UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C.

FORM 10-0

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

For Quarter Ended September 30, 1997 Commission File Number: 0-9341

SECURITY NATIONAL FINANCIAL CORPORATION Exact Name of Registrant.

UTAH 87-0345941

(State or other jurisdiction IRS Identification Number of incorporation or organization)

5300 South 360 West, Salt Lake City, Utah 84123

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including Area Code (801) 264-1060

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

YES XX NO

Class A Common Stock, \$2.00 par value

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

3,480,541

Title of Class	Number of Shares Outstanding as of September 30, 1997
Class C Common Stock, \$.20 par value	4,910,641
Title of Class	Number of Shares Outstanding as of September 30, 1997

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES FORM 10Q

QUARTER ENDED SEPTEMBER 30, 1997

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SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF EARNINGS

	Nine Months 1 1997 (Unaudited)	Ended September 30, 1996 (Unaudited)
REVENUE:		
Insurance premiums		
and other considerations	\$ 4,532,608	\$ 4,396,863
Net investment income	5,165,284	5,637,041
Net mortuary and cemetery sales	7,019,648	6,067,639
Realized gains (losses) on		
investments and other assets	254,170	(30,733)
Mortgage fee income	4,148,672	6,334,488
Other	28,182	59 , 173
Total Revenue	\$21,148,564	\$22,464,471
Total Nevenue	721,140,304	V22,101,111
BENEFITS AND EXPENSES:		
Death benefits	\$1,704,951	\$ 1,429,782
Surrenders and other		
policy benefits	987,117	1,268,653
Increase in future policy	0 100 001	1 055 100
benefits	2,132,961	1,955,188
Amortization of deferred policy acquisition costs and cost of		
insurance acquired	1,033,053	954,116
General and administrative expens		JJ4,110
Commissions	3,462,737	4,394,742
Salaries	3,733,669	3,635,914
Other	4,293,988	5,143,323
Interest expense	798 , 358	1,114,437
Cost of goods and services sold		
of the mortuaries and cemeterie		1,759,660
motel benefits and evacuate	\$20, 249, 056	01 6EE 01E
Total benefits and expenses	\$20,248,056	\$21,655,815
Earnings before income taxes	\$ 900,508	\$ 808,656
Income tax expense	(208, 184)	(226,764)
Net earnings	\$ 692,324	\$ 581,892
	========	========
Earnings per share	\$0.17	\$0.15
	=====	=====
Weighted average outstanding		
common shares	4,021,920	3,835,326
	========	========

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF EARNINGS

	Three Months Ended 1997	September 30,
	(Unaudited)	(Unaudited)
DEVENUE.		
REVENUE:		
Insurance premiums	¢ 1 E40 214	Ċ 1 404 770
and other considerations	\$ 1,549,314	\$ 1,424,778
Net investment income	1,699,216	1,771,852
Net mortuary and cemetery sales Realized gains (losses) on	2,246,972	1,772,697
investments and other assets	(15,405)	(4,709)
Mortgage fee income	1,260,725	1,852,784
Other	5 , 972	16,216
Total Revenue	\$ 6,746,794	\$ 6,833,618
BENEFITS AND EXPENSES:		
Death benefits	\$ 493,843	\$ 407,623
Surrenders and other	4 130,010	4 107,020
policy benefits	212,508	460,436
Increase in future policy	212,000	100, 100
benefits	834,897	508,719
Amortization of deferred policy	001,031	000,723
acquisition costs and cost of		
insurance acquired	393,698	308,994
General and administrative expens		,
Commissions	1,064,957	1,389,742
Salaries	1,298,302	1,233,124
Other	1,344,620	1,469,616
Interest expense	260,507	350,805
Cost of goods and services sold		,
of the mortuaries and cemeterie	es 650,124	559,355
Total benefits and expenses	\$ 6,553,456	\$ 6,688,414
-		
Earnings before income tower	ć 100 000	\$ 145,204
Earnings before income taxes	\$ 193,338	
Income tax expense	(43,072)	(40,719)
Net earnings	\$ 150,266	\$ 104,485
	========	========
Earnings per share	\$0.04	\$0.03
5 - 1	====	====
Weighted average outstanding		
common shares	4,015,855	3,829,213
	=======	=======

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES CONSOLIDATED BALANCE SHEETS

-	September 30, 1997 (Unaudited)	December 31, 1996
Assets:		
Investments:		
Fixed maturity securities		
held to maturity,		
at amortized cost	\$48,172,792	\$47,934,684
Equity securities available	4 407 600	4 122 105
for sale, at market	4,427,692	4,133,105
Mortgage loans on real estate	7,888,140	9,809,379
Real estate, net of	7 631 446	7 909 355
accumulated depreciation Policy loans	7,631,446 2,819,664	7,808,255 3,021,155
Other loans	127,445	218,437
Short-term investments	4,498,577	2,258,283
bilote eetim tiivesemeires		
Total insurance		
related investments	75,565,756	75,183,298
Restricted assets of cemeterie		, ,
and mortuaries	3,792,636	3,454,622
Cash	2,797,141	3,301,084
Receivables:		
Trade contracts	4,496,522	4,514,010
Mortgage loans sold to		
investors	12,643,853	13,455,123
Receivable from agents	793,399	670,439
Other	317,067	292,680
Total receivables	18,250,841	18,932,252
Allowance for doubtful	(1, 600, 151)	(1, 0.60, 5.00)
accounts	(1,693,151)	(1,862,599)
Not magairrables	16,557,690	17,069,653
Net receivables Land and improvements held	10,337,090	17,009,033
for sale	8,481,609	8,456,302
Accrued investment income	1,019,801	1,040,242
Deferred policy acquisition	1,019,001	1,010,212
costs	4,179,672	4,277,560
Property, plant and equipment,	· ·	1,2,000
net	6,395,654	6,513,980
Cost of insurance acquired	3,509,364	3,748,654
Excess of cost over net assets		
of acquired subsidiaries	1,330,106	1,370,708
Other	614,283	293,400
Total Assets	\$124,243,712	\$124,709,503
	========	========

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

	September 30, 1997 (Unaudited)	December 31, 1996
Liabilities:		
Future life, annuity, and other		
policy benefits Line of credit for financing	\$77,517,422	\$76,962,062
of mortgage loans	-0-	1,211,890
Bank loans payable	6,137,731	6,768,119
Notes and contracts payable	3,560,246	4,509,921
Estimated future costs of		
pre-need sales	6,186,657	5,874,387
Payable to endowment	1.11 0.15	70.617
care fund	141,347	70,617
Accounts payable	1,255,435	1,199,920
Other liabilities and accrued expenses	1,974,383	1,902,046
Income taxes	2,949,309	2,742,513
Theome canes		
Total Liabilities	99,722,530	101,241,475
Stockholders' Equity: Common stock: Class A: \$2 par value, authorized 10,000,000 sha issued 4,109,106 shares i 1997 and 4,110,709 shares in 1996	n	0 221 410
Class C: \$0.20 par value, authorized 7,500,000 shar issued 4,964,181 shares i 1997 and 4,967,072 shares in 1996	n	8,221,418 993,413
Total common stock	9,211,048	9,214,831
Additional paid-in capital	8,675,386	8,675,386
Unrealized appreciation of	650 603	250 015
investments Retained earnings	659,693 7,814,636	259,915 7,118,528
Treasury stock at cost (628,565 Class A shares and 53,540 Class C shares in 19 631,576 Class A shares and 53,540 Class C shares in 19	97;	,,220,020
held by affiliated companie		(1,800,632)
Total Stockholders' Equity	24,521,182	23,468,028
Total Liabilities and		
Stockholders' Equity	\$124,243,712	\$124,709,503
	=========	========

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF CASH FLOWS

Net earnings		Nine Months Ende 1997 (Unaudited)	ed September 30, 1996 (Unaudited)
Net earnings	Cash flows from operating activities:		
earnings to net cash provided by operating activities: Realized (gains) losses on investments and other assets (254,171) 24,574 Depreciation 590,517 940,854 Provision for losses on accounts and loans receivable (169,447) (298,604) Amortization of goodwill, premiums, and discounts 206,796 226,593 Policy acquisition costs deferred (695,875) (613,967) Policy acquisition costs amortized 793,763 762,016 Cost of insurance acquired amortized 239,290 192,100 Change in assets and liabilities net of effects from purchases and disposals of subsidiaries: Land and improvements held for sale (25,307) (790,897) Future life and other benefits 1,875,664 1,574,734 Receivables for mortgage loans sold 811,270 9,758,847 Other operating assets and liabilities 80,550 1,287,061 Net cash provided by operating activities 4,154,770 13,651,205 Cash flows from investing activities: Securities held to maturity: Purchase of fixed maturity securities (6,412,063) (1,496,514) Calls and maturities (6,412,063) (1,496,514) Calls and maturities (6,412,063) (1,496,514) Scurities available for sale: Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments (3,951,926) (6,283,205) Proceeds from sales of equity securities (6,283,005) Sales of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)		\$692,324	\$581,892
by operating activities: Realized (gains) losses on investments and other assets (254,171) 24,574 Depreciation 590,517 940,854 Provision for losses on accounts and loans receivable (169,447) (298,604) Amortization of goodwill, premiums, and discounts 9,396 6,002 Income taxes 206,796 226,593 Policy acquisition costs deferred (695,875) (613,967) Policy acquisition costs amortized 793,763 762,016 Cost of insurance acquired amortized 239,290 192,100 Change in assets and liabilities net of effects from purchases and disposals of subsidiaries: Land and improvements held for sale (25,307) (790,897) Future life and other benefits 1,875,664 1,574,734 Receivables for mortgage loans sold 811,270 9,758,847 Other operating assets and liabilities 80,550 1,287,061 Net cash provided by operating activities 4,154,770 13,651,205 Cash flows from investing activities: Securities held to maturity securities (6,412,063) (1,496,514) Calls and maturities 6,232,281 4,510,053 Securities available for sale: Purchase of fixed maturity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	Adjustments to reconcile net		
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Cash flows from investing activities: Securities held to maturity: Purchase of fixed maturity securities (6,412,063) (1,496,514) Calls and maturities (6,412,063) (1,496,514) Calls and maturities (7,400,000) (1,496,514) Calls and maturities (169,605) (9,531) Proceeds from sales of equity securities (169,605) (9,531) Proceeds from sales of equity securities (3,951,926) (6,283,205) Sales of short-term investments (3,951,926) (6,283,205) Sales of short-term investments (338,014) (368,904) Mortgage, policy, and other loans (362,837) (3,698,291) Payments received for mortgage, policy, and other loans (2,576,559) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in	and liabilities	80,550	1,28/,061
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Cash flows from investing activities: Securities held to maturity: Purchase of fixed maturity securities (6,412,063) (1,496,514) Calls and maturities - fixed maturity securities 6,232,281 4,510,053 Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)		4.154.770	13,651,205
Securities held to maturity: Purchase of fixed maturity securities (6,412,063) (1,496,514) Calls and maturities - fixed maturity securities 6,232,281 4,510,053 Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	11 - 1 - 3 - 1 - 1 - 1	, - ,	, , , , , , , , , , , , , , , , , , , ,
Securities held to maturity: Purchase of fixed maturity securities (6,412,063) (1,496,514) Calls and maturities - fixed maturity securities 6,232,281 4,510,053 Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	Cash flows from investing activities:		
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Calls and maturities - fixed maturity securities 6,232,281 4,510,053 Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	Purchase of fixed maturity		
- fixed maturity securities 6,232,281 4,510,053 Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	securities	(6,412,063)	(1,496,514)
Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	Calls and maturities		
Securities available for sale: Purchases - equity securities (169,605) (9,531) Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	 fixed maturity securities 	6,232,281	4,510,053
Proceeds from sales of equity securities 501,847 161,295 Purchases of short-term investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)			
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Purchases of short-term investments	Proceeds from sales of equity		
investments (3,951,926) (6,283,205) Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	securities	501,847	161,295
Sales of short-term investments 1,711,632 3,327,880 Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	Purchases of short-term		
Purchases of restricted assets (338,014) (368,904) Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515)	investments	(3,951,926)	(6,283,205)
Mortgage, policy, and other loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in	Sales of short-term investments	1,711,632	3,327,880
loans made (362,837) (3,698,291) Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in	Purchases of restricted assets	(338,014)	(368,904)
Payments received for mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in	Mortgage, policy, and other		
mortgage, policy, and other loans 2,576,559 1,034,627 Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in		(362 , 837)	(3,698,291)
Purchases of property, plant, and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in			
and equipment (249,237) (752,881) Purchases of real estate (46,145) (90,515) Net cash used in		2,576,559	1,034,627
Purchases of real estate (46,145) (90,515) Net cash used in			
Net cash used in			
	Purchases of real estate	(46,145)	(90 , 515)
investing activities (507,508) (3,665,986)		/F07 F00\	(2 (65 226)
	investing activities	(307,308)	(3,003,986)

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

	1997	nded September 30, 1996 (Unaudited)
Cash flows from financing activities:		
Annuity receipts	1,911,600	2,171,786
Annuity withdrawals	(3,231,904)	(3,650,348)
Repayment of bank loans and	(3,231,301)	(3,030,310)
notes and contracts payable	(1,580,063)	(1,064,467)
Proceeds from borrowings on bank loans and notes and		
	-0-	42,489
contracts payable		42,409 -0-
Purchase of treasury stock	(38,948)	-0-
Net decrease in line of credit for	(1 011 000)	(10, 060, 000)
financing of mortgage loans	(1,211,890)	(12,262,083)
Male and the Character		
Net cash used in financing	(4 151 005)	(14 760 600)
activities	(4,151,205)	(14,762,623)
Net change in cash	(503,943)	(4,777,404)
	3,301,084	7,712,155
Cash at beginning of period	3,301,004	
Cash at end of period	\$ 2,797,141	\$ 2,932,751
	========	========

SECURITY NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES Notes to Consolidated Financial Statements September 30, 1997 and 1996 (Unaudited)

1. Basis of Presentation

The accompanying unaudited consolidated financial statements have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions to Form 10-Q and Article 10 of Regulation S-X. Accordingly, they do not include all of the information and footnotes required by generally accepted accounting principles for complete financial statements. the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the nine months ended September 30, 1997, are not necessarily indicative of the results that may be expected for the year ending December 31, 1997. For further information, refer to the consolidated financial statements and footnotes thereto for the year ended December 31, 1996, included in the Company's Annual Report on Form 10-K (file number 0-9341). Reclassification to certain 1996 balances have been made to conform with the 1997 presentation.

MANAGEMENT'S DISCUSSION AND ANALYSIS Results of Operations

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, annuities, and limited pay accident policies; (ii) emphasis on high margin cemetery and mortuary business; and (iii) capitalizing on the strong economy in the intermountain west by originating and refinancing mortgage loans.

Three Months Ended September 30, 1997 as Compared to Three Months Ended September 30, 1996

Total revenues decreased by \$87,000, or 1.3%, to \$6,747,000 for the three months ended September 30, 1997, from \$6,834,000 for the three months ended September 30, 1996. Contributing to this reduction in total revenues was a \$73,000 decrease in net investment income and a \$592,000 decrease in mortgage fee income. These decreases were partially offset by a \$125,000 increase in insurance premiums and other considerations, and a \$474,000 increase in net mortuary and cemetery sales.

Insurance premiums and other considerations increased by \$125,000, or 8.7% to \$1,549,000 for the three months ended September 30, 1997, from \$1,425,000 for the comparable period in 1996. This increase was primarily due to an increase in policies in force from new business.

Net investment income decreased by \$73,000, or 4.1%, to \$1,699,000 for the three months ended September 30, 1997, from \$1,772,000 for the comparable period in 1996. This reduction was attributable to the Company maintaining larger short term investment balances and warehousing fewer mortgage loans during the third quarter of 1997.

Net mortuary and cemetery sales increased by \$474,000, or 26.8%, to \$2,247,000 for the three months ended September 30, 1997, from \$1,773,000 for the comparable period in 1996. This increase was primarily related to additional sales from the opening of Singing Hills Memorial Park Cemetery in San Diego, California during the third quarter of 1996 and from the acquisition of Crystal Rose Funeral Home in February 1997. Sales of cemetery and mortuary products also increased at the Company's other cemeteries and mortuaries.

Mortgage fee income decreased by \$592,000, or 32.0%, to \$1,261,000 for the three months ended September 30, 1997, from \$1,853,000 for the comparable period in 1996. This reduction was primarily attributable to fewer loan originations during the third quarter of 1997 as a result of a general reduction in the total number of mortgage loans made in the Utah market and an increase in the number of competitors in the market place.

Total benefits and expenses were \$6,553,000, or 97.1% of total revenues for the three months ended September 30, 1997, as compared to \$6,688,000, or 97.9% of total revenues for the three months ended September 30, 1996.

Death benefits, surrenders and other policy benefits and increase in future policy benefits increased by \$164,000, or 12.0%, to \$1,541,000 for the three months ended September 30, 1997, from \$1,377,000 for the comparable period in 1996. This increase was primarily the result of an increase in death claims and reserve increases due to more policies in force during the third quarter in 1997.

Amortization of deferred policy acquisition costs increased by \$85,000, or 27.4%, to \$394,000, for the three months ended September 30, 1997, from \$309,000 for the comparable period in 1996. This increase was expected since policies in force have increased from one year ago.

General and administrative expenses decreased by \$385,000, or 9.4%, to \$3,708,000 for the three months ended September 30, 1997, from \$4,092,000 for the comparable period in 1996. This reduction in general and administrative expenses primarily resulted from a decrease in commissions and other expenses due to fewer mortgage loan originations having been made by the Company's mortgage subsidiary.

Interest expense decreased by \$90,000, or 25.7%, to \$261,000 for the three months ended September 30, 1997, from \$351,000 for the comparable period in 1996. This decrease was primarily due to fewer mortgage loan originations by the Company's mortgage subsidiary.

Cost of goods and services sold of the mortuaries and cemeteries increased by \$91,000, or 16.2%, to \$650,000 for the three months ended September 30, 1997, from \$559,000 for the comparable period in 1996. This increase was consistent with the increase in net mortuary and cemetery sales.

Nine Months Ended September 30, 1997 as Compared to Nine Months Ended September 30, 1996

Total revenues decreased by \$1,316,000, or 5.9%, to \$21,149,000 for the nine months ended September 30, 1997, from \$22,464,000 for the nine months ended September 30, 1996. Contributing to this reduction in total revenues was a \$472,000 decrease in net investment income and a \$2,186,000

decrease in mortgage fee income. These decreases were partially offset by a \$952,000 increase in net mortuary and cemetery sales, and a \$136,000 increase in insurance premiums and other considerations, and a \$285,000 increase in realized gains in investments.

Insurance premiums and other considerations increased by \$136,000, or 3.1%, to \$4,533,000 for the nine months ended September 30, 1997, from \$4,397,000 for the comparable period in 1996. This increase was primarily due to an increase in policies in force.

Net investment income decreased by \$472,000, or 8.4%, to \$5,165,000 for the nine months ended September 30, 1997, from \$5,637,000 for the comparable period in 1996. This decrease was attributable to the Company maintaining larger short term investment balances and warehousing fewer mortgage loans during the first nine months of 1997.

Net mortuary and cemetery sales increased by \$952,000, or 15.7%, to \$7,020,000 for the nine months ended September 30, 1997, from \$6,068,000 for the comparable period in 1996. This increase was primarily related to additional sales from the opening of Singing Hills Memorial Park Cemetery in San Diego, California during the third quarter of 1996 and the acquisition of Crystal Rose Funeral Home in February 1997. Sales of cemetery and mortuary products also increased at the Company's other cemeteries and mortuaries.

Mortgage fee income decreased by \$2,186,000, or 34.5%, to \$4,149,000 for the nine months ended September 30, 1997, from \$6,334,000 for the comparable period in 1996. This reduction was primarily attributable to fewer loan originations during the first nine months of 1997 as a result of a general reduction in 1997 in the total number of mortgage loans in the Utah market and an increase in the number of competitors in the market place.

Realized gains on investments increased by \$285,000 to \$254,000 for the nine months ended September 30, 1997 from a loss of \$31,000 for the comparable period in 1996. This increase was the result of the sale of investments in securities for a net gain.

Total benefits and expenses were \$20,248,000, or 95.7% of total revenues for the nine months ended September 30, 1997, as compared to \$21,656,000, or 96.4% of total revenues for the nine months ended September 30, 1996.

Death benefits, surrenders and other policy benefits and increase in future policy benefits increased by \$171,000, or 3.7%, to \$4,825,000 for the nine months ended September 30, 1997, from \$4,654,000 for the comparable period in 1996. This increase was primarily the result of an increase in death claims and reserve increases due to more policies in force.

Amortization of deferred policy acquisition costs increased by \$79,000 or 8.3%, to \$1,033,000, for the nine months ended September 30, 1997, from \$954,000 for the comparable period in 1996. This increase was expected since policies in force have increased from one year ago.

General and administrative expenses decreased by \$1,684,000, or 12.8%, to \$11,490,000 for the nine months ended September 30, 1997, from \$13,174,000 for the comparable period in 1996. This reduction in general and administrative expenses primarily resulted from a decrease in commissions and other expenses due to fewer mortgage loan originations having been made by the Company's mortgage subsidiary.

Interest expense decreased by \$316,000, or 28.4%, to \$798,000 for the nine months ended September 30, 1997, from \$1,114,000 for the comparable period in 1996. This decrease was primarily due to fewer mortgage loan originations by the Company's mortgage subsidiary.

Cost of goods and services sold of the mortuaries and cemeteries increased by \$342,000, or 19.4%, to \$2,101,000 for the nine months ended September 30, 1997, from \$1,760,000 for the comparable period in 1996. This increase was consistent with the increase in net mortuary and cemetery sales.

Liquidity and Capital Resources

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

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

The Company's investment policy is to invest predominately in fixed maturity securities and warehouse mortgage loans on a short-term basis before selling the loans to investors in accordance with the requirements and laws governing the life insurance subsidiary. Bonds owned by the insurance subsidiary amounted to \$48,191,000 at amortized cost as of September 30, 1997 compared to \$47,906,000 at amortized cost as of December 31, 1996. This represents 63% of the total insurance related investments in 1997 as compared to 63% in 1996. Generally, all bonds owned by the life insurance subsidiary are rated by the National Association of Insurance Commissioners (NAIC). Under this rating system, there are six categories used for rating bonds. At September 30, 1997, 4.0% (\$1,952,000) and at December 31, 1996, 4.1% (\$1,994,000) of the Company's total investment in bonds were invested in bonds in rating categories three through six which are considered non-investment grade.

The Company intends to hold its fixed income securities, including high-yield securities, in its portfolio to maturity. Business conditions, however, may develop in the future which may indicate a need for a higher level of liquidity in the investment portfolio. In that event the Company believes it could sell short-term investment grade securities before liquidating high-yielding longer term securities.

The Company is subject to risk based capital guidelines established by statutory regulators requiring minimum capital levels based on the perceived risk of assets, liabilities, disintermediation, and business risk. At December 31, 1996 and 1995, the life subsidiary exceeded the regulatory criteria.

The Company's capitalization of stockholders' equity and long term debt was \$34,219,000 for the nine months ended September 30, 1997 as compared to \$34,388,000 for the nine months ended September 30, 1996. Stockholders' equity as a percent of capitalization increased to 71.7% for the nine months ended September 30, 1997 from 66.2% for the nine months ended September 30, 1996 and as a percent of assets increased to 19.7% from 18.0%, respectively.

Lapse rates measure the amount of insurance terminated during a particular period. The Company's lapse rate for life insurance for 1996 was 12% as compared to a rate of 10.5% for 1995. The 1997 lapse rate is approximately the same as 1996.

In February 1997, the Company purchased all of the outstanding shares of common stock of Crystal Rose Funeral Home, Inc., an Arizona based mortuary, for a total consideration of \$547,000. The purchase price included a note to the former owner in the amount of \$297,000.

At September 30, 1997, \$10,644,000 of the Company's consolidated stockholders' equity represents the statutory stockholders' equity of the Company's insurance subsidiary. The life insurance subsidiary cannot pay a dividend to its parent company without the approval of insurance regulatory authorities.

Part II Other Information:

Item 1. Legal Proceedings

NONE

Item 2. Changes in Securities

NONE

Item 3. Defaults Upon Senior Securities

NONE

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

On September 24, 1997, at the Company's annual meeting of shareholders, the shareholders elected George R. Quist, William C. Sargent, Scott M. Quist, Charles L. Crittenden, Sherman B. Lowe, H. Craig Moody, R.A.F. McCormick and Nathan H. Wagstaff to serve as directors of the Company until the next annual meeting of shareholders. The shareholders also ratified the appointment of Ernst & Young LLP as the independent accountants for the fiscal year 1997 by a vote of 6,756,263 shares for, 616 shares against, and 22,449 shares abstained.

Item 5. Other Information

NONE

Item 6. Exhibits and Reports on Form 8-K

- (a) Exhibits
 - 27 Financial Data Schedule
- (b) Reports on Form 8-K

The Company did not file any reports on Form 8-K for the three months ending September 30, 1997.

SIGNATURES

Pursuant to the requirements of the Securities and Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

REGISTRANT SECURITY NATIONAL FINANCIAL CORPORATION Registrant

DATED: November 14, 1997 By: George R. Quist,

Chairman of the Board, President and Chief Executive Officer (Principal Executive

Officer)

DATED: November 14, 1997 By: Scott M. Quist

First Vice President, General Counsel and Treasurer (Principal Financial and Accounting

Officer)

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