification Demand

The Company and its wholly owned subsidiary, SecurityNational Mortgage, received a notice of claim for indemnification dated December 21, 2011, from JP Morgan Chase & Co. ("JP Morgan Chase") on behalf of EMC Mortgage, LLC ("EMC Mortgage"), relating to 21 mortgage loans that EMC Mortgage allegedly purchased as a third party investor from SecurityNational Mortgage. The notice also referenced a guaranty agreement, dated February 23, 2006, by the Company for the benefit of EMC Mortgage. The indemnification notice additionally stated that EMC Mortgage had been named in a lawsuit by the Bear Stearns Mortgage Funding Trust 2007-AR2 (the "Trust"), which was filed on September 13, 2011 in the Delaware Court of Chancery.

The lawsuit the Trust brought against EMC Mortgage contends that more than 800 residential mortgage loans that EMC Mortgage sold to the Trust (including the 21 loans allegedly originated by SecurityNational Mortgage) contained breaches of representations and warranties with respect to the mortgage loans, as well as defaults and foreclosures in many of such loans. As a result of the alleged breaches of representations and warranties by EMC Mortgage, the complaint requests that EMC Mortgage be ordered to repurchase from the Trust any loans for which it breached its representations and warranties, in the amount of the mortgage loans' outstanding principal balance and all accrued but unpaid interest.

The indemnification notice from JP Morgan Chase further alleged that the Company and SecurityNational Mortgage are required to indemnify EMC Mortgage for any of its losses arising from the lawsuit that the Trust brought against EMC based upon allegedly untrue statements of material fact related to information that was provided by SecurityNational Mortgage. To the extent the claims in the complaint relate to the 21 mortgage loans that SecurityNational Mortgage allegedly sold to EMC Mortgage, the Company believes it has significant defenses to such claims. The Company intends to vigorously defend itself and SecurityNational Mortgage in the event that JP Morgan Chase were to bring any legal action to require the Company or SecurityNational Mortgage to indemnify it for any loss, liability or expense in connection with the lawsuit that the Trust has brought against EMC Mortgage.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

Mortgage Loan Loss Litigation

Lehman Brothers - Aurora Loan Services Litigation

On April 15, 2005, SecurityNational Mortgage entered into a loan purchase agreement with Lehman Brothers Bank, FSB (“Lehman Bank”). Under the terms of the loan purchase agreement, Lehman Bank agreed to purchase mortgage loans from time to time from SecurityNational Mortgage. During 2007, Lehman Bank and its wholly owned subsidiary, Aurora Loan Services LLC (“Aurora Loan Services”), purchased a total of 1,490 mortgage loans in the aggregate amount of \$352,774,000 from SecurityNational Mortgage. Lehman Bank asserted that certain of the mortgage loans that it purchased from SecurityNational Mortgage during 2007 contained alleged misrepresentations and early payment defaults. As a result of these alleged breaches in the mortgage loans, Lehman Bank contended it had the right to require SecurityNational Mortgage to repurchase certain loans or be liable for losses related to such loans under the loan purchase agreement. SecurityNational Mortgage disagrees with these claims.

On December 17, 2007, SecurityNational Mortgage entered into an Indemnification Agreement with Lehman Bank and Aurora Loan Services. Under the terms of the Indemnification Agreement, SecurityNational Mortgage agreed to indemnify Lehman Bank and Aurora Loan Services for 75% of all losses that Lehman Bank and Aurora Loan Services may incur relative to breaches by mortgagors pertaining to 55 mortgage loans that were purchased from SecurityNational Mortgage. SecurityNational Mortgage was released from any obligation to pay the remaining 25% of such losses. The Indemnification Agreement also required SecurityNational Mortgage to indemnify Lehman Bank and Aurora Loan Services for 100% of any future losses incurred on mortgage loans with breaches that were not among the 55 mortgage loans.

Pursuant to the Indemnification Agreement, SecurityNational Mortgage paid \$395,000 to Aurora Loan Services as a deposit into a reserve account, to secure any obligations of SecurityNational Mortgage under the Indemnification Agreement. This deposit was in addition to a \$250,000 deposit that SecurityNational Mortgage previously made into the reserve account for a total of \$645,000. Losses from mortgage loans with alleged breaches were payable from the reserve account. However, Lehman Bank and Aurora Loan Services were not to apply any funds from the reserve account to a particular mortgage loan until an actual loss had occurred. Under the Indemnification Agreement SecurityNational Mortgage was to pay to Aurora Loan Services each calendar month the difference between the reserve account balance and \$645,000, but in no event would SecurityNational Mortgage be required to make payments into the reserve account in excess of \$125,000 for any calendar month.

Since the reserve account was established, funds had been paid from the account to indemnify \$4,281,000 in alleged losses from 31 mortgage loans that were among 55 mortgage loans with alleged breaches that were covered by the Indemnification Agreement and ten other mortgage loans with alleged breaches. In the last monthly billing statement dated April 24, 2011 to SecurityNational Mortgage, Lehman Brothers Holdings Inc. (“Lehman Holdings”) claimed that SecurityNational Mortgage owed approximately \$3,745,000 for mortgage loan losses under the Indemnification Agreement.

During 2010 and 2011, the Company recognized alleged losses of \$1,289,000 and \$-0-, respectively. However, management cannot fully determine the total losses because there may be potential claims for losses that have not yet been determined. As of December 31, 2013, the Company had not accrued for any losses under the Indemnification Agreement. SecurityNational Mortgage was involved in discussions with Lehman Bank and Lehman Holdings concerning issues under the Indemnification Agreement. During the discussion period, monthly payments for December 2010 and January, February, March and April of 2011 totaling \$625,000 were abated or deferred.

On May 11, 2011, SecurityNational Mortgage filed a complaint against Aurora Bank FSB, formerly known as Lehman Bank, and Aurora Loan Services in the United States District Court for the District of Utah because it had been unable to resolve certain issues under the Indemnification Agreement. The complaint alleges, among other things, material breach of the Indemnification Agreement, including a claim that neither Lehman Bank nor

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

Aurora Loan Services owned mortgage loans sold by SecurityNational Mortgage to justify the amount of payments demanded from, and made by SecurityNational Mortgage. As a result, SecurityNational Mortgage claims it is entitled to judgment of approximately \$4,000,000 against Lehman Bank, as well as Aurora Loan Services to the extent of its involvement and complicity with Lehman Bank. The complaint also alleges a second claim for material breach of a section of the Indemnification Agreement that contains an alleged “sunset” provision and that the amount of the requested payments made was not justified under the “sunset” provision.

On June 8, 2011, Lehman Holdings, which had filed for bankruptcy in September 2008, filed a complaint against SecurityNational Mortgage in the United States District Court for the District of Utah. A Lehman Holdings’ subsidiary owns Lehman Bank. The complaint alleges that SecurityNational Mortgage sold loans to Lehman Bank, which were then sold to Lehman Holdings. The complaint additionally alleges that Lehman Bank and Aurora Loan Services assigned their rights and remedies under the loan purchase agreement, as well as the Indemnification Agreement to Lehman Holdings, which latter assignment purportedly took place on March 28, 2011. Lehman Holdings declared in a letter dated June 2, 2011 that the Indemnification Agreement was null and void except for losses previously released and discharged, which is disputed by SecurityNational Mortgage.

Lehman Holdings’ alleged claims are for damages for breach of contract and breach of warranty pursuant to a loan purchase agreement and Seller’s Guide. Based on claiming that the Indemnification Agreement is null and void pursuant to its lawsuit, Lehman Holdings has initially claimed damages in excess of \$5,000,000. Prior to declaring the Indemnification Agreement null and void, Lehman Holdings claimed in a then recent billing statement under the terms of the Indemnification Agreement, that SecurityNational Mortgage owed approximately \$3,745,000 for mortgage loan losses under the Indemnification Agreement. SecurityNational Mortgage strongly disagrees with the position of Lehman Holdings and, as set forth in its May 11, 2011 complaint, seeks affirmative relief of approximately \$4,000,000 from Lehman Bank and Aurora Loan Services, which are related to Lehman Holdings.

On September 4, 2012, SecurityNational Mortgage filed a motion for summary judgment in its action against Lehman Bank and Aurora Loan Services on certain material issues, as well as against Lehman Holdings regarding its claims against SecurityNational Mortgage. Lehman Bank and Aurora Loan Services filed a cross motion for summary judgment as to the issues in SecurityNational Mortgage’s motion and, in the Lehman Holdings case, Lehman Holdings has requested that the Court allow a cross motion on the issues which are the subject of SecurityNational Mortgage’s September 4, 2012 motion. The cases are before two different federal judges.

On February 27, 2013, SecurityNational Mortgage’s motion for summary judgment against Lehman Bank and Aurora Loan Services and the related cross motion were heard by Judge David Nuffer of the United States District Court for the District of Utah. After an extensive hearing, Judge Nuffer requested that the parties prepare findings of fact in accordance with the Court’s earlier promulgated findings as modified at the hearing, and that each party submit proposed conclusions of law related to the motions. Judge Nuffer also said that he may request a further hearing on the matter. The motion and cross motion were taken under advisement. SecurityNational Mortgage’s motion in the Lehman Holdings case was set for hearing on April 22, 2014 before Judge Ted Stewart of the United States District Court for the District of Utah, with a trial, as may be necessary, set for August 11, 2014.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

Non-Cancelable Leases

The Company leases office space and equipment under various non-cancelable agreements, with remaining terms up to five years. Minimum lease payments under these non-cancelable operating leases as of December 31, 2013, are approximately as follows:

Years Ending <u>December 31</u>	
2014	3,104,498
2015	2,444,254
2016	1,758,888
2017	1,326,789
2018	<u>241,697</u>
Total	<u><u>\$ 8,876,126</u></u>

Total rent expense related to non-cancelable operating leases for the years ended December 31, 2013, 2012, and 2011 was approximately \$4,307,000, \$3,425,000, and \$2,595,000, respectively.

Other Contingencies and Commitments

The Company has entered into commitments to fund new residential construction loans. As of December 31, 2013, the Company's commitments were \$18,000,000, for these loans of which \$12,912,000 had been funded. The Company will advance funds once the work has been completed and an independent inspection is made. The maximum loan commitment ranges between 50% and 80% of appraised value. The Company receives fees from the borrowers and the interest rate is generally 2% to 6.75% over the bank prime rate (3.25% as of December 31, 2013). Maturities range between six and twelve months.

At December 31, 2013, SecurityNational Mortgage was contingently liable under a standby letter of credit aggregating \$1,250,000, to be used as collateral to cover any contingency relating to claims filed in states where SecurityNational Mortgage is licensed. The Company does not expect any material losses to result from the issuance of the standby letter of credit. Accordingly, the estimated fair value of these instruments is zero.

At December 31, 2013, the Company was contingently liable under a standby letter of credit aggregating \$641,001, to be used as collateral to cover any contingency related to additional risk assessments pertaining to the Company's captive insurance program. The Company does not expect any material losses to result from the issuance of the standby letter of credit because claims are not expected to exceed premiums paid. Accordingly, the estimated fair value of these instruments is zero.

At December 31, 2013, the Company was contingently liable under two standby letters of credit aggregating \$139,220, issued as security deposits to guarantee payment of final bills for electric and gas utility services for a commercial real estate property owned by the Company in Wichita, Kansas.

The Company belongs to a captive insurance group for certain casualty insurance, worker compensation and liability programs. Insurance reserves are maintained relative to these programs. The level of exposure from catastrophic events is limited by the purchase of stop-loss and aggregate liability reinsurance coverage. When estimating the insurance liabilities and related reserves, the captive insurance management considers a number of factors, which include historical claims experience, demographic factors, severity factors and valuations provided by independent third-party actuaries. If actual claims or adverse development of loss reserves occurs and exceed these estimates, additional reserves may be required. The estimation process contains uncertainty since captive insurance management must use judgment to estimate the ultimate cost that will be incurred to settle reported claims and unreported claims for incidents incurred but not reported as of the balance sheet date. At December 31, 2013, \$524,034 of reserves was established related to such insurance programs versus \$589,661 at December 31, 2012.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES
Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

9) Reinsurance, Commitments and Contingencies (Continued)

The Company is a defendant in various other legal actions arising from the normal conduct of business. Management believes that none of the actions will have a material effect on the Company's financial position or results of operations. Based on management's assessment and legal counsel's representations concerning the likelihood of unfavorable outcomes, no amounts have been accrued for the above claims in the consolidated financial statements.

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

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

10) Retirement Plans

The Company and its subsidiaries have a noncontributory Employee Stock Ownership Plan (ESOP) for all eligible employees. Eligible employees are primarily those with more than one year of service, who work in excess of 1,000 hours per year. Contributions, which may be in cash or stock of the Company, are determined annually by the Board of Directors.

The Company's contributions are allocated to eligible employees based on the ratio of each eligible employee's compensation to total compensation for all eligible employees during each year. The Company did not make any contributions for 2013, 2012 and 2011. At December 31, 2013, the ESOP held 574,570 shares of Class A and 2,294,549 shares of Class C common stock of the Company. All shares held by the ESOP have been allocated to the participating employees and all shares held by the ESOP are considered outstanding for purposes of computing earnings per share.

The Company has three 401(k) savings plans covering all eligible employees, as defined above, which includes employer participation in accordance with the provisions of Section 401(k) of the Internal Revenue Code. The plans allow participants to make pretax contributions up to a maximum of \$17,500, \$17,000 and \$16,500 for the years 2013, 2012 and 2011, respectively or the statutory limits.

Beginning January 1, 2008, the Company elected to be a "Safe Harbor" Plan for its matching 401(k) contributions. The Company matched 100% of up to 3% of an employee's total annual compensation and matched 50% of 4% to 5% of an employee's annual compensation. The match was in Company stock. The Company's contribution for 2013, 2012 and 2011 was \$749,898, \$222,719 and \$208,206, respectively under the "Safe Harbor" plan.

In 2001, the Company's Board of Directors adopted a Deferred Compensation Plan. Under the terms of the Plan, the Company will provide deferred compensation for a select group of management or highly compensated employees, within the meaning of Sections 201(2), 301(a)(3) and 401(a)(1) of the Employee Retirement Income Security Act of 1974, as amended. The Board has appointed a Committee of the Company to be the Plan Administrator and to determine the employees who are eligible to participate in the plan. The employees who participate may elect to defer a portion of their compensation into the plan. The Company may contribute into the plan at the discretion of the Company's Board of Directors. The Company did not make any contributions for 2013, 2012 and 2011.

The Company has a deferred compensation agreement with its past Chief Executive Officer. The deferred compensation is payable on the retirement or death of this individual either in annual installments over 10 years or in a lump sum settlement, if approved by the Board of Directors. The amount payable is \$60,000 per year with cost of living adjustments each anniversary. The compensation agreement also provides that any remaining balance will be payable to his heirs in the event of his death. In addition, the agreement provides that the Company will pay the Group Health coverage for this individual and/or his spouse. In 2013, the Company decreased its liability for these future obligations by \$0 and in 2012 decreased its liability by \$1,349. The current balance as of December 31, 2013 was \$598,426.

On July 16, 2004, the Company entered into an employment agreement with Scott M. Quist, its Chairman of the Board, President and Chief Executive Officer. The agreement was effective as of December 4, 2003 and had a five-year term. The Company renewed the agreement on December 4, 2008 for an additional five-year term, provided Mr. Quist performs his duties with usual and customary care and diligence. Under the terms of the agreement, Mr. Quist is to devote his full time to the Company serving as its Chairman of the Board, President, and Chief Executive Officer at not less than his current salary and benefits. The Company also agrees to maintain a group term life insurance policy of not less than \$1,000,000 on Mr. Quist's life and a whole life insurance policy in the amount of \$500,000 on Mr. Quist's life. In the event of disability, Mr. Quist's salary would be continued for up to five years at 75% of its current level.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

10) Retirement Plans (Continued)

In the event of a sale or merger of the Company and Mr. Quist is not retained in his current position, the Company would be obligated to continue Mr. Quist's current compensation and benefits for seven years following the merger or sale. The agreement further provides that Mr. Quist is entitled to receive annual retirement benefits beginning (i) one month from the date of his retirement (to commence no sooner than age 65), (ii) five years following complete disability, or (iii) upon termination of his employment without cause. These retirement benefits are to be paid for a period of twenty years in annual installments in the amount equal to 75% of his then current rate of compensation. However, in the event that Mr. Quist dies prior to receiving all retirement benefits there under, the remaining benefits are to be paid to his heirs. The Company expensed \$264,000 and \$87,467 in fiscal 2013 and 2012, respectively, to cover the present value of anticipated retirement benefits under the employment agreement. The liability accrued is \$1,437,242 and \$1,173,242 as of December 31, 2013 and 2012, respectively.

On December 4, 2003, the Company, through its subsidiary SecurityNational Mortgage Company, entered into an employment agreement with J. Lynn Beckstead, Jr., Vice President of Mortgage Operations and President of SecurityNational Mortgage Company. The agreement had a five-year term. The Company renewed the agreement on December 4, 2008 for an additional five-year term, provided Mr. Beckstead performs his duties with usual and customary care and diligence. Under the terms of the agreement, Mr. Beckstead is to devote his full time to the Company serving as President of SecurityNational Mortgage Company at not less than his current salary and benefits, and to include \$350,000 of life insurance protection. In the event of disability, Mr. Beckstead's salary would be continued for up to five years at 50% of its current level.

In the event of a sale or merger of the Company and Mr. Beckstead is not retained in his current position, the Company would be obligated to continue Mr. Beckstead's current compensation and benefits for five years following the merger or sale. The agreement further provides that Mr. Beckstead is entitled to receive annual retirement benefits beginning (i) one month from the date of his retirement (to commence no sooner than age 62½) (ii) five years following complete disability, or (iii) upon termination of his employment without cause. These retirement benefits are to be paid for a period of ten years in annual installments in the amount equal to one-half of his then current annual salary. However, in the event that Mr. Beckstead dies prior to receiving all retirement benefits there under, the remaining benefits are to be paid to his heirs. The Company expensed \$-0- and \$44,533 in fiscal 2013 and 2012, respectively, to cover the present value of the retirement benefit of the agreement. The liability accrued is \$613,403 and \$613,403, as of December 31, 2013 and 2012, respectively.

11) Capital Stock

The Company has two classes of common stock with shares outstanding, Class A common shares and Class C common shares. Class C shares vote share for share with the Class A shares on all matters except election of one third of the directors who are elected solely by the Class A shares, but generally are entitled to a lower dividend participation rate. Class C shares are convertible into Class A shares at any time on a ten to one ratio. The decrease in treasury stock was the result of treasury stock being used to fund the company's 401(k) and Deferred Compensation Plans.

Stockholders of both classes of common stock have received 5% stock dividends in the years 1990 through 2013, as authorized by the Company's Board of Directors.

The Company has Class B common stock of \$1.00 par value, 5,000,000 shares authorized, of which none are issued. Class B shares are non-voting stock except to any proposed amendment to the Articles of Incorporation which would affect Class B common stock.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

11) Capital Stock (Continued)

The following table summarizes the activity in shares of capital stock for the three-year period ended December 31, 2013:

	<u>Class A</u>	<u>Class C</u>
Balance at December 31, 2010	<u>9,178,945</u>	<u>9,660,152</u>
Exercise of stock options	-	-
Stock dividends	459,168	482,675
Conversion of Class C to Class A	685	(6,851)
Balance at December 31, 2011	<u>9,638,798</u>	<u>10,135,976</u>
Exercise of stock options	685,753	318,912
Stock dividends	518,702	522,440
Conversion of Class C to Class A	323	(3,227)
Balance at December 31, 2012	<u>10,843,576</u>	<u>10,974,101</u>
Exercise of stock options	359,786	2,112,110
Stock dividends	562,152	633,424
Conversion of Class C to Class A	41,773	(417,727)
Balance at December 31, 2013	<u>11,807,287</u>	<u>13,301,908</u>

Earnings per share amounts have been retroactively adjusted for the effect of annual stock dividends. In accordance with accounting principles generally accepted in the United States of America, the basic and diluted earnings per share amounts were calculated as follows:

	<u>2013</u>	<u>2012</u>	<u>2011</u>
Numerator:			
Net earnings	<u>\$ 7,585,921</u>	<u>\$16,712,518</u>	<u>\$1,298,758</u>
Denominator:			
Denominator for basic earnings per share-weighted-average shares	<u>11,751,428</u>	<u>10,812,967</u>	<u>10,572,201</u>
Effect of dilutive securities			
Employee stock options	<u>586,235</u>	<u>570,744</u>	<u>113,344</u>
Dilutive potential common shares	<u>586,235</u>	<u>570,744</u>	<u>113,344</u>
Denominator for diluted earnings (loss) per share-adjusted weighted-average shares and assumed conversions	<u>12,337,663</u>	<u>11,383,711</u>	<u>10,685,545</u>
Basic earnings (loss) per share	<u>\$0.65</u>	<u>\$1.55</u>	<u>\$0.12</u>
Diluted earnings (loss) per share	<u>\$0.61</u>	<u>\$1.47</u>	<u>\$0.12</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

12) Stock Compensation Plans

The Company has three fixed option plans (the “2003 Plan”, the “2006 Plan” and the “2013 Plan”). Compensation expense for options issued of \$88,369, \$251,031 and \$253,934 has been recognized under these plans for 2013, 2012 and 2011, respectively. As of December 31, 2013, the total unrecognized compensation expense related to the options issued in 2013 was \$240,021, which is expected to be recognized over the vesting period of one year.

The weighted-average fair value of each option granted in 2013 under the 2013 Plan and the 2006 Plan, is estimated at \$1.96 for the December 6, 2013 and December 7, 2013 options as of the grant date using the Black Scholes Option Pricing Model with the following assumptions: dividend yield of 5%, volatility of 67.93%, risk-free interest rate of 1.68%, and an expected term of 5.31 years.

The weighted-average fair value of each option granted in 2012 under the 2006 Plan, is estimated at \$3.18 for the December 7, 2012 options as of the grant date using the Black Scholes Option Pricing Model with the following weighted-average assumptions: dividend yield of 5%, volatility of 73.89%, risk-free interest rate of 0.70%, and an expected term of 5.31 years.

The weighted-average fair value of each option granted in 2012 under the 2003 Plan and the 2006 Plan, is estimated at \$0.64 and \$0.66, respectively for the April 13, 2012 options as of the grant date using the Black Scholes Option Pricing Model with the following weighted-average assumptions: dividend yield of 5% and 5%, volatility of 70.26% and 72.58%, risk-free interest rate of 0.84% and 1.04%, and an expected term of 4.53 to 5.32 years, respectively.

The weighted-average fair value of each option granted in 2011 under the 2003 Plan and the 2006 Plan, is estimated at \$0.52 and \$0.71 for the December 2, 2012 options as of the grant date using the Black Scholes Option Pricing Model with the following assumptions: dividend yield of 5%, volatility of 59%, risk-free interest rate of 3.4%, and an expected life of five to ten years.

The Company generally estimates the expected life of the options based upon the contractual term of the options adjusted for actual experience. Future volatility is estimated based upon the weighted historical volatility of the Company’s Class A common stock and three per company stocks over a period equal to the estimated life of the options. Common stock issued upon exercise of stock options are generally new share issuances rather than from treasury shares.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

12) Stock Compensation Plans (Continued)

Activity of the stock option plans is summarized as follows:

	Number of Class A Shares	Weighted Average Exercise Price	Number of Class C Shares(1)	Weighted Average Exercise Price(1)
Outstanding at December 31, 2010	1,596,095	\$ 2.61	3,438,355	\$ 2.38
Adjustment for the effect of stock dividends	95,073		171,920	
Granted	346,500		-	
Exercised	-		-	
Cancelled	(41,125)		-	
Outstanding at December 31, 2011	<u>1,996,543</u>	\$ 2.40	<u>3,610,275</u>	\$ 2.20
Adjustment for the effect of stock dividends	43,928		245,145	
Granted	347,000		-	
Exercised	(1,041,276)		(525,000)	
Cancelled	(123,134)		-	
Reclass from A to C	(250,808)		2,508,085	
Outstanding at December 31, 2012	<u>972,253</u>	\$ 2.07	<u>5,838,505</u>	\$ 2.18
Adjustment for the effect of stock dividends	17,962		242,217	
Granted	81,960		500,000	
Exercised	(485,366)		(1,906,022)	
Cancelled	(76,676)		(638,138)	
Reclass from A to C	(105,000)		1,050,000	
Outstanding at December 31, 2013	<u>405,133</u>	\$ 2.41	<u>5,086,562</u>	\$ 2.00
Exercisable at end of year	<u>319,009</u>	\$ 1.82	<u>4,561,562</u>	\$ 1.65
Available options for future grant	<u>312,642</u>		<u>1,050,000</u>	
Weighted average contractual term of options outstanding at December 31, 2013	7.23 years		2.61 years	
Weighted average contractual term of options exercisable at December 31, 2013	6.51 years		2.34 years	
Aggregated intrinsic value of options outstanding at December 31, 2013	<u>\$893,398</u>		<u>\$1,340,147</u>	
Aggregated intrinsic value of options exercisable at December 31, 2013	<u>\$893,172</u>		<u>\$1,340,147</u>	

(1) Class "C" shares are converted to Class "A" shares on a 10 to 1 ratio. The Weighted Average Exercise Price is based on Class A Common shares.

The total intrinsic value (which is the amount by which the fair value of the underlying stock exceeds the exercise price of an option on the exercise date) of stock options exercised during the years ended December 31, 2013 and 2012 was \$2,179,393 and \$3,340,460, respectively.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

13) Statutory Financial Information and Dividend Limitations

The Company's insurance subsidiaries prepare their statutory-basis financial statements in conformity with accounting practices prescribed or permitted by the insurance department of the applicable state of domicile. Prescribed statutory accounting practices include a variety of publications of the National Association of Insurance Commissioners ("NAIC"), as well as state laws, regulations and general administrative rules. Permitted statutory accounting practices encompass all accounting practices not so prescribed.

All states require domiciled insurance companies to prepare statutory-basis financial statements in conformity with the NAIC Accounting Practices and Procedures Manual, subject to any deviations prescribed or permitted by the applicable insurance commissioner and/or director. Statutory accounting practices differ from GAAP primarily since they require charging policy acquisition and certain sales inducement costs to expense as incurred, establishing life insurance reserves based on different actuarial assumptions, and valuing certain investments and establishing deferred taxes on a different basis.

Statutory net income and capital and surplus of the Company's insurance subsidiaries, determined in accordance with statutory accounting practices prescribed or permitted by insurance regulatory authorities are as follows:

	<u>Net Income</u>			<u>Capital and Surplus</u>	
	<u>2013</u>	<u>2012</u>	<u>2011</u>	<u>2013</u>	<u>2012</u>
Amounts by insurance subsidiary:					
Security National Life Insurance Company	\$ 1,283,311	\$ 391,533	\$ (34,795)	\$ 29,597,289	\$ 29,828,732
Memorial Insurance Company of America	237	159	(1,994)	1,083,237	1,084,067
Southern Security Life Insurance Company, Inc.	1,288	184	971	1,586,832	1,583,524
Trans-Western Life Insurance Company	1,906	2,113	-	497,878	495,972
Total	<u>\$ 1,286,742</u>	<u>\$ 393,989</u>	<u>\$ (35,818)</u>	<u>\$ 32,765,236</u>	<u>\$ 32,992,295</u>

The Utah, Arkansas, Mississippi and Texas Insurance Departments impose minimum risk-based capital requirements ("RBC") that were developed by the NAIC on insurance enterprises. The formulas for determining the RBC specify various factors that are applied to financial balances or various levels of activity based on the perceived degree of risk. Regulatory compliance is determined by a ratio (the "Ratio") of the enterprise's regulatory total adjusted capital, as defined by the NAIC, to its authorized control level, as defined by the NAIC. Enterprises below specific trigger points or ratios are classified within certain levels, each of which requires specified corrective action. The life insurance subsidiaries have a combined weighted Ratio that is greater than the first level of regulatory action as of December 31, 2013.

Generally, the net assets of the life insurance subsidiaries available for transfer to the Company are limited to the amounts of the life insurance subsidiaries net assets, as determined in accordance with statutory accounting practices, which were \$32,765,236 at December 31, 2013, exceed minimum statutory capital requirements; however, payments of such amounts as dividends are subject to approval by regulatory authorities.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

14) Business Segment Information

Description of Products and Services by Segment

The Company has three reportable business segments: life insurance, cemetery and mortuary, and mortgage. The Company's life insurance segment consists of life insurance premiums and operating expenses from the sale of insurance products sold by the Company's independent agency force and net investment income derived from investing policyholder and segment surplus funds. The Company's cemetery and mortuary segment consists of revenues and operating expenses from the sale of at-need cemetery and mortuary merchandise and services at its mortuaries and cemeteries, pre-need sales of cemetery spaces after collection of 10% or more of the purchase price and the net investment income from investing segment surplus funds. The Company's mortgage loan segment consists of loan originations fee income and expenses from the originations of residential mortgage loans and interest earned and interest expenses from warehousing pre-sold loans before the funds are received from financial institutional investors.

Measurement of Segment Profit or Loss and Segment Assets

The accounting policies of the reportable segments are the same as those described in the Significant Accounting Principles. Intersegment revenues are recorded at cost plus an agreed upon intercompany profit, and are eliminated upon consolidation.

Factors Management Used to Identify the Enterprise's Reportable Segments

The Company's reportable segments are business units that offer different products and are managed separately due to the different products and the need to report to the various regulatory jurisdictions.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

14) Business Segment Information (Continued)

	2013				
	Life Insurance	Cemetery/ Mortuary	Mortgage	Reconciling Items	Consolidated
Revenues:					
From external sources:					
Revenue from customers	\$ 51,322,567	\$ 12,000,375	\$ 127,950,021	\$ -	\$ 191,272,963
Net investment income	15,877,784	268,923	4,207,295	-	20,354,002
Realized gains (losses) on investments and other assets	1,402,352	15,699	-	-	1,418,051
Other than temporary impairments	(336,226)	-	-	-	(336,226)
Other revenues	538,009	94,703	1,973,518	-	2,606,230
Intersegment revenues:					
Net investment income	7,220,282	1,356,825	262,074	(8,839,181)	-
Total revenues	76,024,768	13,736,525	134,392,908	(8,839,181)	215,315,020
Expenses:					
Death and other policy benefits	28,534,936	-	-	-	28,534,936
Increase in future policy benefits	19,594,890	-	-	-	19,594,890
Amortization of deferred policy and preneed acquisition costs and value of business acquired	4,811,300	370,537	-	-	5,181,837
Depreciation	401,893	426,641	792,535	-	1,621,069
General, administrative and other costs:					
Intersegment	24,000	141,367	199,193	(364,560)	-
Provision for loan losses	-	-	1,751,472	-	1,751,472
Costs related to funding mortgage loans	-	-	6,635,290	-	6,635,290
Other	18,753,753	10,467,717	110,096,627	1	139,318,098
Interest expense:					
Intersegment	802,352	1,664,096	6,008,174	(8,474,622)	-
Other	233,343	443,133	2,177,225	-	2,853,701
Total benefits and expenses	73,156,467	13,513,491	127,660,516	(8,839,181)	205,491,293
Earnings (losses) before income taxes	\$ 2,868,301	\$ 223,034	\$ 6,732,392	\$ -	\$ 9,823,727
Income tax (expense) benefit	399,304	-	(2,637,110)	-	(2,237,806)
Net earnings (losses)	\$ 3,267,605	\$ 223,034	\$ 4,095,282	\$ -	\$ 7,585,921
 Identifiable assets	 \$ 591,465,834	 \$ 114,454,631	 \$ 50,250,677	 \$ (137,413,688)	 \$ 618,757,454
 Goodwill	 \$ 391,848	 \$ 285,191	 \$ -	 \$ -	 \$ 677,039
 Expenditures for long-lived assets	 \$ 659,259	 \$ 1,100,195	 \$ 1,810,879	 \$ -	 \$ 3,570,333

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

14) Business Segment Information (Continued)

	2012				Consolidated
	Life Insurance	Cemetery/ Mortuary	Mortgage	Reconciling Items	
Revenues:					
From external sources:					
Revenue from customers	\$ 49,550,904	\$ 10,864,497	\$ 150,553,261	\$ -	\$ 210,968,662
Net investment income	16,616,541	333,625	4,965,411	-	21,915,577
Realized gains (losses) on investments and other assets	1,415,556	8,954	-	-	1,424,510
Other than temporary impairments	(1,207,632)	-	-	-	(1,207,632)
Other revenues	482,325	136,189	540,538	-	1,159,052
Intersegment revenues:					
Net investment income	7,570,979	1,435,891	294,980	(9,301,850)	-
Total revenues	<u>74,428,673</u>	<u>12,779,156</u>	<u>156,354,190</u>	<u>(9,301,850)</u>	<u>234,260,169</u>
Expenses:					
Death and other policy benefits	24,246,088	-	-	-	24,246,088
Increase in future policy benefits	21,435,191	-	-	-	21,435,191
Amortization of deferred policy and preneed acquisition costs and value of business acquired	5,137,586	311,843	-	-	5,449,429
Depreciation	315,960	426,006	516,131	-	1,258,097
General, administrative and other costs:					
Intersegment	24,000	102,726	137,696	(264,422)	-
Provision for loan losses	-	-	4,239,418	-	4,239,418
Costs related to funding mortgage loans	-	-	6,931,045	-	6,931,045
Other	17,824,800	9,582,499	118,198,014	2	145,605,315
Interest expense:					
Intersegment	694,442	1,681,987	6,661,001	(9,037,430)	-
Other	159,659	455,449	3,129,185	-	3,744,293
Total benefits and expenses	<u>69,837,726</u>	<u>12,560,510</u>	<u>139,812,490</u>	<u>(9,301,850)</u>	<u>212,908,876</u>
Earnings (losses) before income taxes	<u>\$ 4,590,947</u>	<u>\$ 218,646</u>	<u>\$ 16,541,700</u>	<u>\$ -</u>	<u>\$ 21,351,293</u>
Income tax (expense) benefit	1,755,258	-	(6,394,033)	-	(4,638,775)
Net earnings (losses)	<u>\$ 6,346,205</u>	<u>\$ 218,646</u>	<u>\$ 10,147,667</u>	<u>\$ -</u>	<u>\$ 16,712,518</u>
Identifiable assets	<u>\$ 558,845,424</u>	<u>\$ 116,368,747</u>	<u>\$ 55,613,678</u>	<u>\$ (133,611,226)</u>	<u>\$ 597,216,623</u>
Goodwill	<u>\$ 391,848</u>	<u>\$ 285,191</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 677,039</u>
Expenditures for long-lived assets	<u>\$ 400,605</u>	<u>\$ 689,154</u>	<u>\$ 2,131,861</u>	<u>\$ -</u>	<u>\$ 3,221,620</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

14) Business Segment Information (Continued)

	2011				Consolidated
	Life Insurance	Cemetery/ Mortuary	Mortgage	Reconciling Items	
Revenues:					
From external sources:					
Revenue from customers	\$ 49,898,032	\$ 10,761,469	\$ 77,605,105	\$ -	\$ 138,264,606
Net investment income	15,855,355	159,186	2,555,536	-	18,570,077
Realized gains (losses) on					
investments and other assets	1,596,127	868,226	-	-	2,464,353
Other than temporary impairments	(840,735)	-	-	-	(840,735)
Other revenues	712,400	147,830	248,739	-	1,108,969
Intersegment revenues:					
Net investment income	5,832,691	1,691,197	258,062	(7,781,950)	-
Total revenues	<u>73,053,870</u>	<u>13,627,908</u>	<u>80,667,442</u>	<u>(7,781,950)</u>	<u>159,567,270</u>
Expenses:					
Death and other policy benefits	23,945,720	-	-	-	23,945,720
Increase in future policy benefits	22,258,241	-	-	-	22,258,241
Amortization of deferred policy and preneed acquisition costs and value of business acquired	5,396,016	373,332	-	-	5,769,348
Depreciation	479,634	520,015	499,389	-	1,499,038
General, administrative and other costs:					
Intersegment	24,000	103,494	130,011	(257,505)	-
Provision for loan losses	-	-	2,070,399	-	2,070,399
Costs related to funding mortgage loans	-	-	4,240,377	-	4,240,377
Other	17,472,713	9,827,197	69,286,435	-	96,586,345
Interest expense:					
Intersegment	668,047	1,905,559	4,950,839	(7,524,445)	-
Other	111,221	437,736	1,412,292	-	1,961,249
Total benefits and expenses	<u>70,355,592</u>	<u>13,167,333</u>	<u>82,589,742</u>	<u>(7,781,950)</u>	<u>158,330,717</u>
Earnings (losses) before income taxes	<u>\$ 2,698,278</u>	<u>\$ 460,575</u>	<u>\$ (1,922,300)</u>	<u>\$ -</u>	<u>\$ 1,236,553</u>
Income tax (expense) benefit	(734,626)	-	796,831	-	62,205
Net earnings (losses)	<u>\$ 1,963,652</u>	<u>\$ 460,575</u>	<u>\$ (1,125,469)</u>	<u>\$ -</u>	<u>\$ 1,298,758</u>
Identifiable assets	<u>\$ 504,744,743</u>	<u>\$ 116,453,434</u>	<u>\$ 27,913,480</u>	<u>\$ (126,061,216)</u>	<u>\$ 523,050,441</u>
Goodwill	<u>\$ 391,848</u>	<u>\$ 285,191</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 677,039</u>
Expenditures for long-lived assets	<u>\$ 136,742</u>	<u>\$ 255,116</u>	<u>\$ 373,775</u>	<u>\$ -</u>	<u>\$ 765,633</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

15) Related Party Transactions

The Company's Board of Directors has a written procedure, which requires disclosure to the Board of any material interest or any affiliation on the part of any of its officers, directors or employees that is in conflict or may be in conflict with the interests of the Company.

16) Fair Value of Financial Instruments

Generally accepted accounting principles (GAAP) defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants. GAAP also specifies a fair value hierarchy based upon the observability of inputs used in valuation techniques. Observable inputs (highest level) reflect market data obtained from independent sources, while unobservable inputs (lowest level) reflect internally developed market assumptions. Fair value measurements are classified under the following hierarchy:

Level 1: Financial assets and financial liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that we can access.

Level 2: Financial assets and financial liabilities whose values are based on the following:

- a) Quoted prices for similar assets or liabilities in active markets;
- b) Quoted prices for identical or similar assets or liabilities in non-active markets; or
- c) Valuation models whose inputs are observable, directly or indirectly, for substantially the full term of the asset or liability.

Level 3: Financial assets and financial liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs may reflect our estimates of the assumptions that market participants would use in valuing the financial assets and financial liabilities.

The Company utilizes a combination of third party valuation service providers, brokers, and internal valuation models to determine fair value.

The following methods and assumptions were used by the Company in estimating the fair value disclosures related to other significant financial instruments:

The items shown under Level 1 and Level 2 are valued as follows:

Securities Available for Sale and Held to Maturity: The fair values of investments in fixed maturity and equity securities along with methods used to estimate such values are disclosed in Note 2 of the Notes to Consolidated Statements.

Restricted Assets: A portion of these assets include mutual funds and equity securities that have quoted market prices. Also included are cash and cash equivalents and participations in mortgage loans. The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

Cemetery Perpetual Care Trust Investments: A portion of these assets include equity securities that have quoted market prices. Also included are cash and cash equivalents. The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

Call Options: The fair values along with methods used to estimate such values are disclosed in Note 2 of the Notes to Consolidated Statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

The items shown under Level 3 are valued as follows:

Policyholder Account Balances and Future Policy Benefits-Annuities: Future policy benefit reserves for interest-sensitive insurance products are computed under a retrospective deposit method and represent policy account balances before applicable surrender charges. Policy benefits and claims that are charged to expense include benefit claims incurred in the period in excess of related policy account balances. Interest crediting rates for interest-sensitive insurance products ranged from 4% to 6.5%. The fair values for the Company's liabilities under investment-type insurance contracts (disclosed as policyholder account balances and future policy benefits – annuities) are estimated based on the contracts' cash surrender values.

The fair values for the Company's insurance contracts other than investment-type contracts are not required to be disclosed. However, the fair values of liabilities under all insurance contracts are taken into consideration in the Company's overall management of interest rate risk, such that the Company's exposure to changing interest rates is minimized through the matching of investment maturities with amounts due under insurance contracts.

Interest Rate Lock Commitments: The Company's mortgage banking activities enters into interest rate lock commitments with potential borrowers and forward commitments to sell loans to third-party investors. The Company also implements a hedging strategy for these transactions. A mortgage loan commitment binds the Company to lend funds to a qualified borrower at a specified interest rate and within a specified period of time, generally up to 30 days after inception of the mortgage loan commitment. Mortgage loan commitments are defined to be derivatives under generally accepted accounting principles and are recognized at fair value on the consolidated balance sheet with changes in their fair values recorded as part of other comprehensive income from mortgage banking operations.

Bank Loan Interest Rate Swaps: Management considers the interest rate swap instruments to be an effective cash flow hedge against the variable interest rate on bank borrowings since the interest rate swap mirrors the term of the note payable and expires on the maturity date of the bank loan it hedges. The interest rate swaps are a derivative financial instruments carried at its fair value. The fair value of the interest rate swap was derived from a proprietary model of the bank from whom the interest rate swap was purchased and to whom the note is payable.

Mortgage Loans on Real Estate: The fair values are estimated using interest rates currently being offered for similar loans to borrowers with similar credit ratings. Loans with similar characteristics are aggregated for purposes of the calculations. The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

Real Estate Owned Held for Investment: The Company believes that in an orderly market fair value will approximate the replacement cost of a home and the rental income provides a cash flow stream for investment analysis. The Company believes the highest and best use of the properties are as income producing assets since it is the Company's intent to hold the properties as rental properties, matching the income from the investment in rental properties with the funds required for future estimated policy claims. Accordingly, the fair value determination will be weighted more heavily toward the rental analysis.

It should be noted that for replacement cost, when determining the fair value of mortgage properties, the Company uses Marshall and Swift, a provider of building cost information to the real estate construction industry. For the investment analysis, the Company used market data based upon its real estate operation experience and projected the present value of the net rental income over seven years. The Company used 60% of the projected cash flow analysis and 40% of the replacement cost to approximate fair value of the collateral.

In addition to this analysis performed by the Company, the Company depreciates Other Real Estate Owned Held for Investment. This depreciation reduces the book value of these properties and lessens the exposure to the Company from further deterioration in real estate values.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

Mortgage Servicing Rights: The Company initially recognizes MSR's at their estimated fair values derived from the net cash flows associated with the servicing contracts, where the Company assumes the obligation to service the loan in the sale transaction. The precise fair value of MSR's cannot be readily determined because MSR's are not actively traded in stand-alone markets. Considerable judgment is required to estimate the fair values of these assets and the exercise of such judgment can significantly affect the Company's earnings.

The following table summarizes Level 1, 2 and 3 financial assets and financial liabilities measured at fair value on a recurring basis by their classification in the consolidated balance sheet at December 31, 2013.

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets accounted for at fair value on a recurring basis				
Common stock	\$ 4,498,756	\$ 4,498,756	\$ -	\$ -
Total securities available for sale	4,498,756	4,498,756	-	-
Restricted assets of cemeteries and mortuaries	667,149	667,149	-	-
Cemetery perpetual care trust investments	695,616	695,616	-	-
Derivatives - interest rate lock commitments	1,511,111	-	-	1,511,111
Total assets accounted for at fair value on a recurring basis	\$ 7,372,632	\$ 5,861,521	\$ -	\$ 1,511,111
Liabilities accounted for at fair value on a recurring basis				
Policyholder account balances	\$ (48,000,668)	\$ -	\$ -	\$ (48,000,668)
Future policy benefits - annuities	(65,052,928)	-	-	(65,052,928)
Derivatives - bank loan interest rate swaps	(58,310)	-	-	(58,310)
- call options	(124,174)	(124,174)	-	-
- interest rate lock commitments	(23,203)	-	-	(23,203)
Total liabilities accounted for at fair value on a recurring basis	\$ (113,259,283)	\$ (124,174)	\$ -	\$ (113,135,109)

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

Following is a summary of changes in the consolidated balance sheet line items measured using level 3 inputs:

	Policyholder Account Balances	Future Policy Benefits - Annuities	Interest Rate Lock Commitments	Bank Loan Interest Rate Swaps
Balance - December 31, 2012	\$ (49,746,337)	\$ (65,171,687)	\$ 2,961,465	\$ (93,572)
Total Losses (Gains):				
Included in earnings	1,745,669	118,759	-	-
Included in other comprehensive income (loss)	-	-	(1,473,557)	35,262
Balance - December 31, 2013	<u>\$ (48,000,668)</u>	<u>\$ (65,052,928)</u>	<u>\$ 1,487,908</u>	<u>\$ (58,310)</u>

The following tables summarize Level 1, 2 and 3 financial assets and financial liabilities measured at fair value on a nonrecurring basis by their classification in the consolidated balance sheet at December 31, 2013.

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets accounted for at fair value on a nonrecurring basis				
Mortgage servicing rights	\$ 5,291,724	\$ -	\$ -	\$ 5,291,724
Mortgage loans on real estate	89,000	-	-	89,000
Other real estate owned held for investment	660,784	-	-	660,784
Total assets accounted for at fair value on a nonrecurring basis	<u>\$ 6,041,508</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 6,041,508</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

The following table summarizes Level 1, 2 and 3 financial assets and financial liabilities measured at fair value on a recurring basis by their classification in the consolidated balance sheet at December 31, 2012.

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets accounted for at fair value on a recurring basis				
Non-redeemable preferred stock	\$ 18,795	\$ 18,795	\$ -	\$ -
Common stock	5,386,317	5,386,317	-	-
Total securities available for sale	<u>5,405,112</u>	<u>5,405,112</u>	<u>-</u>	<u>-</u>
Restricted assets of cemeteries and mortuaries	585,412	585,412	-	-
Cemetery perpetual care trust investments	626,048	626,048	-	-
Derivatives - interest rate lock commitments	3,127,689	-	-	3,127,689
Total assets accounted for at fair value on a recurring basis	<u><u>\$ 9,744,261</u></u>	<u><u>\$ 6,616,572</u></u>	<u><u>\$ -</u></u>	<u><u>\$ 3,127,689</u></u>
Liabilities accounted for at fair value on a recurring basis				
Policyholder account balances	\$ (49,746,337)	\$ -	\$ -	\$ (49,746,337)
Future policy benefits - annuities	(65,171,687)	-	-	(65,171,687)
Derivatives - bank loan interest rate swaps	(93,572)	-	-	(93,572)
- call options	(126,215)	(126,215)	-	-
- interest rate lock commitments	(166,224)	-	-	(166,224)
Total liabilities accounted for at fair value on a recurring basis	<u><u>\$ (115,304,035)</u></u>	<u><u>\$ (126,215)</u></u>	<u><u>\$ -</u></u>	<u><u>\$ (115,177,820)</u></u>

Following is a summary of changes in the consolidated balance sheet line items measured using level 3 inputs:

	Policyholder Account Balances	Future Policy Benefits - Annuities	Interest Rate Lock Commitments	Bank Loan Interest Rate Swaps
Balance - December 31, 2011	\$ (50,926,020)	\$ (65,281,586)	\$ 1,694,541	\$ (117,812)
Total Losses (Gains):				
Included in earnings	1,179,683	109,899	-	-
Included in other comprehensive income (loss)	-	-	1,266,924	24,240
Balance - December 31, 2012	<u><u>\$ (49,746,337)</u></u>	<u><u>\$ (65,171,687)</u></u>	<u><u>\$ 2,961,465</u></u>	<u><u>\$ (93,572)</u></u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

The following tables summarize Level 1, 2 and 3 financial assets and financial liabilities measured at fair value on a nonrecurring basis by their classification in the consolidated balance sheet at December 31, 2012.

	Total	Quoted Prices in		
		Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets accounted for at fair value on a nonrecurring basis				
Mortgage servicing rights	\$2,797,470	\$ -	\$ -	\$ 2,797,470
Mortgage loans on real estate	4,621,500	-	-	4,621,500
Other real estate owned held for investment	985,219	-	-	985,219
Total assets accounted for at fair value on a nonrecurring basis	\$8,404,189	\$ -	\$ -	\$ 8,404,189

Fair Value of Financial Instruments Carried at Other Than Fair Value

ASC 825, Financial Instruments, requires disclosure of fair value information about financial instruments, whether or not recognized in the balance sheet, for which it is practicable to estimate that value.

Management uses its best judgment in estimating the fair value of the Company's financial instruments; however, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented herein are not necessarily indicative of the amounts the Company could have realized in a sales transaction at December 31, 2013. The estimated fair value amounts for December 31, 2013 have been measured as of period-end, and have not been reevaluated or updated for purposes of these Consolidated Financial Statements subsequent to those dates. As such, the estimated fair values of these financial instruments subsequent to the reporting date may be different than the amounts reported at period-end.

The carrying values and estimated fair values for such financial instruments, and their corresponding placement in the fair value hierarchy, are summarized as follows as of December 31, 2013:

	Carrying Value	Level 1	Level 2	Level 3	Total Estimated Fair Value
Assets					
Mortgage loans:					
Residential	\$ 48,503,639	\$ -	\$ -	\$ 51,537,154	\$ 51,537,154
Residential construction	12,812,359	-	-	12,812,359	12,812,359
Commercial	41,465,880	-	-	42,441,268	42,441,268
Mortgage loans, net	\$ 102,781,878	\$ -	\$ -	\$ 106,790,781	\$ 106,790,781
Policy loans	7,520,376	-	-	7,520,376	7,520,376
Other loans	12,203,630	-	-	12,203,630	12,203,630
Short-term investments	12,135,719	-	-	12,135,719	12,135,719
Liabilities					
Bank and other loans payable	\$ 18,231,128	\$ -	\$ -	\$ 18,231,128	\$ 18,231,128

The carrying values and estimated fair values for such financial instruments, and their corresponding placement in the fair value hierarchy, are summarized as follows as of December 31, 2012:

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

16) Fair Value of Financial Instruments (Continued)

	Carrying Value	Level 1	Level 2	Level 3	Total Estimated Fair Value
Assets					
Mortgage loans:					
Residential	\$ 46,391,249	\$ -	\$ -	\$ 50,266,965	\$ 50,266,965
Residential construction	3,114,925	-	-	3,114,925	3,114,925
Commercial	34,956,031	-	-	35,475,500	35,475,500
Mortgage loans, net	\$ 84,462,205	\$ -	\$ -	\$ 88,857,390	\$ 88,857,390
Policy loans	8,075,101	-	-	8,075,101	8,075,101
Other loans	12,113,415	-	-	12,113,415	12,113,415
Short-term investments	40,925,390	-	-	40,925,390	40,925,390
Liabilities					
Bank and other loans payable	\$ 11,816,771	\$ -	\$ -	\$ 11,816,771	\$ 11,816,771

The methods, assumptions and significant valuation techniques and inputs used to estimate the fair value of financial instruments are summarized as follows:

Mortgage Loans on Real Estate: The estimated fair value of the Company's mortgage loans is determined using various methods. The Company's mortgage loans are grouped into three categories: Residential, Residential Construction and Commercial. When estimating the expected future cash flows, it is assumed that all loans will be held to maturity, and any loans that are non-performing are evaluated individually for impairment.

Residential – The estimated fair value of mortgage loans originated prior to 2013 is determined by estimating expected future cash flows of interest payments and discounting them using current interest rates from single family mortgages. The estimated fair value of mortgage loans originated in 2013 is determined from pricing of similar loans that were sold in December 2013.

Residential Construction – These loans are primarily short in maturity (4-6 months) accordingly, the estimated fair value is determined to be the net book value.

Commercial – The estimated fair value is determined by estimating expected future cash flows of interest payments and discounting them using current interest rates for commercial mortgages.

Policy and Other Loans: The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

Short-Term Investments: The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

Bank and Other Loans Payable: The carrying amounts reported in the accompanying consolidated balance sheet for these financial instruments approximate their fair values.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

17) Accumulated Other Comprehensive Income

The following summarizes the changes in accumulated other comprehensive income:

	December 31	
	2013	2012
Unrealized losses on available for-sale securities	\$ (12,299)	\$ (28,700)
Reclassification adjustment for net realized gains in net income	538,311	386,328
Net unrealized gains before taxes	526,012	357,628
Tax (expense) benefit	(221,221)	70,120
Net	<u>304,791</u>	<u>427,748</u>
Potential unrealized gains for derivative bank loans (interest rate swaps) before taxes	35,262	24,240
Tax expense	(9,073)	(8,242)
Net	<u>26,189</u>	<u>15,998</u>
Potential unrealized gains (losses) for derivative mortgage loans before taxes	(1,473,557)	1,266,924
Tax (expense) benefit	426,614	(430,754)
Net	<u>(1,046,943)</u>	<u>836,170</u>
Other comprehensive income (loss) changes	<u>\$ (715,963)</u>	<u>\$ 1,279,916</u>

The following is the accumulated balances of other comprehensive income as of December 31, 2013:

	Beginning Balance	Change for the period	Ending Balance
	December 31, 2012		December 31, 2013
Unrealized net gains on available-for-sale securities and trust investments	\$ 41,550	\$ 304,791	\$ 346,341
Unrealized gains (losses) on derivative mortgage loans	1,954,567	(1,046,943)	907,624
Unrealized gains (losses) on derivative bank loan interest rate swaps	(61,758)	26,189	(35,569)
Other comprehensive income	<u>\$ 1,934,359</u>	<u>\$ (715,963)</u>	<u>\$ 1,218,396</u>

The following is the accumulated balances of other comprehensive income as of December 31, 2012:

	Beginning Balance	Change for the period	Ending Balance
	December 31, 2011		December 31, 2012
Unrealized net gains (losses) on available-for-sale securities and trust investments	\$ (386,198)	\$ 427,748	\$ 41,550
Unrealized gains on derivative mortgage loans	1,118,397	836,170	1,954,567
Unrealized gains (losses) on derivative bank loan interest rate swaps	(77,756)	15,998	(61,758)
Other comprehensive income	<u>\$ 654,443</u>	<u>\$ 1,279,916</u>	<u>\$ 1,934,359</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

18) Derivative Commitments

The Company has adopted a strategy of selling “out of the money” call options on its available for sale equity securities as a source of revenue. The options give the purchaser the right to buy from the Company specified equity securities at a set price up to a pre-determined date in the future. The Company receives an immediate payment of cash for the value of the option and establishes a liability for the market value of the option. The liability for call options is adjusted to market value at each reporting date. The market value of outstanding call options as of December 31, 2013 and December 31, 2012 was \$124,174 and \$126,215, respectively. In the event an option is exercised, the Company recognizes a gain on the sale of the equity security and a gain from the sale of the option. If the option expires unexercised, the Company recognizes a gain from the sale of the option and retains the underlying equity security. Additional information on how the Company reports these derivatives is discussed in Note 1 of the Notes to Consolidated Financial Statements.

The following table shows the fair value of derivatives as of December 31, 2013 and December 31, 2012.

Fair Value of Derivative Instruments								
Asset Derivatives				Liability Derivatives				
December 31, 2013		December 31, 2012		December 31, 2013		December 31, 2012		
Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value	Balance Sheet Location	Fair Value	
Derivatives designated as hedging instruments:								
Interest rate lock and forward sales commitments	other assets	\$ 1,511,111	other assets	\$ 3,127,689	Other liabilities	\$ 23,203	Other liabilities	\$ 166,224
Call Options	-		-		Other liabilities	124,174	Other liabilities	126,215
Interest rate swaps	-		-		Bank loans payable	58,310	Bank loans payable	93,572
Total	\$ 1,511,111		\$ 3,127,689		\$ 205,687		\$ 386,011	

The following table shows the gain (loss) on derivatives for the periods presented. There were no gains or losses reclassified from accumulated other comprehensive income (OCI) into income or gains or losses recognized in income on derivatives ineffective portion or any amounts excluded from effective testing.

<u>Derivative - Cash Flow Hedging Relationships:</u>	Net Amount Gain (Loss) Recognized in OCI	
	Years ended December 31	
	2013	2012
Interest Rate Lock Commitments	\$ (1,473,557)	\$ 1,266,924
Interest Rate Swaps	35,262	24,240
Sub Total	(1,438,295)	1,291,164
Tax Effect	(417,541)	438,996
Total	\$ (1,020,754)	\$ 852,168

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

19) Acquisitions

On August 31, 2011 the Company entered into a Stock Purchase Agreement with North America Life to purchase all of the outstanding shares of common stock of Trans-Western Life Insurance Company (“Trans-Western”), a Texas domiciled insurance company and a wholly owned subsidiary of North America Life. The Company completed the Stock Purchase Agreement on May 2, 2012. Purchase consideration paid was \$494,207 which was the capital and surplus of Trans-Western at May 2, 2012. The Stock Purchase Agreement was approved by the Texas Insurance Department on March 20, 2012. All of Trans-Western’s insurance business had been ceded to North America Life, of which approximately 47% of the insurance in force had been assumed by the Company under the Coinsurance Agreement explained in Note 9 of the Notes to Consolidated Statements. As part of the stock purchase transaction, the Company recaptured the 47% of insurance in force.

The estimated fair values of the assets acquired and the liabilities assumed at the date of acquisition were as follows:

Cash	\$ 313,616
Receivables, net	186,487
Receivable from reinsurers	7,422,999
Total assets acquired	<u>7,923,102</u>
Future life, annuity, and other benefits	(7,422,999)
Other liabilities and accrued expenses	(5,896)
Total liabilities assumed	<u>(7,428,895)</u>
Fair value of net assets acquired	<u>\$ 494,207</u>

The following unaudited pro forma information has been prepared to present the results of operations of the Company assuming the acquisition of Trans-Western had occurred at the beginning of the years ended December 31, 2013, 2012 and 2011, respectively. This pro forma information is supplemental and does not necessarily present the operations of the Company that would have occurred had the acquisition occurred on those dates and may not reflect the operations that will occur in the future:

	For the Year Ended December 31 (unaudited)		
	2013	2012	2011
Total revenues	\$ 215,315,020	\$ 234,268,496	\$ 159,620,617
Net earnings	\$ 7,585,921	\$ 16,713,955	\$ 1,314,026
Net earnings per Class A equivalent common share	\$ 0.65	\$ 1.65	\$ 0.13
Net earnings per Class A equivalent common share assuming dilution	\$ 0.61	\$ 1.57	\$ 0.13

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

20) Mortgage Servicing Rights

The following table presents the MSR activity for 2013 and 2012.

	December 31	
	2013	2012
Amortized cost:		
Balance before valuation allowance at beginning of year	\$ 2,797,470	\$ -
MSRs received as proceeds from loan sales	2,494,254	2,797,470
Amortization	(447,623)	-
Application of valuation allowance to write down MSRs with other than temporary impairment	-	-
Balance before valuation allowance at year end	<u>\$ 4,844,101</u>	<u>\$ 2,797,470</u>
Valuation allowance for impairment of MSRs:		
Balance at beginning of year	\$ -	\$ -
Additions	-	-
Application of valuation allowance to write down MSRs with other than temporary impairment	-	-
Balance at year end	<u>\$ -</u>	<u>\$ -</u>
Mortgage servicing rights, net	<u>\$ 4,844,101</u>	<u>\$ 2,797,470</u>
Estimated fair value of MSRs at year end	<u>\$ 5,491,270</u>	<u>\$ 2,797,470</u>

The Company reports these MSRs pursuant to the accounting policy discussed in Note 1 of the Notes to Consolidated Financial Statements. The following table summarizes the Company's estimate of future amortization of its existing MSRs carried at amortized cost. This projection was developed using the assumptions made by management in its December 31, 2013 valuation of MSRs. The assumptions underlying the following estimate will change as market conditions and portfolio composition and behavior change, causing both actual and projected amortization levels to change over time. Therefore, the following estimates will change in a manner and amount not presently determinable by management.

	Estimated MSR Amortization
2014	\$ 587,969
2015	587,969
2016	587,969
2017	587,969
2018	587,969
Thereafter	1,904,256
Total	<u>\$ 4,844,101</u>

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Notes to Consolidated Financial Statements
Years Ended December 31, 2013, 2012 and 2011

21) Quarterly Financial Data (Unaudited)

	2013			
	Three Months Ended			
	March 31	June 30	September 30	December 31
Revenues	\$ 54,852,234	\$ 61,332,289	\$ 50,552,791	\$ 48,577,706
Benefits and expenses	51,624,611	56,862,769	48,588,507	48,415,406
Earnings before income taxes	3,227,623	4,469,520	1,964,284	162,300
Income tax benefit (expense)	(1,194,357)	(1,670,275)	(697,793)	1,324,619
Net earnings	2,033,266	2,799,245	1,266,491	1,486,919
Net earnings per common share	\$0.19	\$0.25	\$0.11	\$0.12
Net earnings per common share assuming dilution	\$0.17	\$0.24	\$0.11	\$0.12
	2012			
	Three Months Ended			
	March 31	June 30	September 30	December 31
Revenues	\$ 47,323,223	\$ 56,528,210	\$ 63,747,903	\$ 66,660,832
Benefits and expenses	44,994,631	51,491,833	57,615,608	58,806,804
Earnings before income taxes	2,328,592	5,036,377	6,132,295	7,854,029
Income tax expense	(666,409)	(1,443,345)	(2,142,249)	(386,772)
Net earnings	1,662,183	3,593,032	3,990,046	7,467,257
Net earnings per common share	\$0.18	\$0.38	\$0.42	\$0.76
Net earnings per common share assuming dilution	\$0.17	\$0.36	\$0.38	\$0.69
	2011			
	Three Months Ended			
	March 31	June 30	September 30	December 31
Revenues	\$ 34,172,180	\$ 36,466,418	\$ 41,324,687	\$ 47,603,985
Benefits and expenses	35,494,762	36,325,240	40,490,197	46,020,518
Earnings (loss) before income taxes	(1,322,582)	141,178	834,490	1,583,467
Income tax benefit (expense)	804,109	63,689	(64,168)	(741,425)
Net earnings (loss)	(518,473)	204,867	770,322	842,042
Net earnings (loss) per common share	(\$0.06)	\$0.02	\$0.09	\$0.09
Net earnings (loss) per common share assuming dilution	(\$0.06)	\$0.02	\$0.09	\$0.09

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations

The following selected financial data is for each of the five years ended December 31, 2013, and is derived from the audited consolidated financial statements. The data as of December 31, 2013 and 2012, and for the three years ended December 31, 2013, should be read in conjunction with the consolidated financial statements, related notes and other financial information.

Consolidated Statement of Earnings Data:

	Year Ended December 31				
	2013	2012(2)	2011(1)	2010	2009
<u>Revenue</u>					
Premiums	\$ 50,472,000	\$ 48,216,000	\$ 48,457,000	\$ 38,509,000	\$ 38,394,000
Net investment income	20,354,000	21,916,000	18,570,000	18,262,000	19,915,000
Net mortuary and cemetery sales	12,000,000	10,865,000	10,761,000	11,520,000	11,974,000
Realized gains on investments	1,418,000	1,425,000	2,464,000	1,615,000	1,223,000
Other than temporary impairments	(336,000)	(1,208,000)	(841,000)	(674,000)	(326,000)
Mortgage fee income	128,801,000	151,887,000	79,046,000	97,697,000	144,275,000
Other	2,606,000	1,159,000	1,110,000	1,582,000	1,415,000
Total revenues	<u>215,315,000</u>	<u>234,260,000</u>	<u>159,567,000</u>	<u>168,511,000</u>	<u>216,870,000</u>
<u>Expenses</u>					
Policyholder benefits	48,130,000	45,681,000	46,204,000	37,947,000	37,369,000
Amortization of deferred policy acquisition costs	5,182,000	5,450,000	5,769,000	4,431,000	5,693,000
Selling, general and administrative expenses	147,406,000	156,310,000	102,513,000	122,217,000	161,785,000
Interest expense	2,854,000	3,744,000	1,961,000	2,779,000	3,326,000
Cost of goods and services of the mortuaries and cemeteries	1,919,000	1,724,000	1,883,000	2,226,000	2,349,000
Total benefits and expenses	<u>205,491,000</u>	<u>212,909,000</u>	<u>158,330,000</u>	<u>169,600,000</u>	<u>210,522,000</u>
Earnings (loss) before income taxes	9,824,000	21,351,000	1,237,000	(1,089,000)	6,348,000
Income tax benefit (expense)	(2,238,000)	(4,639,000)	62,000	658,000	(2,574,000)
Net earnings (loss)	<u>\$ 7,586,000</u>	<u>\$ 16,712,000</u>	<u>\$ 1,299,000</u>	<u>\$ (431,000)</u>	<u>\$ 3,774,000</u>
Net earnings (loss) per common share (3)	<u>\$0.65</u>	<u>\$1.55</u>	<u>\$0.12</u>	<u>(\$0.04)</u>	<u>\$0.36</u>
Weighted average outstanding common shares (3)	11,751,000	10,813,000	10,572,000	10,366,000	10,346,000
Net earnings (loss) per common share-assuming dilution (3)	<u>\$0.61</u>	<u>\$1.47</u>	<u>\$0.12</u>	<u>(\$0.04)</u>	<u>\$0.36</u>
Weighted average outstanding common shares-assuming dilution (3)	12,338,000	11,384,000	10,685,000	10,366,000	10,349,000

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Selected Financial Data - The Company and Subsidiaries (Consolidated) (Continued)

Balance Sheet Data:

	December 31				
	2013	2012(2)	2011(1)	2010	2009
Assets					
Investments and restricted assets	\$ 391,523,000	\$ 356,446,000	\$ 337,625,000	\$ 281,262,000	\$ 304,618,000
Cash	38,203,000	33,494,000	15,583,000	37,244,000	37,761,000
Receivables	88,832,000	111,157,000	87,252,000	71,035,000	50,125,000
Other assets	100,199,000	96,120,000	82,591,000	77,471,000	79,523,000
Total assets	<u>\$ 618,757,000</u>	<u>\$ 597,217,000</u>	<u>\$ 523,051,000</u>	<u>\$ 467,012,000</u>	<u>\$ 472,027,000</u>
Liabilities					
Policyholder benefits	\$ 457,304,000	\$ 443,388,000	\$ 388,538,000	\$ 351,563,000	\$ 342,574,000
Bank & other loans payable	18,289,000	11,910,000	25,019,000	7,066,000	8,940,000
Cemetery & mortuary liabilities	13,176,000	13,412,000	13,140,000	13,192,000	13,382,000
Cemetery perpetual care obligation	3,266,000	3,153,000	2,983,000	2,854,000	2,756,000
Other liabilities	38,971,000	45,542,000	32,140,000	32,408,000	44,570,000
Total liabilities	<u>531,006,000</u>	<u>517,405,000</u>	<u>461,820,000</u>	<u>407,083,000</u>	<u>412,222,000</u>
Stockholders' equity	<u>87,751,000</u>	<u>79,812,000</u>	<u>61,231,000</u>	<u>59,929,000</u>	<u>59,805,000</u>
Total liabilities and stockholders' equity	<u>\$ 618,757,000</u>	<u>\$ 597,217,000</u>	<u>\$ 523,051,000</u>	<u>\$ 467,012,000</u>	<u>\$ 472,027,000</u>

(1) Includes the assumption reinsurance of North America Life Insurance Company in March 2011.

(2) Includes the coinsurance with Mothe Life Insurance Company and DLE Life Insurance Company in November 2012.

(3) Earnings per share amounts have been adjusted retroactively for the effect of annual stock dividends.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

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 traditional whole life products; (ii) emphasis on cemetery and mortuary business; and (iii) capitalizing on relatively low interest rates by originating mortgage loans.

Insurance Operations

The Company's insurance business includes funeral plans, and interest sensitive life insurance as well as other traditional life and accident and health insurance products. The Company places specific marketing emphasis on funeral plans through pre-need planning.

A funeral plan is a small face value life insurance policy that generally has face coverage of up to \$25,000. The Company believes that funeral plans represent a marketing niche that has lower competition because most insurance companies do not offer similar coverage. The purpose of the funeral plan policy is to pay the costs and expenses incurred at the time of the person's death. On a per thousand dollar cost of insurance basis these policies can be more expensive to the policy holder than many types of non-burial insurance due to their low face amount, requiring the fixed cost of the policy administration be distributed over a smaller policy size, and the simplified underwriting practices that result in higher mortality costs.

The following table shows the financial results for the Company's insurance operations for the years ended December 31, 2013, 2012 and 2011. See Note 14 of the Notes to Consolidated Financial Statements.

	Years ended December 31 (in thousands of dollars)				
	2013	2012	2013 vs 2012 % Increase (Decrease)	2011	2012 vs 2011 % Increase (Decrease)
Revenues from external customers					
Insurance premiums	\$ 50,472	\$ 48,216	5%	\$ 48,457	0%
Net investment income	15,878	16,617	(4%)	15,855	5%
Revenues from loan originations	851	1,334	(36%)	1,441	(7%)
Other	1,604	690	132%	1,468	(53%)
Total	\$ 68,805	\$ 66,857	3%	\$ 67,221	(1%)
Intersegment revenue	\$ 7,220	\$ 7,571	(5%)	\$ 5,833	30%
Earnings before income taxes	\$ 2,868	\$ 4,591	(34%)	\$ 2,698	70%

Intersegment revenues for the Company's insurance operations are primarily interest income from the warehouse line provided to SecurityNational Mortgage Company. Profitability in 2013 has decreased due to decreases in net investment income, decreases in intersegment revenues, decreases in loan origination revenue and increases in expenses.

Life Insurance Acquisitions, Mergers and Reinsurance

Reinsurance with Mothe Life Insurance Company and DLE Life Insurance Company

On December 19, 2012, the Company, through its wholly owned subsidiary, Security National Life, entered into a Coinsurance Agreement with Mothe Life Insurance Company, a Louisiana domiciled insurance company, and a subsidiary, DLE Life Insurance Company, also a Louisiana domiciled life insurance company (collectively referred

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

to as “Mothe Life”). The effective date of the Coinsurance Agreement was November 1, 2012. Under the terms of the Coinsurance Agreement, Security National Life agreed to reinsure certain insurance policies of Mothe Life in exchange for the settlement amount of \$34,485,000. In addition, the Coinsurance Agreement provided that effective November 1, 2012, Mothe Life ceded and transferred to Security National Life, and Security National Life accepted and coinsured all of Mothe Life’s contractual liabilities under the coinsured policies by means of indemnity reinsurance. On December 18, 2012, the Louisiana Department of Insurance approved the Coinsurance Agreement.

The Coinsurance Agreement further provided that on and after the effective date of November 1, 2012, Security National Life was entitled to exercise all contractual rights of Mothe Life under the coinsured policies in accordance with the terms and provisions of such policies. Moreover, after the closing date of December 19, 2012, the Company agreed to be responsible for all the contractual liabilities under the coinsured policies, including the administration of the coinsured policies at its sole expense in accordance with the terms and conditions of a Service Agreement between Security National Life and Mothe Life. Pursuant to the terms of the Coinsurance Agreement, Security National Life paid a ceding commission to Mothe Life in the amount of \$4,684,000. As a result of the ceding commission, Mothe Life transferred \$34,485,000 in assets and \$39,169,000 in statutory reserves, or liabilities, to Security National Life.

Reinsurance Terminated with North America Life Insurance Company

On December 1, 2013, in accordance with the terms of the Coinsurance Agreement, Security National Life, through TransWestern Life Insurance Company (“Trans-Western Life”), recaptured additional policies of Trans-Western Life from North American Life Insurance Company (“North American Life”). On December 10, 2013, pursuant to the Coinsurance Agreement, North America Life paid \$2,500,000, less a ceding commission of \$34,000 to Security National Life. On February 13, 2014, in accordance with the terms of the Coinsurance Agreement, Security National Life, through Trans Western Life, recaptured the remaining policies of Trans-Western Life from North American Life. Pursuant to the Coinsurance Agreement, North America Life paid \$4,684,000 less a ceding commission of \$57,000 to Security National Life, and the Reinsurance Agreement between Trans Western Life and North America Life was terminated.

Cemetery and Mortuary Operations

The Company sells mortuary services and products through its seven mortuaries in Salt Lake County, Utah and one mortuary in Phoenix, Arizona. The Company also sells cemetery products and services through its five cemeteries in Salt Lake City, Utah and one cemetery in San Diego County, California. Cemetery land sales and at-need product sales and services are recognized as revenue at the time of sale or when the services are performed. Pre-need cemetery product sales are deferred until the merchandise is delivered and services performed.

On May 10, 2011, the Company and its subsidiary, Greer-Wilson Funeral Home, Inc., completed an asset sales transaction with SCI Arizona Funeral Services, Inc. (“SCI”), an Arizona corporation, to sell substantially all of the operating assets of Greer-Wilson Funeral Home and Crystal Rose Funeral Home to SCI. Under the terms of the asset purchase agreement among Greer-Wilson Funeral Home, Crystal Rose Funeral Home and SCI, SCI paid \$2,225,000 at closing to the Company and Greer-Wilson. The agreement also granted a three year right of first refusal to SCI to purchase Paradise Chapel Funeral Home. If the Company elects to sell Paradise Chapel Funeral Home within the three year period, the Company must provide a bona fide third party offer to SCI after which SCI has ten business days to exercise its right to purchase Paradise for the offer amount.

The following table shows the condensed financial results for the Company’s cemetery and mortuary operations for the years ended December 31, 2013, 2012 and 2011. See Note 14 of the Notes to Consolidated Financial Statements.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

	Years ended December 31 (in thousands of dollars)					
	2013	2012	2012 vs 2011 % Increase (Decrease)		2011	2012 vs 2011 % Increase (Decrease)
						(Decrease)
Revenues from external customers						
Mortuary revenues	\$ 5,081	\$ 4,567	11%	\$ 4,864	(6%)	
Cemetery revenues	6,919	6,297	10%	5,897	7%	
Realized gains on investments and other assets	16	9	78%	868	(99%)	
Other	364	470	(23%)	308	53%	
Total	<u>\$ 12,380</u>	<u>\$ 11,343</u>	<u>9%</u>	<u>\$ 11,937</u>	<u>(5%)</u>	
Earnings (Losses) before income taxes	<u>\$ 223</u>	<u>\$ 219</u>	<u>2%</u>	<u>\$ 461</u>	<u>(52%)</u>	

The realized gain in the Company's cemetery and mortuary operations in 2011 was due to the sale of Greer-Wilson Funeral Home and Crystal Rose Funeral Home. Included in other revenue was rental income from residential and commercial properties purchased from Security National Life. Memorial Estates used financing provided by Security National Life to purchase these properties. The rental income was offset by property insurance, taxes, maintenance expenses and interest payments made to Security National Life. Memorial Estates recorded depreciation on these properties of \$1,042,000, \$1,029,000 and \$1,025,000 for the twelve months ended December 31, 2013, 2012 and 2011, respectively.

Mortgage Operations

Approximately 62% of the Company's revenues for the fiscal year 2013 were through its wholly owned subsidiaries, SecurityNational Mortgage Company and Green Street Mortgage Services, Inc., which was incorporated on May 16, 2012. Both mortgage subsidiaries are mortgage lenders incorporated under the laws of the State of Utah, and are 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. SecurityNational Mortgage and Green Street obtain loans from their retail offices and independent brokers and pay a commission to brokers for loans that are funded by them. Mortgage loans originated by the Company's mortgage subsidiaries are funded from internal cash flows, including loan purchase agreements from Security National Life Insurance Company, its wholly owned subsidiary, and unaffiliated financial institutions.

SecurityNational Mortgage and Green Street Mortgage receive fees from the borrowers and secondary fees from third party investors that purchase their loans. Loans originated by SecurityNational Mortgage and Green Street Mortgage are generally sold with mortgage servicing rights released to third party investors. However, since the second quarter of 2012, SecurityNational Mortgage has sold, but retained mortgage servicing rights on approximately 30% of its origination volume. These loans are serviced by an approved third party servicer. For the twelve months ended December 31, 2013, 2012 and 2011, SecurityNational Mortgage originated and sold 11,484 loans (\$2,147,040,000 total volume), 13,392 loans (\$2,451,843,000 total volume), and 8,100 loans (\$1,407,212,000 total volume), respectively. For the twelve months ended December 31, 2013, Green Street Mortgage originated and sold seven loans (\$1,731,000 total volume). Green Street Mortgage did not originate and sell any mortgage loans prior to January 1, 2013.

The Company's wholly owned subsidiary, SecurityNational Mortgage, has entered into loan purchase agreements to sell mortgage loans to two unaffiliated warehouse banks. On August 6, 2012, SecurityNational Mortgage and Wells Fargo Bank, N.A. ("Wells Fargo") agreed to an amendment to their loan purchase agreement to increase the amount of the warehouse line available to fund mortgage loans originated by SecurityNational Mortgage from \$55,000,000 to \$75,000,000.

On October 26, 2012, SecurityNational Mortgage and UBS Real Estate Securities, Inc. ("UBS") agreed to an amendment to their loan purchase agreement to increase the amount of the warehouse line available to fund mortgage loans originated by SecurityNational Mortgage from \$30,000,000 to \$40,000,000.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Generally, when mortgage loans are sold to the warehouse banks, the Company is no longer obligated to pay the amounts outstanding on the mortgage loans, but is required to pay a fee in the form of interest on a portion of the mortgage loans between the date the loans are sold to warehouse banks and the settlement date with the third party investors. The terms of the loan purchase agreements are typically for one year, with interest accruing on a portion of the mortgage loans at annual rates ranging from 2.5% to 2.75% over the 30-day LIBOR rate.

The following table shows the condensed financial results for the Company's mortgage operations for the years ended 2013, 2012 and 2011. See Note 14 of the Notes to Consolidated Financial Statements.

	Years ended December 31 (in thousands of dollars)				
	2013	2012	2013 vs 2012 % Increase (Decrease)	2011	2012 vs 2011 % Increase (Decrease)
Revenues from external customers:					
Revenues from loan originations	\$ 104,111	\$ 120,749	(14%)	\$ 64,415	87%
Secondary gains from investors	23,839	29,804	(20%)	13,190	126%
Total	<u>\$ 127,950</u>	<u>\$ 150,553</u>	<u>(15%)</u>	<u>\$ 77,605</u>	<u>94%</u>
Earnings (Losses) before income taxes	<u>\$ 7,107</u>	<u>\$ 16,542</u>	<u>(57%)</u>	<u>\$ (1,922)</u>	<u>961%</u>

The decrease in earnings for the Company's mortgage operations for the twelve months ended December 31, 2013 as compared to December 31, 2012 was due to lower secondary gains on mortgage loans sold to investors and the decline in refinance activity as a result of the increase in mortgage loan interest rates in 2013.

Mortgage Loan Loss Settlements

The mortgage industry has seen potential loan losses decrease. Future loan losses are extremely difficult to estimate, especially in the current market. However, management believes that the Company's reserve methodology and its current practice of property preservation allow it to estimate its losses on loans sold. The amounts accrued for loan losses in years ended December 31, 2013 and 2012 were \$1,846,000 and \$4,053,000, respectively. The estimated liability for indemnification losses is included in other liabilities and accrued expenses and, as of December 31, 2013 and 2012, the balances were \$5,507,000 and \$6,035,000, respectively.

Settlement with Wells Fargo

On April 7, 2011, SecurityNational Mortgage entered into a settlement agreement with Wells Fargo Funding, Inc. ("Wells Fargo Funding"). The settlement agreement provides that it is intended to be a pragmatic commercial accommodation between SecurityNational Mortgage and Wells Fargo Funding and is not to be construed as an admission of responsibility, liability or fault for either party's claims. Under the terms of the settlement agreement, SecurityNational Mortgage paid an initial settlement amount to Wells Fargo Funding in the amount of \$4,300,000.

SecurityNational Mortgage is also required under the settlement agreement to set aside 10 basis points (.0010) during the period from April 8, 2011 to March 31, 2017 from the purchase proceeds of any loans that it sells to any mortgage loan purchaser, including Wells Fargo Funding, and pay such amounts to Wells Fargo Funding. SecurityNational Mortgage is additionally required under the settlement agreement to set aside 50% from the net proceeds that it receives from any sale, liquidation or other transfer of certain real estate properties that it owns, after subtracting taxes, commissions, recording fees and other transaction costs. These real estate properties consist of 27 real estate properties with a total book value as of December 31, 2013 of \$4,735,000.

In consideration for SecurityNational Mortgage making the initial settlement payment to Wells Fargo Funding, Wells Fargo Funding and related parties, including Wells Fargo Bank, released SecurityNational Mortgage and related parties, including the Company and Security National Life, from any claims, demands, damages, obligations, liabilities, or causes of action relating to residential mortgage loans that Wells Fargo Funding purchased from SecurityNational Mortgage prior to December 31, 2009. Similarly, SecurityNational Mortgage released Wells Fargo

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Funding and its related parties from any claims, demands, damages, obligations, liabilities, or causes of actions relating to residential mortgage loans that Wells Fargo Funding purchased from SecurityNational Mortgage prior to December 31, 2009.

Mortgage Loan Loss Demands

Third Party Investors

There have been assertions in third party investor correspondence that SecurityNational Mortgage sold mortgage loans that allegedly contained borrower misrepresentations or experienced early payment defaults, or that were otherwise allegedly defective or not in compliance with agreements between SecurityNational Mortgage and the third party investors consisting principally of financial institutions. As a result of these claims, third party investors have made demands that SecurityNational Mortgage repurchase certain alleged defective mortgage loans that were sold to such investors or indemnify them against any losses related to such loans.

The total amount of potential claims by third party investors is difficult to determine. The Company has reserved and accrued \$5,502,000 as of December 31, 2013 to settle all such investor related claims. The Company believes that the reserve for mortgage loan loss, which includes provisions for probable losses and indemnification on mortgage loans sold to investors, is reasonable based on available information. Moreover, the Company has successfully negotiated acceptable settlement terms with other third party investors that asserted claims for mortgage loan losses against SecurityNational Mortgage.

SecurityNational Mortgage disagrees with the repurchase demands and notices of potential claims from third party investors and believes it has significant defenses to these demands. If SecurityNational Mortgage is unable to resolve the alleged claims by the third party investors on acceptable terms, legal action may ensue. In the event of legal action, if SecurityNational Mortgage is not successful in its defenses against claims asserted by these third party investors to the extent that a substantial judgment is entered against SecurityNational Mortgage which is beyond its capacity to pay, SecurityNational Mortgage may be required to curtail or cease operations.

JP Morgan Chase Indemnification Demand

The Company and its wholly owned subsidiary, SecurityNational Mortgage, received a notice of claim for indemnification dated December 21, 2011, from JP Morgan Chase & Co. (“JP Morgan Chase”) on behalf of EMC Mortgage, LLC (“EMC Mortgage”), relating to 21 mortgage loans that EMC Mortgage allegedly purchased as a third party investor from SecurityNational Mortgage. The notice also referenced a guaranty agreement, dated February 23, 2006, by the Company for the benefit of EMC Mortgage. The indemnification notice additionally stated that EMC Mortgage had been named in a lawsuit by the Bear Stearns Mortgage Funding Trust 2007-AR2 (the “Trust”), which was filed on September 13, 2011 in the Delaware Court of Chancery.

The lawsuit the Trust brought against EMC Mortgage contends that more than 800 residential mortgage loans that EMC Mortgage sold to the Trust (including the 21 loans allegedly originated by SecurityNational Mortgage) contained breaches of representations and warranties with respect to the mortgage loans, as well as defaults and foreclosures in many of such loans. As a result of the alleged breaches of representations and warranties by EMC Mortgage, the complaint requests that EMC Mortgage be ordered to repurchase from the Trust any loans for which it breached its representations and warranties, in the amount of the mortgage loans’ outstanding principal balance and all accrued but unpaid interest.

The indemnification notice from JP Morgan Chase further alleged that the Company and SecurityNational Mortgage are required to indemnify EMC Mortgage for any of its losses arising from the lawsuit that the Trust brought against EMC based upon allegedly untrue statements of material fact related to information that was provided by SecurityNational Mortgage. To the extent the claims in the complaint relate to the 21 mortgage loans that SecurityNational Mortgage allegedly sold to EMC Mortgage, the Company believes it has significant defenses to such claims. The Company intends to vigorously defend itself and SecurityNational Mortgage in the event that JP Morgan Chase were to bring any legal action to require the Company or SecurityNational Mortgage to indemnify it for any loss, liability or expense in connection with the lawsuit that the Trust has brought against EMC Mortgage.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Mortgage Loan Loss Litigation

Lehman Brothers - Aurora Loan Services Litigation

On April 15, 2005, SecurityNational Mortgage entered into a loan purchase agreement with Lehman Brothers Bank, FSB (“Lehman Bank”). Under the terms of the loan purchase agreement, Lehman Bank agreed to purchase mortgage loans from time to time from SecurityNational Mortgage. During 2007, Lehman Bank and its wholly owned subsidiary, Aurora Loan Services LLC (“Aurora Loan Services”), purchased a total of 1,490 mortgage loans in the aggregate amount of \$352,774,000 from SecurityNational Mortgage. Lehman Bank asserted that certain of the mortgage loans that it purchased from SecurityNational Mortgage during 2007 contained alleged misrepresentations and early payment defaults. As a result of these alleged breaches in the mortgage loans, Lehman Bank contended it had the right to require SecurityNational Mortgage to repurchase certain loans or be liable for losses related to such loans under the loan purchase agreement. SecurityNational Mortgage disagrees with these claims.

On December 17, 2007, SecurityNational Mortgage entered into an Indemnification Agreement with Lehman Bank and Aurora Loan Services. Under the terms of the Indemnification Agreement, SecurityNational Mortgage agreed to indemnify Lehman Bank and Aurora Loan Services for 75% of all losses that Lehman Bank and Aurora Loan Services may incur relative to breaches by mortgagors pertaining to 55 mortgage loans that were purchased from SecurityNational Mortgage. SecurityNational Mortgage was released from any obligation to pay the remaining 25% of such losses. The Indemnification Agreement also required SecurityNational Mortgage to indemnify Lehman Bank and Aurora Loan Services for 100% of any future losses incurred on mortgage loans with breaches that were not among the 55 mortgage loans.

Pursuant to the Indemnification Agreement, SecurityNational Mortgage paid \$395,000 to Aurora Loan Services as a deposit into a reserve account, to secure any obligations of SecurityNational Mortgage under the Indemnification Agreement. This deposit was in addition to a \$250,000 deposit that SecurityNational Mortgage previously made into the reserve account for a total of \$645,000. Losses from mortgage loans with alleged breaches were payable from the reserve account. However, Lehman Bank and Aurora Loan Services were not to apply any funds from the reserve account to a particular mortgage loan until an actual loss had occurred. Under the Indemnification Agreement SecurityNational Mortgage was to pay to Aurora Loan Services each calendar month the difference between the reserve account balance and \$645,000, but in no event would SecurityNational Mortgage be required to make payments into the reserve account in excess of \$125,000 for any calendar month.

Since the reserve account was established, funds had been paid from the account to indemnify \$4,281,000 in alleged losses from 31 mortgage loans that were among 55 mortgage loans with alleged breaches that were covered by the Indemnification Agreement and ten other mortgage loans with alleged breaches. In the last monthly billing statement dated April 24, 2011 to SecurityNational Mortgage, Lehman Brothers Holdings Inc. (“Lehman Holdings”) claimed that SecurityNational Mortgage owed approximately \$3,745,000 for mortgage loan losses under the Indemnification Agreement.

During 2010 and 2011, the Company recognized alleged losses of \$1,289,000 and \$-0-, respectively. However, management cannot fully determine the total losses because there may be potential claims for losses that have not yet been determined. As of December 31, 2013, the Company had not accrued for any losses under the Indemnification Agreement. SecurityNational Mortgage was involved in discussions with Lehman Bank and Lehman Holdings concerning issues under the Indemnification Agreement. During the discussion period, monthly payments for December 2010 and January, February, March and April of 2011 totaling \$625,000 were abated or deferred.

On May 11, 2011, SecurityNational Mortgage filed a complaint against Aurora Bank FSB, formerly known as Lehman Bank, and Aurora Loan Services in the United States District Court for the District of Utah because it had been unable to resolve certain issues under the Indemnification Agreement. The complaint alleges, among other things, material breach of the Indemnification Agreement, including a claim that neither Lehman Bank nor Aurora Loan Services owned mortgage loans sold by SecurityNational to justify the amount of payments demanded from, and made by SecurityNational Mortgage. As a result, SecurityNational Mortgage claims it is

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

entitled to judgment of approximately \$4,000,000 against Lehman Bank, as well as Aurora Loan Services to the extent of its involvement and complicity with Lehman Bank. The complaint also alleges a second claim for material breach of a section of the Indemnification Agreement that contains an alleged “sunset” provision and that the amount of the requested payments made was not justified under the “sunset” provision.

On June 8, 2011, Lehman Holdings, which had filed for bankruptcy in September 2008, filed a complaint against SecurityNational Mortgage in the United States District Court for the District of Utah. A Lehman Holdings’ subsidiary owns Lehman Bank. The complaint alleges that SecurityNational Mortgage sold loans to Lehman Bank, which were then sold to Lehman Holdings. The complaint additionally alleges that Lehman Bank and Aurora Loan Services assigned their rights and remedies under the loan purchase agreement, as well as the Indemnification Agreement to Lehman Holdings, which latter assignment purportedly took place on March 28, 2011. Lehman Holdings declared in a letter dated June 2, 2011 that the Indemnification Agreement was null and void except for losses previously released and discharged, which is disputed by SecurityNational Mortgage.

Lehman Holdings’ alleged claims are for damages for breach of contract and breach of warranty pursuant to a loan purchase agreement and Seller’s Guide. Based on claiming that the Indemnification Agreement is null and void pursuant to its lawsuit, Lehman Holdings has initially claimed damages in excess of \$5,000,000. Prior to declaring the Indemnification Agreement null and void, Lehman Holdings claimed in a then recent billing statement under the terms of the Indemnification Agreement, that SecurityNational Mortgage owed approximately \$3,745,000 for mortgage loan losses under the Indemnification Agreement. SecurityNational Mortgage strongly disagrees with the position of Lehman Holdings and, as set forth in its May 11, 2011 complaint, seeks affirmative relief of approximately \$4,000,000 from Lehman Bank and Aurora Loan Services, which are related to Lehman Holdings.

On September 4, 2012, SecurityNational Mortgage filed a motion for summary judgment in its action against Lehman Bank and Aurora Loan Services on certain material issues, as well as against Lehman Holdings regarding its claims against SecurityNational Mortgage. Lehman Bank and Aurora Loan Services filed a cross motion for summary judgment as to the issues in SecurityNational Mortgage’s motion and, in the Lehman Holdings case, Lehman Holdings has requested that the Court allow a cross motion on the issues which are the subject of SecurityNational Mortgage’s September 4, 2012 motion. The cases are before two different federal judges.

On February 27, 2013, SecurityNational Mortgage’s motion for summary judgment against Lehman Bank and Aurora Loan Services and the related cross motion were heard by Judge David Nuffer of the United States District Court for the District of Utah. After an extensive hearing, Judge Nuffer requested that the parties prepare findings of fact in accordance with the Court’s earlier promulgated findings as modified at the hearing, and that each party submit proposed conclusions of law related to the motions. Judge Nuffer also said that he may request a further hearing on the matter. The motion and cross motion were taken under advisement. SecurityNational Mortgage’s motion in the Lehman Holdings case was set for hearing on April 22, 2014 before Judge Ted Stewart of the United States District Court for the District of Utah, with a trial, as may be necessary, set for August 11, 2014.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Significant Accounting Policies

The following is a brief summary of our significant accounting policies and a review of our most critical accounting estimates. See Note 1 of the Notes to Consolidated Financial Statements.

Insurance Operations

In accordance with generally accepted accounting principles in the United States of America (GAAP), premiums and considerations received for interest sensitive products such as universal life insurance and ordinary annuities are reflected as increases in liabilities for policyholder account balances and not as revenues. Revenues reported for these products consist of policy charges for the cost of insurance, administration charges, amortization of policy initiation fees and surrender charges assessed against policyholder account balances. Surrender benefits paid relating to these products are reflected as decreases in liabilities for policyholder account balances and not as expenses.

The Company receives investment income earned from the funds deposited into account balances, a portion of which is passed through to the policyholders in the form of interest credited. Interest credited to policyholder account balances and benefit claims in excess of policyholder account balances are reported as expenses in the consolidated financial statements.

Premium revenues reported for traditional life insurance products are recognized as revenues when due. Future policy benefits are recognized as expenses over the life of the policy by means of the provision for future policy benefits.

The costs related to acquiring new business, including certain costs of issuing policies and other variable selling expenses (principally commissions), defined as deferred policy acquisition costs, are capitalized and amortized into expense. For nonparticipating traditional life products, these costs are amortized over the premium paying period of the related policies, in proportion to the ratio of annual premium revenues to total anticipated premium revenues. Such anticipated premium revenues are estimated using the same assumption used for computing liabilities for future policy benefits and are generally “locked in” at the date the policies are issued. For interest sensitive products, these costs are amortized generally in proportion to expected gross profits from surrender charges and investment, mortality and expense margins. This amortization is adjusted when the Company revises the estimate of current or future gross profits or margins. For example, deferred policy acquisition costs are amortized earlier than originally estimated when policy terminations are higher than originally estimated or when investments backing the related policyholder liabilities are sold at a gain prior to their anticipated maturity.

Death and other policyholder benefits reflect exposure to mortality risk and fluctuate from year to year on the level of claims incurred under insurance retention limits. The profitability of the Company is primarily affected by fluctuations in mortality, other policyholder benefits, expense levels, interest spreads (i.e., the difference between interest earned on investments and interest credited to policyholders) and persistency. The Company has the ability to mitigate adverse experience through sound underwriting, asset/liability duration matching, sound actuarial practices, adjustments to credited interest rates, policyholder dividends and cost of insurance charges.

Cemetery and Mortuary Operations

Pre-need sales of funeral services and caskets, including revenue and costs associated with the sales of pre-need funeral services and caskets, are deferred until the services are performed or the caskets are delivered.

Pre-need sales of cemetery interment rights (cemetery burial property), including revenue and costs associated with the sales of pre-need cemetery interment rights, are recognized in accordance with the retail land sales provisions of generally accepted accounting principles in the United States (GAAP). Under GAAP, recognition of revenue and associated costs from constructed cemetery property must be deferred until a minimum percentage of the sales price has been collected. Revenues related to the pre-need sale of unconstructed cemetery property will be deferred until such property is constructed and meets the criteria of GAAP, described above.

Pre-need sales of cemetery merchandise (primarily markers and vaults), including revenue and costs associated with the sales of pre-need cemetery merchandise, are deferred until the merchandise is delivered.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Pre-need sales of cemetery services (primarily merchandise delivery and installation fees and burial opening and closing fees), including revenue and costs associated with the sales of pre-need cemetery services, are deferred until the services are performed.

Prearranged funeral and pre-need cemetery customer obtaining costs, including costs incurred related to obtaining new pre-need cemetery and prearranged funeral business are accounted for under the guidance of the provisions of GAAP related to Financial Services - Insurance. Obtaining costs, which include only costs that vary with and are primarily related to the acquisition of new pre-need cemetery and prearranged funeral business, are deferred until the merchandise is delivered or services are performed.

Revenues and costs for at-need sales are recorded when a valid contract exists, the services are performed, collection is reasonably assured, and there are no significant obligations remaining.

Mortgage Operations

Mortgage fee income consists of origination fees, processing fees and certain other income related to the origination and sale of mortgage loans. For mortgage loans sold to third party investors, mortgage fee income and related expenses are recognized pursuant to generally accepted accounting principles at the time the sales of the mortgage loans comply with the sales criteria for the transfer of financial assets. The sales criteria is as follows: (i) the transferred assets have been isolated from the Company and its creditors, (ii) the transferee has the right to pledge or exchange the mortgage, and (iii) the Company does not maintain effective control over the transferred mortgage.

The Company must determine that all three sales criteria are met at the time a mortgage loan is funded. All rights and title to the mortgage loans are assigned to unrelated financial institution investors, including investor commitments for the loans made prior to warehouse banks purchasing the loans under the purchase commitments. As of December 31, 2013, there was \$115,806,000 in mortgage loans in which settlements with third party investors were still pending.

The Company sells all mortgage loans to third party investors without recourse. However, it may be required to repurchase a loan or pay a fee instead of repurchase under certain events, which include the following:

- Failure to deliver original documents specified by the investor,
- The existence of misrepresentation or fraud in the origination of the loan,
- The loan becomes delinquent due to nonpayment during the first several months after it is sold,
- Early pay-off of a loan, as defined by the agreements,
- Excessive time to settle a loan,
- Investor declines purchase, and
- Discontinued product and expired commitment.

Loan purchase commitments generally specify a date 30 to 45 days after delivery upon which the underlying loans should be settled. Depending on market conditions, these commitment settlement dates can be extended at a cost to the Company. Generally, a ten day extension will cost .125% (12.5 basis points) of the loan amount. The Company's historical data shows that 99% of all loans originated are generally settled by the investors as agreed within 16 days after delivery. There are situations, however, when the Company determines that it is unable to enforce the settlement of loans rejected by the third-party investors and that it is in its best interest to repurchase those loans from the warehouse banks.

It is the Company's policy to cure any documentation problems regarding such loans at a minimal cost for up to a six-month time period and to pursue efforts to enforce loan purchase commitments from third-party investors concerning the loans. The Company believes that six months allows adequate time to remedy any documentation issues, to enforce purchase commitments, and to exhaust other alternatives. Remedial methods include the following:

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Research reasons for rejection,

- Provide additional documents,
- Request investor exceptions,
- Appeal rejection decision to purchase committee, and
- Commit to secondary investors.

Once purchase commitments have expired and other alternatives to remedy are exhausted, which could be earlier than the six month time period, the loans are repurchased and transferred to the long term investment portfolio at the lower of cost or fair value and the previously recorded sales revenue is reversed. Any loan that later becomes delinquent is evaluated by the Company at that time and any impairment is adjusted accordingly.

Determining lower of cost or market. Cost is equal to the amount paid to the warehouse bank and the amount originally funded by the Company. Market value, while often difficult to determine, is based on the following guidelines:

- For loans that have an active market, the Company uses the market price on the repurchase date.
- For loans where there is no market but there is a similar product, the Company uses the market value for the similar product on the repurchase date.
- For loans where no active market exists on the repurchase date, the Company determines that the unpaid principal balance best approximates the market value on the repurchase date, after considering the fair value of the underlying real estate collateral and estimated future cash flows.

The appraised value of the real estate underlying the original mortgage loan adds significance to the Company's determination of fair value because, if the loan becomes delinquent, the Company has sufficient value to collect the unpaid principal balance or the carrying value of the loan. In determining the market value on the date of repurchase, the Company considers the total value of all of the loans because any sale of loans would be made as a pool.

For mortgages originated and held for investment, mortgage fee income and related expenses are recognized when the loan is originated.

As of December 31, 2013, the Company's long term mortgage loan portfolio consisted of \$12,424,000 in mortgage loans with delinquencies more than 90 days. Of this amount, \$6,492,000 of the loans were in foreclosure proceedings. The Company has not received or recognized any interest income on the \$12,424,000 in mortgage loans with delinquencies more than 90 days. During the twelve months ended December 31, 2013 and 2012, the Company increased its allowance for mortgage losses by \$221,000 and \$434,000, respectively, which was charged to bad debt expense and included in selling, general and administrative expenses for the period. The allowances for mortgage loan losses as of December 31, 2013 and 2012 were \$1,652,000 and \$4,240,000, respectively.

Also at December 31, 2013, the Company had foreclosed on a total of \$59,831,000 in long term mortgage loans, of which \$3,930,000 of the loans foreclosed were reclassified as other real estate held for investment during 2013. The Company carries the foreclosed properties in Security National Life, Memorial Estates, and SecurityNational Mortgage, its life, cemeteries and mortuaries, and mortgage subsidiary, and will rent the properties until it is deemed economically desirable to sell them.

Mortgage fee income is generated through the origination and refinancing of mortgage loans and is realized in accordance with GAAP related to sales of financial assets.

The majority of loans originated are sold to third party investors. The amounts sold to investors are shown on the balance sheet as mortgage loans sold to investors, and include the fees due from the investors.

Use of Significant Accounting Estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect reported amounts and disclosures. It is reasonably possible that actual experience could differ

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

from the estimates and assumptions utilized which could have a material impact on the financial statements. The following is a summary of our significant accounting estimates, and critical issues that impact them:

Fixed Maturities and Equity Securities Available for Sale

Securities available for sale are carried at estimated fair value, with unrealized holding gains and losses reported in accumulated other comprehensive income, which is included in stockholders' equity after adjustment for deferred income taxes and deferred acquisition costs related to universal life products.

When the value of a security declines and the decline is determined to be other than temporary, the carrying value of the investment is reduced to its fair value and a realized loss is recorded to the extent of the decline.

Deferred Acquisition Costs

Amortization of deferred policy acquisition costs for interest sensitive products is dependent upon estimates of current and future gross profits or margins on this business. Key assumptions used include the following: yield on investments supporting the liabilities, amount of interest or dividends credited to the policies, amount of policy fees and charges, amount of expenses necessary to maintain the policies, amount of death and surrender benefits, and the length of time the policies will stay in force.

For nonparticipating traditional life products, these costs are amortized over the premium paying period of the related policies in proportion to the ratio of annual premium revenues to total anticipated premium revenues. Such anticipated premium revenues are estimated using the same assumption used for computing liabilities for future policy benefits and are generally "locked in" at the date the policies are issued.

Value of Business Acquired

Value of business acquired is the present value of estimated future profits of the acquired business and is amortized similar to deferred acquisition costs. The critical issues explained for deferred acquisition costs would also apply for value of business acquired.

Allowance for Doubtful Accounts

The Company accrues an estimate of potential losses for the collection of receivables. The significant receivables are the result of receivables due on mortgage loans sold to investors, cemetery and mortuary operations, mortgage loan operations and other receivables. The allowance is based upon the Company's experience. The critical issue that would impact recovery of the cemetery and mortuary receivables is the overall economy. The critical issues that would impact recovery of mortgage loan operations would be interest rate risk and loan underwriting.

Future Policy Benefits

Reserves for future policy benefits for traditional life insurance products requires the use of many assumptions, including the duration of the policies, mortality experience, expenses, investment yield, lapse rates, surrender rates, and dividend crediting rates.

These assumptions are made based upon historical experience, industry standards and a best estimate of future results and, for traditional life products, include a provision for adverse deviation. For traditional life insurance, once established for a particular series of products, these assumptions are generally held constant.

Unearned Revenue

The universal life products the Company sells have significant policy initiation fees (front-end load) that are deferred and amortized into revenues over the estimated expected gross profits from surrender charges and investment, mortality and expense margins. The same issues that impact deferred acquisition costs would apply to unearned revenue.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Deferred Pre-need Cemetery and Funeral Contracts Revenues and Estimated Future Cost of Pre-need Sales

The revenue and cost associated with the sales of pre-need cemetery merchandise and funeral services are deferred until the merchandise is delivered or the service is performed.

The Company, through its cemetery and mortuary operations, provides a guaranteed funeral arrangement wherein a prospective customer can receive future goods and services at guaranteed prices. To accomplish this, the Company, through its life insurance operations, sells to the customer an increasing benefit life insurance policy that is assigned to the mortuaries. If, at the time of need, the policyholder/potential mortuary customer utilizes one of the Company's facilities, the guaranteed funeral arrangement contract that has been assigned will provide the funeral goods and services at the contracted price. The increasing life insurance policy will cover the difference between the original contract prices and current prices. Risks may arise if the difference cannot be fully met by the life insurance policy.

Mortgage Servicing Rights

Mortgage Service Rights (MSR) arise from contractual agreements between the Company and third-party investors (or their agents) when mortgage loans are sold. Under these contracts, the Company is obligated to retain and provide loan servicing functions on the loans sold, in exchange for fees and other remuneration. The servicing functions typically performed include, among other responsibilities, collecting and remitting loan payments; responding to borrower inquiries; accounting for principal and interest, holding custodial (impound) funds for payment of property taxes and insurance premiums; counseling delinquent mortgagors; and supervising the acquisition of REO and property dispositions. The Company initially accounts for MSRs at fair value and subsequently accounts for them using the amortization method. MSR amortization is determined by amortizing the balance straight-line over an estimated nine year life. The Company periodically assesses MSRs accounted for using the amortization method for impairment.

Mortgage Allowance for Loan Loss and Loan Loss Reserve

The Company provides allowances for losses on its mortgage loans through an allowance for loan losses (a contra-asset account) and through the mortgage loan loss reserve (a liability account). The allowance for loan losses is an allowance for losses on the Company's mortgage loans held for investment. The allowance is comprised of two components. The first component is an allowance for collectively evaluated impairment that is based upon the Company's historical experience in collecting similar receivables. The second component is based upon individual evaluation of loans that are determined to be impaired. Upon determining impairment the Company establishes an individual impairment allowance based upon an assessment of the fair value of the underlying collateral.

When a mortgage loan is past due more than 90 days, the Company, where appropriate, sets up an allowance to approximate the excess of the carrying value of the mortgage loan over the estimated fair value of the underlying real estate collateral. Once a loan is past due more than 90 days the Company does not accrue any interest income and proceeds to foreclose on the real estate. All expenses for foreclosure are expensed as incurred. Once foreclosed the carrying value will approximate its fair value and the amount will be classified as real estate owned. The Company carries the foreclosed property in Security National Life, Memorial Estates and SecurityNational Mortgage, its life, cemeteries and mortuaries, and mortgage subsidiary, and will rent the properties until it is deemed desirable to sell them. The Company is currently able to rent properties at a 2% to 8% gross return.

The mortgage loan loss reserve is an estimate of probable losses at the balance sheet date that the Company will realize in the future on mortgage loans sold to third party investors. The Company may be required to reimburse third party investors for costs associated with early payoff of loans within the first six months of such loans and to repurchase loans where there is a default in any of the first four monthly payments to the investors or, in lieu of repurchase, to pay a negotiated fee to the investors. The Company's estimates are based upon historical loss experience and the best estimate of the probable loan loss liabilities.

Upon completion of a transfer that satisfies the conditions to be accounted for as a sale, the Company initially measures at fair value liabilities incurred in a sale relating to any guarantee or recourse provisions. The Company

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

accrues a monthly allowance for indemnification losses to investors based on total production. This estimate is based on the Company's historical experience. The amount accrued for and the charge to expense is included in selling, general and administrative expenses. The estimated liability for indemnification losses is included in other liabilities and accrued expenses. The Company believes the allowance for loan losses and the loan loss reserve represent probable loan losses incurred as of the balance sheet date.

Deferred Compensation

The Company has deferred compensation agreements with several of its current and past executive officers. The deferred compensation is payable upon retirement or death of these individuals either in annual installments (ten years) or a lump sum settlement, if approved by the Board of Directors. The Company has accrued the present value of these benefits based upon their future retirement dates and other factors, on its consolidated financial statements.

Depreciation

Depreciation is calculated principally on the straight-line-method over the estimated useful lives of the assets, which range from 3 to 40 years. Leasehold improvements are amortized over the lesser of the useful life or remaining lease terms.

Captive Insurance

This Company belongs to a captive insurance group for certain casualty insurance, workers compensation and liability programs. Insurance reserves are maintained relative to these programs. The level of exposure from catastrophic events is limited by the purchase of stop-loss and aggregate liability reinsurance coverage. When estimating the insurance liabilities and related reserves, the captive insurance management considers a number of factors, which include historical claims experience, demographic factors, severity factors and valuations provided independent third-party actuaries. If actual claims or adverse development of loss reserves occurs and exceed these estimates, additional reserves may be required. The estimation process contains uncertainty since captive insurance management must use judgment to estimate the ultimate cost that will be incurred to settle reported claims and unreported claims for incidents incurred but not reported as of the balance sheet date.

Results of Consolidated Operations

2013 Compared to 2012

Total revenues decreased by \$18,945,000, or 8.1%, to \$215,315,000 for fiscal year 2013 from \$234,260,000 for the fiscal year 2012. Contributing to this decrease in total revenues was a \$23,087,000 decrease in mortgage fee income and a \$1,562,000 decrease in net investment income. This decrease in total revenues was partially offset by a \$2,256,000 increase in insurance premiums and other considerations, a \$1,447,000 increase in other revenues, a \$1,136,000 increase in net cemetery and mortuary sales, and an \$871,000 decrease in other than temporary impairments.

Insurance premiums and other considerations increased by \$2,256,000, or 4.7%, to \$50,472,000 for 2013, from \$48,216,000 for the comparable period in 2012. This increase was due to an increase in first year premiums as a result of increased insurance sales in 2013.

Net investment income decreased by \$1,562,000, or 7.1%, to \$20,354,000 for 2013, from \$21,916,000 for the comparable period in 2012. This decrease was primarily attributable to a \$3,103,000 increase in investment expenses, an \$877,000 decrease in interest from mortgage loans, a \$53,000 decrease in equity securities income, and a \$31,000 decrease in policy loans income. This decrease was partially offset by a \$1,731,000 increase in income from real estate, a \$535,000 increase in fixed maturity securities income, and a \$236,000 increase in income from short-term investments.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Net cemetery and mortuary sales increased by \$1,136,000, or 10.5%, to \$12,000,000 for 2013, from \$10,864,000 for the comparable period in 2012. This increase was primarily due to a \$622,000 increase in cemetery pre-need and at-need sales, and a \$514,000 increase in mortuary at-need sales.

Realized gains on investments and other assets decreased by \$6,000, or 0.5%, to \$1,418,000 in realized gains for 2013, from \$1,424,000 in realized gains for the comparable period in 2012. This decrease in realized gains and losses on investments and other assets was primarily due to a \$410,000 decrease in gains and losses on fixed maturity securities held to maturity. This decrease was partially offset by a \$252,000 increase in gains and losses on other assets, and a \$152,000 increase in gains and losses on marketable securities.

Other than temporary impairments on investments decreased by \$871,000, or 72.2%, to \$336,000 for 2013 from \$1,207,000 for the comparable period in 2012. This decrease was due to a \$679,000 decrease in impairments on real estate held for investment and mortgage loans, a \$147,000 decrease in impairments on marketable securities, and a \$45,000 decrease in impairments on fixed maturity securities held to maturity.

Mortgage fee income decreased by \$23,087,000, or 15.2%, to \$128,801,000 for 2013, from \$151,888,000 for the comparable period in 2012. This decrease was primarily attributable to lower secondary gains from mortgage loans sold to investors and the decline in refinance activity as a result of the increase in mortgage loan rates in 2013.

Other revenues increased by \$1,447,000, or 124.9%, to \$2,606,000 for 2013 from \$1,159,000 for the comparable period in 2012. This increase was due to an increase in mortgage servicing revenues.

Total benefits and expenses were \$205,491,000, or 95.3% of total revenues, for 2013, as compared to \$212,909,000, or 90.9% of total revenues, for the comparable period in 2012.

Death benefits, surrenders and other policy benefits, and future policy benefits increased by an aggregate of \$2,449,000, or 5.4%, to \$48,130,000 for 2013, from \$45,681,000 for the comparable period in 2012. This increase was primarily the result of a \$3,771,000 increase in death benefits, a \$518,000 increase in surrender and other policy benefits offset by a \$1,840,000 decrease in future policy benefits.

Amortization of deferred policy and pre-need acquisition costs and value of business acquired decreased by \$267,000, or 4.9%, to \$5,182,000 for 2013, from \$5,449,000 for the comparable period in 2012. This decrease was primarily due to improved persistency in the traditional life and universal life lines of business.

Selling, general and administrative expenses decreased by \$8,903,000, or 5.7%, to \$147,407,000 for 2013, from \$156,310,000 for the comparable period in 2012. This decrease was primarily the result of a decrease in mortgage loan originations by SecurityNational Mortgage, which was attributed to the decline in refinance activity as a result of the increase in mortgage loan rates in 2013. Commission expenses decreased by \$17,861,000, from \$83,840,000 in 2012 to \$65,979,000 in 2013 as a result of the decline in refinance activity in 2013. Costs related to funding mortgage loans decreased by \$296,000, from \$6,931,000 in 2012 to \$6,635,000 in 2013 as a result of the decline in refinance activity in 2013. Provision for loan losses decreased by \$2,488,000, from \$4,239,000 in 2012 to \$1,751,000 in 2013.

The decreases in selling, general and administrative expenses were partially offset by an increase in salaries of \$5,921,000, from \$27,099,000 in 2012 to \$33,020,000 in 2013, primarily due to an increase in the number of employees. Other expenses increased by \$5,821,000, from \$34,200,000 in 2012 to \$40,021,000 in 2013 primarily due to an increase in mortgage servicing fees.

Interest expense decreased by \$890,000, or 23.8%, to \$2,854,000 for 2013, from \$3,744,000 for the comparable period in 2012. This decrease was primarily due to reduction in outstanding balances on warehouse lines of credit used to fund mortgage loans.

Cost of goods and services sold of the cemeteries and mortuaries increased by \$195,000, or 11.3%, to \$1,919,000 for 2013, from \$1,724,000 for the comparable period in 2012. This increase was primarily due to an increase in mortuary at-need sales and an increase in cemetery pre-need and at-need sales.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Other comprehensive income for the years ended December 31, 2013 and December 31, 2012 amounted to a loss of \$716,000 and a gain of \$1,280,000, respectively. This decrease of \$1,996,000 in 2013 was primarily the result of a loss of \$1,873,000 in derivatives related to mortgage loans and a \$123,000 unrealized loss in marketable securities.

2012 Compared to 2011

Total revenues increased by \$74,693,000, or 46.8%, to \$234,260,000 for fiscal year 2012 from \$159,567,000 for the fiscal year 2011. Contributing to this increase in total revenues was a \$72,842,000 increase in mortgage fee income, a \$3,345,000 increase in net investment income, a \$103,000 increase in net cemetery and mortuary sales, and a \$50,000 increase in other revenues. This increase in total revenues was partially offset by a \$1,039,000 decrease in realized gains on investments and other assets, a \$367,000 increase in other than temporary impairments, and a \$241,000 decrease in insurance premiums and other considerations.

Insurance premiums and other considerations decreased by \$241,000, or 0.5%, to \$48,216,000 for 2012, from \$48,457,000 for the comparable period in 2011. This decrease was primarily due to a decrease in renewal premiums due to the decline of older blocks of business, which was offset by an increase in first year premiums due to increased insurance sales.

Net investment income increased by \$3,245,000, or 18.0%, to \$21,915,000 for 2012, from \$18,570,000 for the comparable period in 2011. This increase was primarily attributable to a \$2,461,000 increase in income from short-term investments, a \$1,186,000 increase in income from real estate, a \$378,000 decrease in investment expenses, and a \$21,000 increase in interest on mortgage loans on real estate. This increase was partially offset by a \$32,000 decrease in fixed maturity securities income, an \$8,000 decrease in equity securities income, and a \$5,000 decrease in policy loans income.

Net cemetery and mortuary sales increased by \$103,000, or 1.0%, to \$10,864,000 for 2012, from \$10,761,000 for the comparable period in 2011. This increase was primarily due to a \$400,000 increase in cemetery pre-need and at-need sales, which was offset by a \$297,000 decrease in mortuary at-need sales.

Realized gains on investments and other assets decreased by \$1,039,000, or 42.2%, to \$1,425,000 in realized gains for 2012, from \$2,464,000 in realized gains for the comparable period in 2011. This decrease in realized gains and losses on investments and other assets was primarily due to the one-time gain of \$887,000 on the sale of Greer-Wilson Funeral Home and Crystal Rose Funeral Home that occurred in 2011, a \$310,000 decrease in gains and losses on fixed maturity securities held to maturity, and an \$85,000 decrease in gains and losses on marketable securities.

Other than temporary impairments on investments increased by \$367,000, or 43.6%, to \$1,208,000 for 2012 from \$841,000 for the comparable period in 2011. This increase was due to a \$195,000 increase in impairments on marketable securities, a \$95,000 increase in impairments on mortgage loans, a \$40,000 increase in impairments on fixed maturity securities held to maturity, and a \$37,000 increase in impairments on real estate held for investment.

Mortgage fee income increased by \$72,842,000, or 92.2%, to \$151,888,000 for 2012, from \$79,046,000 for the comparable period in 2011. This increase was primarily attributable to an increase in secondary gains on mortgage loans sold to investors and an increase in mortgage loan volume due to the expansion of the retail operations of SecurityNational Mortgage, including the opening of additional retail loan offices.

Other revenues increased by \$50,000, or 4.5%, to \$1,159,000 for 2012 from \$1,109,000 for the comparable period in 2011. This increase was due to an increase in miscellaneous revenues throughout the Company's operations.

Total benefits and expenses were \$212,909,000, or 90.9% of total revenues, for 2012, as compared to \$158,331,000, or 99.2% of total revenues, for the comparable period in 2011.

Death benefits, surrenders and other policy benefits, and future policy benefits decreased by an aggregate of \$523,000, or 1.1%, to \$45,681,000 for 2012, from \$46,204,000 for the comparable period in 2011. This increase was primarily the result of a \$93,000 increase in death benefits, a \$207,000 increase in surrender and other policy benefits, which was offset by an \$823,000 decrease in future policy benefits.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Amortization of deferred policy and pre-need acquisition costs and value of business acquired decreased by \$320,000, or 5.5%, to \$5,449,000 for 2012, from \$5,769,000 for the comparable period in 2011. This decrease was primarily due to improved persistency in the traditional life and universal life lines of business.

Selling, general and administrative expenses increased by \$53,796,000, or 52.5%, to \$156,310,000 for 2012, from \$102,514,000 for the comparable period in 2011. This increase was primarily the result of the expansion of the retail loan operations of SecurityNational Mortgage, including the opening of additional retail loan offices in 2012. Commission expenses increased by \$36,325,000, from \$47,515,000 in 2011 to \$83,840,000 in 2012 as a result of the expansion of the retail loan operations of SecurityNational Mortgage. Salaries increased by \$4,621,000, from \$22,478,000 in 2011 to \$27,099,000 in 2012, primarily due to an increase in the number of employees and the expansion of the retail loan operations of SecurityNational Mortgage.

Costs related to funding mortgage loans increased by \$2,691,000, from \$4,240,000 in 2011 to \$6,931,000 in 2012 as a result of the expansion of the retail loan operations of SecurityNational Mortgage. Provision for loan losses increased by \$2,169,000, from \$2,070,000 in 2011 to \$4,239,000 in 2012. Other expenses increased by \$7,990,000, from \$26,210,000 in 2011 to \$34,200,000 in 2012.

Interest expense increased by \$1,783,000, or 90.9%, to \$3,744,000 for 2012, from \$1,961,000 for the comparable period in 2011. This increase was primarily due to an increase in the outstanding balances on warehouse lines of credit used to fund mortgage loans.

Cost of goods and services sold of the cemeteries and mortuaries decreased by \$159,000, or 8.4%, to \$1,724,000 for 2012, from \$1,883,000 for the comparable period in 2011. This decrease was primarily due to a decrease in mortuary at-need sales, which was partially offset by an increase in cemetery pre-need and at-need sales.

Other comprehensive income for the years ended December 31, 2012 and December 31, 2011 amounted to gains of \$1,280,000 and a loss of \$534,000, respectively. This increase of \$1,814,000 in 2012 was primarily the result a \$1,503,000 increase in unrealized gains in marketable securities and a gain of \$311,000 in derivatives related to mortgage loans.

Risks

The following is a description of the most significant risks facing the Company and how it mitigates those risks:

Legal and Regulatory Risks. The risk that changes in the legal or regulatory environment in which the Company operates will create additional expenses and risks not anticipated by the Company in developing and pricing its products. Regulatory initiatives designed to reduce insurer profits, new legal theories or insurance company insolvencies through guaranty fund assessments may create costs for the insurer beyond those recorded in the consolidated financial statements. In addition, changes in tax law with respect to mortgage interest deductions or other public policy or legislative changes may affect the Company's mortgage sales. Also, the Company may be subject to further regulations in the cemetery and mortuary business. The Company mitigates these risks by offering a wide range of products and by diversifying its operations, thus reducing its exposure to any single product or jurisdiction, and also by employing underwriting practices that identify and minimize the adverse impact of such risks.

Mortgage Industry Risks. Developments in the mortgage industry and credit markets can adversely affect the Company's ability to sell its mortgage loans to investors, which can impact the Company's financial results by requiring it to assume the risk of holding and servicing any unsold loans.

The mortgage loan loss reserve is an estimate of probable losses at the balance sheet date that the Company will realize in the future on mortgage loans sold to third party investors. The Company's mortgage subsidiaries may be required to reimburse third party investors for costs associated with early payoff of loans within the first six months of such loans and to repurchase loans where there is a default in any of the first four monthly payments to the investors or, in lieu of repurchase, to pay a negotiated fee to the investors. The Company's estimates are based upon historical loss experience and the best estimate of the probable loan loss liabilities.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

Upon completion of a transfer that satisfies the conditions to be accounted for as a sale, the Company initially measures at fair value liabilities incurred in a sale relating to any guarantee or recourse provisions. The Company accrues a monthly allowance for indemnification losses to investors based on its historical experience. The amounts accrued for loan losses in years ended December 31, 2013, 2012 and 2011 were \$1,846,000, \$4,053,000 and \$1,668,000, respectively, and the charge to expense has been included in selling, general and administrative expenses. The estimated liability for indemnification losses is included in other liabilities and accrued expenses and, as of December 31, 2013 and 2012, the balances were \$5,507,000 and \$6,035,000, respectively. The Company believes the allowance for loan losses and the loan loss reserve represent probable loan losses incurred as of December 31, 2013. There is a risk, however, that future loan losses may exceed the loan loss reserves and allowances.

As of December 31, 2013, the Company's long term mortgage loan portfolio consisted of \$12,424,000 in mortgage loans with delinquencies more than 90 days. Of this amount, \$6,492,000 of the loans were in foreclosure proceedings. The Company has not received or recognized any interest income on the \$12,424,000 in mortgage loans with delinquencies more than 90 days. During the twelve months ended December 31, 2013 and 2012, the Company increased its allowance for mortgage losses by \$221,000 and \$434,000, respectively, which was charged to bad debt expense and included in selling, general and administrative expenses for the period. The allowances for mortgage loan losses as of December 31, 2013 and 2012 were \$1,652,000 and \$4,240,000, respectively.

There have been assertions in third party investor correspondence that SecurityNational Mortgage sold mortgage loans that allegedly contained borrower misrepresentations or experienced early payment defaults, or that were otherwise allegedly defective or not in compliance with agreements between SecurityNational Mortgage and the third party investors consisting principally of financial institutions. As a result of these claims, third party investors have made demands that SecurityNational Mortgage repurchase certain alleged defective mortgage loans that were sold to such investors or indemnify them against any losses related to such loans.

The total amount of potential claims and losses by third party investors is difficult to determine. The Company has reserved and accrued \$5,507,000 as of December 31, 2013 to settle all such investor related claims. The Company believes that the reserve for mortgage loan loss, which includes provisions for probable losses and indemnification on mortgage loans sold to investors, is reasonable based on available information. Moreover, the Company has successfully negotiated acceptable settlement terms with other third party investors that asserted claims for mortgage loan losses against SecurityNational Mortgage.

SecurityNational Mortgage disagrees with the repurchase demands and notices of potential claims from third party investors and believes it has significant defenses to these demands. If SecurityNational Mortgage is unable to resolve the alleged claims by the third party investors on acceptable terms, legal action may ensue. In the event of legal action, if SecurityNational Mortgage is not successful in its defenses against claims asserted by these third party investors to the extent that a substantial judgment is entered against SecurityNational Mortgage which is beyond its capacity to pay, SecurityNational Mortgage may be required to curtail or cease operations.

Interest Rate Risk. The risk that interest rates will change which may cause a decrease in the value of the Company's investments or impair the ability of the Company to market its mortgage and cemetery/mortuary products. This change in rates may cause certain interest-sensitive products to become uncompetitive or may cause disintermediation. The Company mitigates this risk by charging fees for non-conformance with certain policy provisions, by offering products that transfer this risk to the purchaser, and/or by attempting to match the maturity schedule of its assets with the expected payouts of its liabilities. To the extent that liabilities come due more quickly than assets mature, the Company might have to borrow funds or sell assets prior to maturity and potentially recognize a loss on the sale.

Mortality and Morbidity Risks. The risk that the Company's actuarial assumptions may differ from actual mortality and morbidity experiences may cause the Company's products to be underpriced, may cause the Company to liquidate insurance or other claims earlier than anticipated and other potentially adverse consequences to the

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

business. The Company minimizes this risk through sound underwriting practices, asset and liability duration matching, and sound actuarial practices.

Estimates. The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the consolidated 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, construction loans, estimate of probable loan loss reserve, and other receivables, 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.

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 subsidiaries realize 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 to meet current operating expenses.

During the twelve months ended December 31, 2013 and 2012, the Company's operations provided cash of \$36,652,000 and \$22,416,000, respectively. This was due primarily to a \$15,668,000 decrease in 2013 and an \$18,808,000 increase in 2012 in the balance of mortgage loans sold to investors.

The Company's liability for future life, annuity and other benefits is expected to be paid out over the long-term due to the Company's market niche of selling funeral plans. Funeral plans are small face value life insurance that will pay the costs and expenses incurred at the time of a person's death. A person generally will keep these policies in force and will not surrender them prior to a person's death. Because of the long-term nature of these liabilities the Company is able to hold to maturity its bonds, real estate and mortgage loans thus reducing the risk of liquidating these long-term investments as a result of any sudden changes in market values.

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. 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 also to invest predominantly in fixed maturity securities, real estate, mortgage loans, and warehousing of 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 insurance subsidiaries amounted to \$142,854,000 as of December 31, 2013 compared to \$127,939,000 as of December 31, 2012. This represents 37.3% and 36.9% of the total investments as of December 31, 2013, and 2012, respectively. 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 December 31, 2013, 4.6% (or \$6,621,000) and at December 31, 2012, 3.4% (or \$4,392,000) of the Company's total bond investments 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. Notwithstanding, business

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

conditions 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.

See Note 2 of the Notes to Consolidated Financial Statements for the schedule of the maturity of fixed maturity securities and for the schedule of principal payments for mortgage loans on real estate and construction loans held for investment.

If market conditions were to cause interest rates to change, the market value of the Company's fixed income portfolio, which includes bonds, preferred stock, and mortgage loans, could change by the following amounts based on the respective basis point swing (the change in the market values were calculated using a modeling technique):

	<u>-200 bps</u>	<u>-100 bps</u>	<u>+100 bps</u>	<u>+200 bps</u>
Change in Market Value	\$24,501	\$11,676	\$(14,505)	\$(26,433)
(in thousands)				

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 December 31, 2013 and December 31, 2012, the life insurance subsidiaries exceeded the regulatory criteria.

The Company's total capitalization of stockholders' equity, and bank debt and notes payable were \$106,040,000 as of December 31, 2013, as compared to \$91,722,000 as of December 31, 2012. Stockholders' equity as a percent of total capitalization was 82.8% and 87.0% as of December 31, 2013 and December 31, 2012, respectively. Bank debt and notes payable increased by \$6,379,000 for the twelve months ended December 31, 2013 as compared to December 31, 2012, thus decreasing the stockholders equity percentage.

Lapse rates measure the amount of insurance terminated during a particular period. The Company's lapse rate for life insurance was 5.7% in 2013 as compared to a rate of 6.0% for 2012.

At December 31, 2013, \$32,765,000 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 state insurance regulatory authorities.

Forward-Looking Statements

The Private Securities Litigation Reform Act of 1995 provides a safe harbor for forward-looking statements to encourage companies to provide prospective information about their businesses without fear of litigation so long as those statements are identified as forward-looking and are accompanied by meaningful cautionary statements identifying important factors that could cause actual results to differ materially from those projected in such statements. The Company desires to take advantage of the "safe harbor" provisions of the act.

This Annual Report on Form 10-K contains forward-looking statements, together with related data and projections, about the Company's projected financial results and its future plans and strategies. However, actual results and needs of the Company may vary materially from forward-looking statements and projections made from time to time by the Company on the basis of management's then-current expectations. The business in which the Company is engaged involves changing and competitive markets, which may involve a high degree of risk, and there can be no assurance that forward-looking statements and projections will prove accurate.

Factors that may cause the Company's actual results to differ materially from those contemplated or projected, forecast, estimated or budgeted in such forward looking statements include among others, the following possibilities: (i) heightened competition, including the intensification of price competition, the entry of new competitors, and the introduction of new products by new and existing competitors; (ii) adverse state and federal legislation or regulation, including decreases in rates, limitations on premium levels, increases in minimum capital and reserve requirements, benefit mandates and tax treatment of insurance products; (iii) fluctuations in interest rates causing a reduction of investment income or increase in interest expense and in the market value of interest rate sensitive investment; (iv) failure to obtain new customers, retain existing customers or reductions in policies in force by existing customers;

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

(v) higher service, administrative, or general expense due to the need for additional advertising, marketing, administrative or management information systems expenditures; (vi) loss or retirement of key executives or employees; (vii) increases in medical costs; (viii) changes in the Company's liquidity due to changes in asset and liability matching; (ix) restrictions on insurance underwriting based on genetic testing and other criteria; (x) adverse changes in the ratings obtained by independent rating agencies; (xi) failure to maintain adequate reinsurance; (xii) possible claims relating to sales practices for insurance products and claim denials and (xiii) adverse trends in mortality and morbidity; (xiv) deterioration of real estate markets and (xv) lawsuits in the ordinary course of business.

Off-Balance Sheet Agreements

At December 31, 2013, the Company was contingently liable under a standby letter of credit aggregating \$641,001, to be used as collateral to cover any contingency related to additional risk assessments pertaining to the Company's captive insurance program. The Company does not expect any material losses to result from the issuance of the standby letter of credit because claims are not expected to exceed premiums paid. Accordingly, the estimated fair value of these instruments is zero.

At December 31, 2013, the Company was contingently liable under a standby letter of credit aggregating \$1,250,000, to be used as collateral to cover any contingency related to claims filed in states where the Company is licensed. The Company does not expect any material losses to result from the issuance of the standby letter of credit. Accordingly, the estimated fair value of these instruments is zero.

At December 31, 2013 the Company was contingently liable under two standby letters of credit aggregating \$139,220, issued as security deposits to guarantee payment of final bills for electric and gas utility services for a commercial real estate property owned by the Company in Wichita, Kansas.

SecurityNational Mortgage has entered into loan purchase agreements to originate and sell mortgage loans to two unaffiliated warehouse banks. On March 19, 2012, SecurityNational Mortgage and Wells Fargo Bank, N.A. ("Wells Fargo") entered into a loan purchase agreement in which Wells Fargo agreed to provide a warehouse line of up to \$55,000,000 to fund certain approved mortgage loans originated by SecurityNational Mortgage. On August 6, 2012, SecurityNational Mortgage and Wells Fargo agreed to an amendment to the March 19, 2012 loan purchase agreement to increase the amount of the warehouse line available to fund mortgage loans originated by SecurityNational Mortgage from \$55,000,000 to \$75,000,000.

On July 16, 2012, SecurityNational Mortgage and UBS Real Estate Securities Inc. ("UBS") entered into a loan purchase agreement in which UBS agreed to provide a warehouse line of up to \$30,000,000 to fund mortgage loans originated by SecurityNational Mortgage. On October 26, 2012, SecurityNational Mortgage and UBS agreed to an amendment to the July 16, 2012 loan purchase agreement to increase the amount of the warehouse line available to fund mortgage loans originated by SecurityNational Mortgage from \$30,000,000 to \$40,000,000.

As of December 31, 2013, there was \$115,806,000 in mortgage loans in which settlements with third party investors were still pending.

The total of the Company unfunded residential construction loan commitments as of December 31, 2013 was \$5,087,000.

The Company has entered into a Construction and Term Loan Agreement ("Agreement") between Zions First National Bank, a national banking association, and Dry Creek Property Development, Inc., the Company's wholly owned subsidiary. Under the terms of this Agreement the Company promises to pay Zions First National Bank the principal sum of \$27,500,000 plus interest. These funds will be used for the construction of a 282-unit multifamily development in Sandy City Utah.

Contractual Obligations

The Company's contractual obligations as of December 31, 2013 and the payments due by period are shown in the following table:

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Management Discussion and Analysis of Financial Condition and Results of Operations (Continued)

	Less than 1 year	1-3 years	4-5 years	over 5 years	Total
Non-cancelable operating leases	\$3,104,498	\$ 5,529,931	\$ 300,777	\$ 32,439	\$ 8,967,645
Notes and contracts payable	5,849,926	4,652,008	247,065	7,540,438	18,289,437
	<u>\$8,954,424</u>	<u>\$10,181,939</u>	<u>\$ 547,842</u>	<u>\$7,572,877</u>	<u>\$27,257,082</u>

Variable Interest Entities

In conjunction with the Company's casualty insurance program, limited equity interests are held in a captive insurance entity. This program permits the Company to self-insure a portion of losses, to gain access to a wide array of safety-related services, to pool insurance risks and resources in order to obtain more competitive pricing for administration and reinsurance and to limit its risk of loss in any particular year. This entity meets the definition of a variable interest entity (VIE); however, under generally accepted accounting principles, "there is not a requirement to include this entity in the consolidated financial statements." The maximum exposure to loss related to the Company's involvement with this entity is limited to approximately \$641,001, which is collateralized under a standby letter of credit issued on the insurance entity's behalf. See Note 9, "Reinsurance, Commitments and Contingencies," for additional discussion of commitments associated with the insurance program and Note 1, "Significant Accounting Policies", for further information on a standby letter of credit. As of December 31, 2013, there are no other entities that met the definition of a variable interest entity.

Quantitative and Qualitative Disclosures about Market Risk

The Company has no activities in derivative financial or commodity instruments other than those recorded and disclosed in the financial statements. See Note 18 of the consolidated financial statements included elsewhere in this Shareholder's Annual Report. The Company's exposure to market risks (i.e., interest rate risk, foreign currency exchange rate risk and equity price risk) through other financial instruments, including cash equivalents, accounts receivable and lines of credit, is not material.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Market for the Registrant’s Common Stock, Related Security Holder Matters, and Issuer Purchases of Equity Securities

The Company’s Class A common stock trades on The Nasdaq National Market under the symbol “SNFCA.” Prior to August 13, 1987, there was no active public market for the Class A and Class C common stock. As of March 26, 2014, the closing sales price of the Class A common stock was \$4.16 per share. The following were the high and low market closing sales prices for the Class A common stock by quarter as reported by Nasdaq since January 1, 2012:

<u>Period (Calendar Year)</u>	<u>Price Range (1)</u>	
	<u>High</u>	<u>Low</u>
2012		
First Quarter	\$1.54	\$1.13
Second Quarter	\$2.21	\$1.32
Third Quarter	\$4.22	\$2.09
Fourth Quarter	\$9.51	\$3.92
2013		
First Quarter	\$13.74	\$6.45
Second Quarter	\$8.73	\$5.64
Third Quarter	\$6.33	\$5.21
Fourth Quarter	\$5.73	\$4.37
2014		
First Quarter (through March 26, 2014)	\$4.79	\$3.85

(1) Sales prices have been adjusted retroactively for the effect of annual stock dividends.

The Class C common stock is not registered or traded on a national exchange. See Note 11 of the Notes to Consolidated Financial Statements.

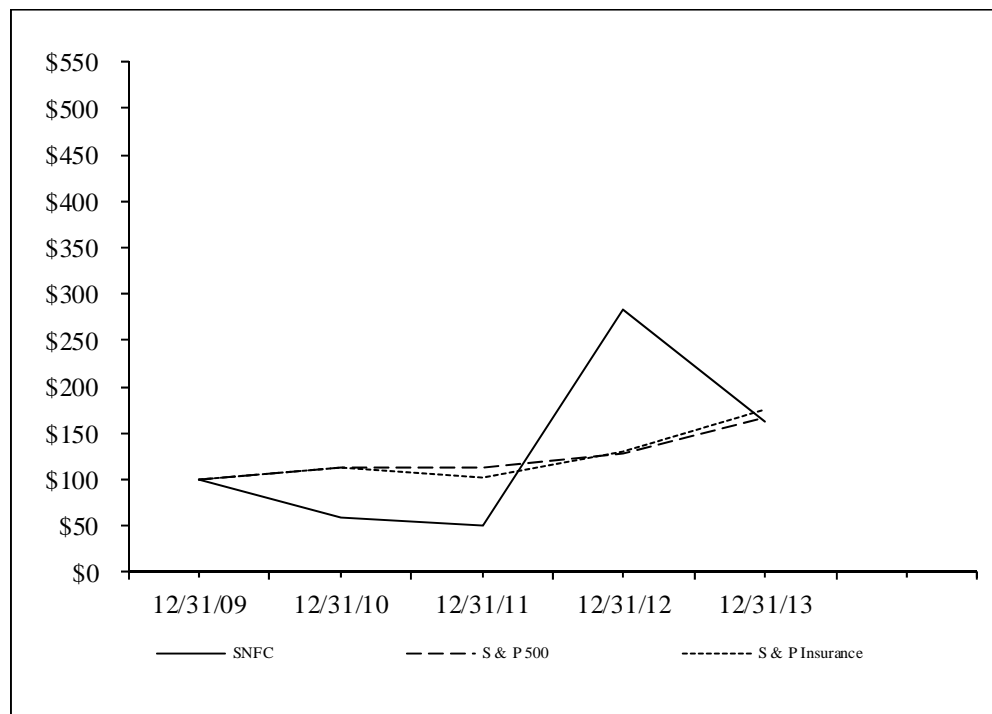
The Company has never paid a cash dividend on its Class A or Class C common stock. The Company currently anticipates that all of its earnings will be retained for use in the operation and expansion of its business and does not intend to pay any cash dividends on its Class A or Class C common stock in the foreseeable future. Any future determination as to cash dividends will depend upon the earnings and financial position of the Company and such other factors as the Board of Directors may deem appropriate. A 5% stock dividend on Class A and Class C common stock has been paid each year from 1990 through 2013.

SECURITY NATIONAL FINANCIAL CORPORATION
AND SUBSIDIARIES

Market for the Registrant’s Common Stock, Related Security Holder Matters, and Issuer Purchases of Equity Securities (Continued)

The graph below compares the cumulative total stockholder return of the Company’s Class A common stock with the cumulative total return on the Standard & Poor’s 500 Stock Index and the Standard & Poor’s Insurance Index for the period from December 31, 2009 through December 31, 2013. The graph assumes that the value of the investment in the Company’s Class A common stock and in each of the indexes was 100 at December 31, 2009 and that all dividends were reinvested.

The comparisons in the graph below are based on historical data and are not intended to forecast the possible future performance of the Company’s Class A common stock.



	12/31/09	12/31/10	12/31/11	12/31/12	12/31/13
SNFC	100	59	50	283	163
S & P 500	100	113	113	128	166
S & P Insurance	100	114	103	131	175

The graph set forth above is required by the Securities and Exchange Commission and shall not be deemed to be incorporated by reference by any general statement incorporating by reference this Form 10-K into any filing under the Securities Act of 1933, as amended, or under the Securities Exchange Act of 1934, as amended, except to the extent that the Company specifically incorporates this information by reference, and shall not otherwise be deemed soliciting material or filed under such acts.

As of December 31, 2013, there were 3,695 record holders of Class A common stock and 99 record holders of Class C common stock.



MORTGAGES



LIFE INSURANCE



MORTUARIES & CEMETERIES



COMMERCIAL LENDING



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Financial Corporation

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