



## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

## Statutory Statements of Admitted Assets, Liabilities, and Surplus and Schedules

December 31, 2007 and 2006

(With Independent Auditors' Report Thereon)



**KPMG LLP**  
303 East Wacker Drive  
Chicago, IL 60601-5212

### **Independent Auditors' Report**

The Board of Directors  
American Manufacturers Mutual Insurance Company:

We have audited the accompanying statutory statements of admitted assets, liabilities, and surplus of American Manufacturers Mutual Insurance Company (the Company) as of December 31, 2007 and 2006. These statutory financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these statutory financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the statutory financial statements are free of material misstatement. An audit includes 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 statutory financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall statutory financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

As described more fully in Note 2 to the statutory financial statements, the Company prepared these statutory financial statements using accounting practices prescribed or permitted by the Illinois Department of Financial and Professional Regulation-Division of Insurance (Division of Insurance) which practices differ from U.S. generally accepted accounting principles. The effects on the statutory financial statements of the variances between the statutory accounting practices and U.S. generally accepted accounting principles, although not reasonably determinable, are presumed to be material.

In our opinion, because of the effects of the matter discussed in the preceding paragraph, the statutory financial statements referred to above do not present fairly, in conformity with U.S. generally accepted accounting principles, the financial position of American Manufacturers Mutual Insurance Company as of December 31, 2007 and 2006.

Also, in our opinion, the statutory financial statements referred to above present fairly, in all material respects, the admitted assets, liabilities, and surplus of American Manufacturers Mutual Insurance Company as of December 31, 2007 and 2006, on the basis of accounting described in Note 2.

Our audits were made for the purpose of forming an opinion on the basic statutory financial statements taken as a whole. The supplementary information included on the Supplemental Schedule of Investments, Supplemental Schedule of Investment Risk Interrogatories, and Supplemental Schedule of Reinsurance Risk Interrogatories is presented for purposes of additional analysis and is not a required part of the basic statutory financial statements. Such information has been subjected to the auditing procedures applied in the audits of the basic statutory financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic statutory financial statements taken as a whole.

The accompanying statutory financial statements and supplementary information have been prepared assuming that the Company will continue as a going concern. The Company is exposed to credit risk related to reinsurance recoverables as discussed in Notes 5 and 9 and operating risk related to administrative sharing agreements, including a shared management group, as discussed in Note 7 with Lumbermens Mutual Casualty Company (LMC), an affiliated company. As discussed in Note 8 to the statutory financial statements, the Division of Insurance imposes risk-based capital (RBC) requirements on insurance enterprises, including the Company. As of December 31, 2007 and 2006, the Company's total adjusted capital, as reported in the 2007 and 2006 Annual Statements filed with the Division of Insurance, was above any action levels based on the RBC calculation required by the Division of Insurance; however, excluding the benefit of prescribed or permitted accounting practices, LMC's total adjusted capital is at the "mandatory control level" as of December 31, 2007 and 2006. At the "authorized control level" and the "mandatory control level", the Division of Insurance has substantial authority to exercise control over LMC, its subsidiaries and affiliates, including the Company. The Division of Insurance is mandated to place a company at the "mandatory control level" under its control, except where, as is the case with LMC, such Company is a property and casualty insurance company that is no longer writing new business and is running off its existing business, in which case the Director of the Division of Insurance has discretion to allow the continued run-off. In the first half of 2003, as a result of a combination of various business factors including certain ratings downgrades and LMC's deteriorating statutory surplus, LMC, its subsidiaries, and affiliates, including the Company, substantially ceased underwriting activities. Since July 2003, the Company and most of its subsidiaries and affiliates have been subject to a Corrective Order by the Division of Insurance not to write any new or renewal business except as necessary to comply with contractual commitments or as expressly permitted by the Division of Insurance. On March 19, 2004, LMC, along with the Company, submitted to the Division of Insurance its commercial run-off plan which was approved on June 9, 2004.

The Division of Insurance could seek to place LMC, its subsidiaries, and affiliates, in formal proceeding (receivership, rehabilitation, or other) at any time based on LMC's financial condition or operating performance. This risk of a proceeding would be further increased if LMC fails to execute successfully on its commercial run-off plan, if LMC fails to have sufficient liquid assets to meet its current obligations, or if LMC's reported statutory liabilities at any time would exceed its reported statutory assets as discussed in Note 8 to the statutory financial statements.

There are a number of factors that could adversely affect the Company's surplus and liquidity position and its adequacy through future years. There can be no assurance that LMC will be successful to the extent necessary to avoid a negative surplus in future years. In addition, as of December 31, 2007, LMC has approximately \$722 million of invested assets that are encumbered by being on deposit or held in trust or escrow arrangements and access to these amounts is subject to certain limitations.



The matters discussed in the preceding paragraphs raise substantial doubt about the ability of the Company to continue as a going concern. The ability of the Company to continue as a going concern is dependent on many factors, the most important of which is regulatory action, including the continued acceptance of LMC's commercial run-off plan and the continued permission to apply the aforementioned prescribed or permitted accounting practices. Management's plans in regards to these matters are described throughout the notes to the statutory financial statements. The accompanying statutory financial statements and the supplementary information do not include any adjustments that might result from the outcome of this uncertainty.

*KPMG LLP*

May 22, 2008

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

<b>Admitted Assets</b>	<b>2007</b>	<b>2006</b>
Cash, cash equivalents, and short-term investments	\$ 1,561,330	1,511,650
Common stocks	—	—
Bonds	9,238,091	8,897,195
Total cash and invested assets	10,799,421	10,408,845
Investment income due and accrued	142,759	149,460
Total admitted assets	<u><u>\$ 10,942,180</u></u>	<u><u>10,558,305</u></u>
<b>Liabilities and Surplus</b>		
Liabilities:		
Payable to affiliates	\$ 60,019	74,329
Other expenses payable	900	900
Total liabilities	<u><u>60,919</u></u>	<u><u>75,229</u></u>
Surplus:		
Guaranty fund	1,500,000	1,500,000
Unassigned surplus	9,381,261	8,983,076
Total surplus	<u><u>10,881,261</u></u>	<u><u>10,483,076</u></u>
Total liabilities and surplus	<u><u>\$ 10,942,180</u></u>	<u><u>10,558,305</u></u>

See accompanying notes to statutory statements of admitted assets, liabilities, and surplus.

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

#### **(1) Business Operations**

American Manufacturers Mutual Insurance Company (the Company) is a mutual property and casualty insurance company domiciled in the State of Illinois. Under common management with Lumbermens Mutual Casualty Company (LMC), the Company cedes 100% of its premiums, losses, and loss adjustment expenses (LAE), and underwriting expenses to LMC. LMC is the lead company of a group of insurers and affiliates, now in run-off status, which have operated under the trade names of "Kemper" and the "Kemper Insurance Companies".

The Company's risk-based capital (RBC) ratio exceeds any regulatory action levels; however, LMC's RBC ratio fell below the "authorized control level" as of December 31, 2002, and has remained below that level to date (see note 8). Because of the Company's heavy reliance on reinsurance recoveries and operations support from LMC, the regulatory and financial status of LMC has had and will continue to have a significant impact on the Company's operations.

#### **(2) Basis of Presentation and Summary of Significant Accounting Policies**

The accompanying statutory statements of admitted assets, liabilities, and surplus (the statutory balance sheets) have been prepared in accordance with the National Association of Insurance Commissioners' (the NAIC) *Accounting Practices and Procedures Manual* (the Manual), and in conformity with prescribed accounting practices (including accounting allowances under Corrective Orders) or permitted accounting practices by the Illinois Department of Financial and Professional Regulation – Division of Insurance (the Division of Insurance), which vary in some respects from U.S. generally accepted accounting principles (GAAP). The most significant of these differences are as follows:

- the costs related to acquiring business are charged to income when incurred rather than deferred and amortized over the life of the related insurance policy;
- investments in bonds are generally carried at amortized cost, while under GAAP, such fixed maturity investments are designated at purchase as held-to-maturity, available-for-sale, or trading. Held-to-maturity investments are reported at amortized cost. Available-for-sale and trading investments are reported at fair value with unrealized gains and losses reported in operations for those designated as trading and as a separate component of stockholder's equity, net of applicable deferred income taxes, for those designated as available-for-sale;
- assets are included in the statutory balance sheets at admitted asset value, and nonadmitted assets are excluded through a direct charge against surplus, while under GAAP, such assets would be recognized at the lower of cost or net realizable value;
- the realizability of deferred tax assets under GAAP is evaluated utilizing a "more likely than not" standard. A valuation allowance is established for deferred tax assets deemed not realizable using this standard. Under statutory accounting principles, the realizability of deferred tax assets is determined utilizing an admissibility test outlined in Statement of Statutory Accounting Principles (SSAP) No. 10, *Income Taxes*. Any gross deferred tax assets determined not to be realizable are nonadmitted for statutory accounting purposes. Additionally, changes in the balances of deferred tax assets and liabilities result in increases or decreases in net income under GAAP, whereas under statutory accounting principles, these changes are charged or credited to surplus;

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- ceded reinsurance balances are netted against direct and assumed balances on the statutory balance sheets rather than shown gross under GAAP;
- liabilities for losses and LAE are discounted using discount rates prescribed by the Division of Insurance; and
- the correction of errors related to previously issued financial statements is charged directly to surplus rather than restating prior period results.

The effects of such differences between these statutory accounting practices and GAAP have not been determined but are presumed to be material.

#### ***Invested Assets and Related Income***

Bonds, cash equivalents, and short-term investments are valued at amortized cost. The amortized cost of bonds is adjusted for amortization of premiums and accretion of discounts using a level effective yield method to maturity, or in the case of loan-backed securities, over the estimated life of the security. Amortization of the discount or premium from loan-backed securities is recognized retrospectively based on the estimated timing and amount of prepayments of the underlying assets and is adjusted to reflect differences, which arise between the prepayments originally anticipated and the actual prepayments received and currently anticipated. Prepayment assumptions used for loan-backed securities are derived using an external securities information service and are consistent with the current interest rate and economic environment.

The Company defines cash and cash equivalents as cash in banks or short-term, highly liquid investments that are both readily convertible to cash and have original maturities of three months or less. The Company considers all other highly liquid investments with an original maturity of one year or less to be short-term investments.

The Company does not accrue interest income on fixed maturities deemed to be impaired on an other-than-temporary basis when it determines that the likelihood of collection of interest is doubtful.

#### ***Premium Balances***

Premiums are earned on a daily pro rata basis over the term of the policies. Unearned premiums are stated after deduction for premiums ceded to reinsurers. Premiums received in advance are recorded as a liability and are not considered income until due. Agents' balances and uncollected premiums receivable are recorded at the effective date of the underlying contract or in the case of audit premiums in accordance with the terms of the underlying contracts. The Company evaluates the collectibility of all receivables for possible impairment. When the Company determines it is probable a receivable balance will not be collected, such amount is written off. The Company anticipates investment income as a factor in determining the premium deficiency liability. As of both December 31, 2007 and 2006, the Company did not require an ending premium deficiency liability.

#### ***Liability for Losses and Loss Adjustment Expenses***

The Company records liabilities for unpaid claims, losses, and related LAE based upon management's best estimate of aggregate case-basis estimates for losses reported, estimates received from ceding reinsurers, and estimates of incurred but not reported (IBNR) losses related to direct and assumed business, less

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amounts ceded to reinsurers. Liabilities for unreported losses are established using various statistical and actuarial techniques reflecting historical patterns of development of paid and reported losses adjusted for current trends.

Because the ultimate settlement of claims is subject to future events, no single loss or LAE liability can be considered accurate with certainty. The Company's analysis of the reasonableness of loss or LAE liability estimates includes an analysis of the amount of variability in the estimate. The Company develops its estimate considering a range of liability estimates bounded by a high and a low estimate. The high and low ends of the range do not correspond to an absolute best-and-worst case scenario of ultimate settlements because such estimates may be the result of unlikely assumptions. Management's best estimate, therefore, does not include the set of all possible outcomes but only those outcomes that are considered reasonable.

Management believes the liabilities for losses and LAE are adequate to cover the ultimate liability; however, due to the underlying risks and high degree of uncertainty associated with the determination of the liability for losses, such estimates may be more or less than the amounts ultimately paid when the claims are settled. In the event reinsurance companies are unable to pay their portion of any claim under reinsured policies, the Company would remain liable for such payments.

#### ***Federal Income Taxes***

The Company's federal income tax return is not consolidated with any other entities. Federal income taxes are charged to operations based on income that is currently taxable. The Company provides, as a component of surplus, an estimate of deferred income tax assets and liabilities, which reflect the expected future tax consequences of unrealized capital gains or losses and the temporary differences generated between statutory accounting and the tax bases of assets and liabilities that are anticipated to reverse within one year or can be recovered through loss carrybacks.

#### ***Nonadmitted Assets***

Assets included in the statutory balance sheets are at admitted asset value. Certain assets designated as "nonadmitted assets" are excluded from the statutory balance sheets and are charged to unassigned surplus at December 31, 2007 and 2006 as follows:

	<b>2007</b>	<b>2006</b>
	(In thousands)	
Deferred tax assets	\$ 88,551	88,759
Prepaid expenses	47	58
<b>Total nonadmitted assets</b>	<b>\$ 88,598</b>	<b>88,817</b>

#### ***Use of Estimates***

The preparation of the statutory balance sheets requires management to make estimates and assumptions that affect the reported statutory balance sheet amounts as well as the disclosure of contingent assets and liabilities. Accordingly, actual results could differ from those estimates.

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### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

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As further discussed in the accompanying notes to the statutory balance sheets, significant estimates and assumptions affect various provisions including losses and policyholder dividends. The liabilities for losses and LAE, although supported by actuarial analysis and other data, are ultimately based on management's reasoned expectations of future events. As further described in note 4, estimates of losses and LAE related to environmental and asbestos claims are also subject to a greater degree of uncertainty and variability.

#### (3) Invested Assets

##### *Bonds*

The fair values of the Company's bonds have been determined using prices provided by the Securities Valuation Office of the NAIC (the SVO), or when such values are not available from the SVO, using prices from independent pricing services, prices provided by brokers, or prices determined in good faith by the Company's engaged portfolio manager. Such values are referred to in the accompanying tables as "NAIC fair value."

The statement value and NAIC fair value of bonds at December 31, 2007 and 2006 were as follows:

	2007			
	Statement value	Gross unrealized gains	Gross unrealized losses	NAIC fair value
(In thousands)				
U.S. Treasury securities and obligations of U.S. government corporations and agencies	\$ 5,191	98	—	5,289
State, political subdivision, and special revenue obligations	409	28	—	437
Debt securities issued by foreign governments	77	3	—	80
Corporate securities	1,040	1	(36)	1,005
Asset-backed securities	154	1	—	155
Mortgage-backed securities	2,367	8	(1)	2,374
Total bonds	\$ 9,238	139	(37)	9,340

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	2006			
	Statement value	Gross unrealized gains	Gross unrealized losses	NAIC fair value
(In thousands)				
U.S. Treasury securities and obligations of U.S. government corporations and agencies	\$ 6,520	—	(22)	6,498
State, political subdivision, and special revenue obligations	410	26	—	436
Debt securities issued by foreign governments	77	1	—	78
Corporate securities	1,101	—	—	1,101
Asset-backed securities	789	—	(1)	788
Total bonds	\$ 8,897	27	(23)	8,901

Bonds in an unrealized loss position are regularly reviewed for other-than-temporary declines in value. Factors considered in determining whether a decline is other-than-temporary include the length of time a bond has been in an unrealized loss position and the reasons for the decline in value. Assessments include judgments about an obligor's current and projected financial position, an issuer's current and projected ability to service and repay its debt obligations, the existence of, and realizable value for, any collateral backing the obligations, and the macro-economic and micro-economic outlooks for specific industries and issuers. Assessing the duration of loan-backed securities can also involve assumptions regarding underlying collateral such as prepayment rates, default and recovery rates, and third-party servicing abilities.

In performing its other-than-temporary impairment reviews, the Company, in consultation with its engaged portfolio manager, considers the relevant facts and circumstances relating to each investment and exercises judgment in determining whether a bond is other-than-temporarily impaired. Among the factors considered are whether the decline in fair value results from a change in the quality of the security itself, or from a downward movement in the market as a whole, and the likelihood of recovering the carrying value based on the current and short-term prospects of the issuer. Unrealized losses that are considered to be primarily the result of market conditions, such as increasing interest rates, unusual market volatility, or industry-related events, and where the Company also believes there exists a reasonable expectation of recovery and, furthermore, has the intent to hold the investment until maturity or the market recovery, are usually determined to be temporary.

The Company defines its exposure to subprime mortgage related risk as being composed of all fixed income securities primarily backed by mortgage pools with the following characteristics calculated on a weighted average basis:

- First lien mortgages where borrowers have FICO scores less than 650
- First lien mortgages with loan-to-value ratios greater than 95%

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- Second lien mortgages where borrowers have FICO scores less than 675
- Borrowers with less than conventional documentation of their income and/or net assets and FICO scores less than 650

At December 31, 2007, the Company did not have any subprime mortgage related risk exposure and during 2007, it did not recognize any other-than-temporary impairment losses related to subprime mortgages.

The bonds shown in the following table are all rated "A" or better or are U.S. government obligations; have minimal credit risk; and are subject to normal market fluctuations. The Company intends to hold them until they mature or recover in value. However, if the specific facts and circumstances surrounding a bond, or the outlook for its industry sector or the economy change, the Company may sell the bond and realize a loss.

The risks inherent in reviewing the impairment of any investment include the risk that market results may differ from expectations; facts and circumstances may change in the future and differ from estimates and assumptions; or the Company may later decide to sell the security as a result of changed circumstances.

As of December 31, 2007 and 2006, the gross unrealized losses that were in that position for more than twelve months and for less than twelve months were as follows:

	2007			2006		
	Number of issues	Gross unrealized losses	NAIC fair value	Number of issues	Gross unrealized losses	NAIC fair value
(In thousands)						
Bonds in a loss position						
more than 12 months:						
U. S. Treasury securities and obligations of U.S. government corporations and agencies	—	\$ —	—	2	\$ (11)	2,881
	—	—	—	2	(11)	2,881
Bonds in a loss position						
less than 12 months:						
U.S. Treasury securities and obligations of U.S. government corporations and agencies	—	—	—	1	(11)	3,617
Corporate securities	1	(36)	500	3	—	850
Asset-backed securities	—	—	—	1	(1)	292
Mortgage-backed securities	1	(1)	231	—	—	—
	2	(37)	731	5	(12)	4,759
Total bonds in a loss position	<u>2</u>	<u>\$ (37)</u>	<u>731</u>	<u>7</u>	<u>\$ (23)</u>	<u>7,640</u>

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The following table sets forth the maturity aging schedule of bonds at December 31, 2007. The actual maturities may differ from the contractual maturities because debtors may have the right to call or prepay obligations with or without call or prepayment penalties.

	<b>Statement value</b>	<b>NAIC fair value</b>
	(In thousands)	
One year or less	\$ 300	300
Over one year through five years	6,008	6,074
Over ten years	409	437
Securities not due at a single maturity date	2,521	2,529
<b>Total bonds</b>	<b>\$ 9,238</b>	<b>9,340</b>

At December 31, 2007 and 2006, bonds carried at \$4.3 million and \$4.4 million, respectively, were on deposit with government authorities as required by law.

Proceeds from sales of investments in bonds prior to maturity during 2007 and 2006 were \$0 and \$2.4 million, respectively.

#### **(4) Liability for Losses and Loss Adjustment Expenses**

The Company establishes a liability for losses and LAE to cover its estimated ultimate liability for property and casualty losses and LAE with respect to reported claims and claims IBNR as of the end of each accounting period. Loss and LAE liabilities are estimates of what the Company expects the ultimate settlement and administration of claims will cost based on facts and circumstances then known, predictions of future events and estimates of future trends in claims severity and frequency, judicial theories of liability, and other factors. The inherent uncertainties of estimating insurance liabilities are generally greater for liability coverages or where judicial and political climates involving certain types of claims are changing, than for property coverages due to the longer periods of time (the tail) that elapse before a definitive determination of ultimate loss may be made.

As of December 31, 2007 and 2006, the Company had a gross liability for losses and LAE of \$231.7 million and \$314.4 million, respectively, which was carried at \$0 net of reinsurance recoverables.

The Company's gross exposure to asbestos and environmental claims arises principally from general liability insurance contracts. Establishing liabilities for asbestos and environmental claims is subject to greater uncertainties than those presented by other types of claims. Among the complications are lack of historical data, long reporting delays, uncertainty as to the number and identity of insurers with potential exposure, and unresolved legal issues regarding policy coverage and the extent and timing of any such contractual liability. The legal issues concerning the interpretation of various insurance policy provisions and whether asbestos and environmental losses are or were ever intended to be covered are complex. Courts have reached different and sometimes inconsistent conclusions as to when the loss occurred and what policies provided coverage; what claims are covered; whether there is an insured obligation to defend; how policy limits are determined; how policy exclusions are applied and interpreted; and whether clean-up costs are covered as insured property damage. Based on the foregoing, liabilities for asbestos and

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### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

environmental claims cannot be estimated with traditional loss reserving techniques. Liabilities for losses including IBNR have been established when sufficient information has been developed to indicate the involvement of a specific insurance policy. The Company estimates the impact of these exposures by establishing case basis liabilities on all known losses and LAE and by computing IBNR losses based on previous experience.

The gross asbestos liability for losses and LAE at December 31, 2007 and 2006 of \$18.6 million and \$24.0 million, respectively, includes IBNR liabilities in the amount of \$5.0 million and \$6.5 million gross of reinsurance recoverables, respectively, which was carried at \$0 net of reinsurance recoverables for both years. These IBNR liabilities and the comparable amounts for prior years cover both losses and defense and cost containment expenses. The Company also includes adjusting and other expenses in the amounts shown above.

The gross environmental liability for losses and LAE at December 31, 2007 and 2006 of \$5.7 million and \$820 thousand, respectively, includes IBNR liabilities in the amount of \$1.5 million and \$44 thousand gross of reinsurance recoverables, respectively, which was carried at \$0 net of reinsurance recoverables for both years. The significant development noted in the environmental reserves is primarily the result of an increase in case reserves on a few large accounts and an increase in future IBNR for accounts yet to be reported to Kemper. These IBNR liabilities and the comparable amounts for prior years cover both losses and defense and cost containment expenses. The Company also includes adjusting and other expenses in the amounts shown above.

#### **(5) Reinsurance**

The Company cedes 100% of its premiums, losses, and LAE to LMC pursuant to a quota share pooling agreement. All reinsurance recoverables from LMC are unsecured, and the Company remains primarily liable as the direct insurer on all risks reinsured if LMC is unable to pay such claims. As noted elsewhere in these notes, the regulatory and financial status of LMC has had and will continue to have a significant impact on the Company's operations.

LMC shares with the Company common management and directors. The Company has been one of the Kemper Insurance Companies for over 50 years. At December 31, 2003, LMC assumed most of the Company's liabilities, agreed to perform for the Company all insurance policy-related obligations including handling and paying claims, and issued an LMC policy to each holder of a policy ever issued by the Company, including any policy no longer in force but excluding any policy that is cut-through reinsured by a subsidiary of Unitrin, Inc. The additional LMC policy is substantively identical to the policy previously issued by the Company, although the LMC policy is nonparticipating and nonvoting with respect to LMC's corporate governance. The additional LMC policy assures affected Company policyholders that their claims will be treated equally with the claims of other LMC policyholders not only in the event of a managed run-off of the Company and LMC, but also in the event of any insolvency proceedings with respect to the two companies. The Company remains liable for its policy liabilities in the event LMC does not comply with all the terms of the affected policies.

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The Company's assumptions from and cessions to LMC were as follows:

	<u>Assumed</u>	<u>Ceded</u>
	(In thousands)	
<b>2007:</b>		
Unearned premiums	\$	415
Outstanding losses and LAE (including IBNR)	—	231,708
<b>2006:</b>		
Unearned premiums	\$	525
Outstanding losses and LAE (including IBNR)	—	314,442

LMC historically has reinsured portions of the risks it underwrote in an effort to control its exposure to losses and protect surplus. LMC ceded to reinsurers a portion of these risks and paid premiums based upon the risk and exposure of the policies subject to such reinsurance. Reinsurance is subject to collectibility in all cases and to aggregate loss limits in certain cases. Although the reinsurer is liable to the extent of the reinsurance limits purchased, LMC remains primarily liable as the direct insurer on all risks reinsured. LMC also holds collateral, including escrow funds, letters of credit, and trust funds, under certain reinsurance agreements. LMC monitors the financial condition of reinsurers on an ongoing basis, and reviews its reinsurance arrangements periodically.

The estimated maximum amount of return commission due LMC if all of the Company's reinsurance was canceled as of December 31, 2007 is as follows:

	<u>Assumed reinsurance</u>		<u>Ceded reinsurance</u>		<u>Net</u>	
	<u>Unearned premium liability</u>	<u>Commission equity</u>	<u>Unearned premium liability</u>	<u>Commission equity</u>	<u>Unearned premium liability</u>	<u>Commission equity</u>
	(In thousands)					
Affiliates	\$	—	415	(2)	(415)	2
All other	—	—	—	—	—	—
<b>Total</b>	<b>\$</b>	<b>—</b>	<b>415</b>	<b>(2)</b>	<b>(415)</b>	<b>2</b>

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**(6) Federal Income Taxes**

The components of the Company's net deferred tax asset as of December 31, 2007 and 2006 were as follows:

	<b>2007</b>	<b>2006</b>
	(In thousands)	(In thousands)
Total gross deferred tax assets	\$ 88,552	88,772
Total deferred tax liabilities	(1)	(13)
Net deferred tax asset	88,551	88,759
Deferred tax asset nonadmitted	(88,551)	(88,759)
Net admitted deferred tax asset	\$ —	—
Decrease in nonadmitted asset	\$ 208	11,878

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities as of December 31, 2007 and 2006 were as follows:

	<b>2007</b>	<b>2006</b>
	(In thousands)	(In thousands)
Deferred tax assets:		
Section 197 intangible	\$ 64,276	70,164
Loss carryforwards	24,260	18,588
Other, net	16	20
Total deferred tax assets	88,552	88,772
Nonadmitted deferred tax assets	(88,551)	(88,759)
Admitted deferred tax assets	1	13
Deferred tax liabilities:		
Investments	(1)	(13)
Total deferred tax liabilities	(1)	(13)
Net admitted deferred tax asset	\$ —	—

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The change in net deferred income taxes as of December 31, 2007 and 2006 comprised the following:

	<u>2007</u>	<u>2006</u>	<u>Change</u>
		(In thousands)	
Total deferred tax assets	\$ 88,552	88,772	(220)
Total deferred tax liabilities	(1)	(13)	12
Net deferred tax asset	<u>88,551</u>	<u>88,759</u>	<u>(208)</u>
Decrease in net deferred income tax in surplus			\$ <u>(208)</u>

At December 31, 2007, the Company had \$69.3 million of operating loss carryforward, which originated and expires as follows:

<u>Origination year</u>	<u>Expiration year</u>	<u>Amount</u>
		(In thousands)
2003	2023	\$ 9,011
2004	2024	14,888
2005	2025	15,420
2006	2026	13,546
2007	2027	<u>16,401</u>
		<u>\$ 69,266</u>

There are no income taxes incurred in the current year and prior year that will be available for recoupment in the event of future net losses.

Tax returns for the years through 2003 are closed for Internal Revenue Service (IRS) examination. The Company is not currently under examination by the IRS for any open tax years.

#### **(7) Transactions with Affiliates and Related Parties**

The Company utilizes the services of the employees and the office facilities of LMC pursuant to the terms of a quota share pooling agreement. Charges for these services, which include benefit plan expenses for such employees, are allocated to the Company based on actual expenses incurred in accordance with the Company's use of the services and facilities. Under the existing quota share reinsurance agreement, all such charges are ceded to LMC, resulting in no net impact to surplus.

As mentioned elsewhere in the notes, the Company is largely dependent on LMC's financial and regulatory status. If LMC does not or cannot meet its reinsurance obligations to the Company, the Company's liquidity and financial status would be significantly affected.

LMC and its affiliates, including the Company, jointly participate in a corporate insurance program, including D&O coverage. A LMC subsidiary, Specialty Surplus Insurance Company, extended a

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

reinsurance agreement, effective December 31, 2007 for a three-year period ending December 31, 2010, facultatively reinsuring a corresponding three-year A-side management liability policy issued by an unaffiliated third party to LMC and the Company.

At December 31, 2006, the Company held in its name certain Texas guaranty fund premium tax credits that previously had been ceded to LMC under an intercompany reinsurance agreement. LMC and certain other affiliates also held Texas premium tax credits. In the first quarter of 2007, the Company and those affiliates sold most of their credits to two insurance company subsidiaries of Unitrin, Inc. (Unitrin). As all the Company's sale proceeds were ceded to LMC, the sale to Unitrin had no net impact on the Company's statutory balance sheets. Also in the first quarter of 2007, LMC separately sold to the Company \$28 thousand of 2003 tax year Texas premium tax credits. The Company then promptly filed a refund request with the Texas Comptroller and utilized in 2007 the purchased credits against the Company's 2003 premium tax liability. The purchase from LMC, therefore, also had no net impact on the Company's statutory balance sheets. Both the Unitrin and the LMC transactions received regulatory approvals in both Texas and Illinois.

In various other notes to the statutory balance sheets, transactions with affiliates and related parties are also discussed. At December 31, 2007 and 2006, the Company had an obligation to LMC of \$60 thousand and \$74 thousand, respectively, for services and payments made on behalf of the Company. Intercompany balances are settled on a quarterly basis, to the extent that the Company has sufficient unencumbered assets to make the payment.

#### **(8) Risk-Based Capital**

The NAIC utilizes a RBC formula intended for regulatory monitoring of property-casualty insurers. Under RBC rules in Illinois, state regulators may mandate remedial action for inadequately capitalized companies. The focus of the capital rules is a risk-based formula that applies prescribed factors to various risk elements in an insurer's business and investments to develop a minimum capital requirement designed to be proportional to the amount of risk assumed by the insurer. For the last four years (including 2007 and 2006 excluding the benefit of prescribed and permitted accounting practices), LMC's level of surplus has been at the "mandatory control level" under the RBC rules. At this level, the Division of Insurance has substantial authority to exercise control over LMC and its affiliates, including the Company. The Division of Insurance is mandated to place a company at this level under its control, except where, as is the case with LMC, such company is a property and casualty insurance company that is no longer writing new business and is running off its existing business, in which case the Director of the Division of Insurance (the Director) has discretion to allow the continued run-off.

Having entered into voluntary run-off in the first half of 2003, Kemper has been operating under guidance provided within certain agreed to Corrective Orders with the Division of Insurance, pursuant to which Kemper, including the Company, has ceased to write virtually all insurance business and is settling its liabilities under the administrative supervision of the Division of Insurance. As required by the Division of Insurance, Kemper is operating under a confidential RBC plan (the run-off plan) to address its RBC level. The run-off plan is designed to help Kemper meet its goal of resolving, to the maximum extent possible, all valid policyholder claims. Kemper updates the run-off plan based on current information from time to time. Details of the plan are confidential pursuant to the state's RBC statute.

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

Risks and uncertainties involved in implementing the run-off plan include the need to achieve significant policy buybacks and novations (the volume of which has declined in each of the last three years as overall liabilities also declined); to complete other surplus-enhancing transactions; to commute certain reinsurance agreements; to complete other liquidity-enhancing transactions, to hire and retain the staff and resources necessary to implement the plan; to further reduce expenses; and to consummate agreements with regulators and other third parties. Achieving the surplus and liquidity projections in the run-off plan requires the consummation of agreements with insureds for policy buybacks and novations; the timely performance of payment and other contractual obligations owed to Kemper, including the Company, by various third parties, including reinsurers as well as insureds and agents; agreements with regulators in various jurisdictions; and the absence of significant additional disputes not only with reinsurers but also with creditors, including insureds and certain states, which could involve judicial or other actions to seek either to force Kemper to collateralize its unsecured obligations or to not timely release collateral back to Kemper. Therefore, no assurance can be given that the run-off plan will continue to be successfully implemented.

The Division of Insurance continues to closely monitor Kemper's progress in achieving the objectives of the run-off plan. As has been the case for five years, the Division of Insurance retains the discretion at any time to seek to place Kemper, including the Company, in a formal proceeding (conservatorship or receivership, rehabilitation or liquidation). The risk of a proceeding would be exacerbated if Kemper fails to have sufficient liquid assets to meet its current obligations, or if Kemper's reported liabilities at any time exceed its reported assets, or if Kemper fails to meet the surplus and liquidity projections set forth in the run-off plan.

The Company has also entered into consent agreements with certain other states under which the Company agreed to cease writing business in those jurisdictions. In addition, in 2005 the Company agreed to its license being suspended in Tennessee, with the Company permitted to maintain its licenses but not permitted to write any new business. In 2006, the Company appealed its license suspension in the State of North Carolina as not being in the best interests of the Company's policyholders or claimants. In 2007, the Florida Office of Insurance Regulation notified the Company that its license (certificate of authority to conduct insurance business in Florida) expired by operation of law due to the prior suspension of the license in 2004 (after the Company had entered run-off status). The license is not required for the Company to continue to handle claims, or to liquidate assets or liabilities, from its prior operations.

The Company's RBC ratio, unlike LMC's, exceeds any regulatory action levels. However, because of the Company's heavy reliance on reinsurance recoveries and operations support from LMC, the regulatory and financial status of LMC has had and will continue to have a significant impact on the Company's operations.

#### **(9) Commitments, Contingent Liabilities, Liquidity, and Other Contingencies**

##### ***Ratings***

In early 2005, LMC requested that A.M. Best cease rating Kemper, including the Company. As of December 31, 2004, A.M. Best had assigned the Company a D (poor) rating. In June and July 2003, respectively, Moody's Investor Services and Standard & Poor's last downgraded the Company's financial strength ratings to Caa3 (very poor) and CCC (very weak), respectively, when, at LMC's request, they ceased rating Kemper.

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

The downgrades to below A- effectively ended Kemper's ability to write most new commercial lines of business or retain existing policyholders. In the first half of 2003, as a result of a combination of various business factors including the ratings downgrades and Kemper's deteriorating statutory surplus, the Company substantially ceased underwriting activities other than as required by contract or law. Since then, Kemper has been subject to Corrective Orders by the Division of Insurance not to write any new or renewal business except as necessary to comply with contractual commitments or as expressly permitted by the Division of Insurance.

#### *Liquidity*

Although the Company's operating cash flow (along with the portion of the investment portfolio that is held in cash and highly liquid short-term securities) has historically met the liquidity requirements of the Company's operations, the Company is heavily dependent on its reinsurance with LMC to meet its current obligations and maintain its surplus. LMC is experiencing and will most likely continue to experience negative cash flow from operations. Other than reinsurance recoverables from business ceded to LMC, the Company's cash inflow consists primarily of income from investments and sales and maturities of investments. Thus, it is critical for the Company to be able to collect its reinsurance recoverables from LMC. However, Corrective Orders prohibit the transfer of assets from, or liabilities to, any affiliated parties without the prior written approval of the Director.

#### *Structured Settlements*

In limited circumstances to settle certain insurance claim liabilities prior to the Company entering run-off in early 2003, the Company from time to time since the late 1970s purchased from various life insurance companies structured settlement annuities naming the settling claimants as payees. In many of those settlements, the Company was named the owner of the annuity and is contingently liable to the claimant for the unpaid periodic payments in the event of the default or insolvency of the life insurance company. The Company has calculated the present value (at a 4.2% discount rate) of such future unpaid annuity installments as of December 31, 2007. That value, associated with approximately 200 annuities, is \$25.2 million.

In connection with the intercompany pooling agreement as amended in 2003, the Company has ceded to LMC all its insurance liabilities, including any contingent liabilities for structured settlement annuities, and has transferred to LMC assets or rights thereto, including annuities owned by the Company (see note 5). Therefore, the \$25.2 million of contingent exposure for structured settlement annuity liabilities is contingent on LMC as well as on the respective life companies.

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

The total value of annuities due from a life insurer in excess of 1% of the Company's surplus is shown in the table below:

<b>Carrier<sup>(1)</sup></b>	<b>Location</b>	<b>Reportable amounts (in thousands)</b>
Symetra Life Insurance Company	Bellevue, WA	\$ 4,364
The Manufacturers Life Insurance Company	Toronto, Canada	3,963
Genworth Life and Annuity Insurance Company	Richmond, VA	2,731
Fidelity Life Association	Oak Brook, IL	2,647
Executive Life Insurance Company of New York <sup>(2)</sup>	New York, NY	1,478
Midland National Life Insurance Company	Sioux Falls, SD	997
The Prudential Insurance Company of America	Newark, NJ	987
Genworth Life Insurance Company	Richmond, VA	969
Pacific Life Insurance Company	Newport Beach, CA	914
Metropolitan Life Insurance Company	Long Island City, NY	802
Presidential Life Insurance Company	Nyack, NY	669
Protective Life Insurance Company	Birmingham, AL	646
New York Life Insurance Company	New York, NY	620
Transamerica Financial Life Insurance Company	Cedar Rapids, IA	619
Aurora National Life Assurance Company	Wethersfield, CT	486
Monumental Life Insurance Company	Cedar Rapids, IA	378
Continental Assurance Company	Chicago, IL	276
Genworth Life Insurance Company of New York	Richmond, VA	260
AIG Annuity Insurance Company	New York, NY	258
Liberty Life Assurance Company of Boston	Dover, NH	145
North American Company for Life & Health Insurance	Chicago, IL	144
Aviva Life Insurance Company	Quincy, MA	127
United of Omaha Life Insurance Company	Omaha, NE	118
The Lincoln National Life Insurance Company	Fort Wayne, IN	118
Life Insurance Company of North America	Bloomfield, CT	117
ING Life Insurance and Annuity Company	Atlanta, Ga	115
All other		<u>272</u>
 Total		 <u>\$ 25,220</u>

<sup>(1)</sup> All of the life insurance companies listed in the preceding table are rated A- or better by A.M. Best other than as follows: Presidential Life Insurance Company is rated B+; Executive Life Insurance Company of New York (ELNY) and Aurora National Life Assurance Company are not rated. In addition, all of the companies are licensed in the state of the Company's domicile, Illinois, other than ELNY.

## AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

### Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

<sup>(2)</sup> ELNY was placed in rehabilitation under the supervision of the New York Liquidation Bureau in 1992. ELNY has continued to pay 100% on all its annuities since then; however, the extent of ELNY's ability to continue to pay its obligations as they become due is unknown. There is a reasonable possibility that a liability will be incurred, but the Company believes that an estimate of a liability currently cannot be made with available information.

#### ***Other Items***

In the ordinary course of business, the Company is involved in various legal actions for which it establishes liabilities where appropriate. In the opinion of the Company's management, based upon the advice of legal counsel, contingent liabilities arising from litigation, tax, and compliance matters are not expected to have a material adverse effect on the Company's statutory balance sheets due to established liabilities and anticipated insurance and reinsurance recoverables, but there can be no assurance that such matters will not become material due to future developments, including any changes with respect to the financial condition of the Company.

#### **(10) Fair Value of Financial Instruments**

Fair value estimates are made at specific points in time, based on relevant market information and information about the financial instrument. These estimates do not reflect any premium or discount that could result from offering for sale at one time the Company's entire holdings of a particular financial instrument. Fair value estimates for financial instruments are generally determined using discounted cash flow models and assumptions that are based on judgments regarding current and future economic conditions and the risk characteristics of the investments. Although fair value estimates are calculated using assumptions that management believes are appropriate, changes in assumptions could significantly affect the estimates and such estimates should be used with care.

Fair value estimates are determined for existing on- and off-balance sheet financial instruments without attempting to estimate the value of anticipated future business and the value of assets and certain liabilities that are not considered financial instruments. Accordingly, the aggregate fair value estimates presented do not represent the underlying value of the Company. In addition, tax ramifications related to the realization of unrealized gains and losses can have a significant effect on fair value estimates and have not been considered in any of the estimates.

The following methods and assumptions were used by the Company in estimating the fair value of its financial instruments:

**Cash equivalents, short-term investments, and bonds:** Fair values for cash equivalents, short-term investments, and bonds have been determined using prices provided by the SVO, or when such values are not available from the SVO, using prices from independent pricing services, prices provided by brokers, or prices determined in good faith by the Company's engaged portfolio manager.

**Cash:** The statement value reported for cash approximates fair value.

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Notes to Statutory Statements of Admitted Assets, Liabilities, and Surplus

December 31, 2007 and 2006

The statement values and estimated fair values of the Company's financial instruments at December 31, 2007 and 2006 were as follows:

	<b>2007</b>		<b>2006</b>	
	<b>Statement value</b>	<b>Estimated fair value</b>	<b>Statement value</b>	<b>Estimated fair value</b>
(In thousands)				
Financial instruments recorded as assets:				
Bonds	\$ 9,238	9,340	8,897	8,901
Cash, cash equivalents, and short-term investments	1,561	1,561	1,512	1,512

**Schedule I****AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

## Supplemental Schedule of Investments

December 31, 2007

The following is a summary of certain financial data as of December 31, 2007 and for the year then ended for purposes of complying with the Manual. Such data is included in the Company's 2007 Annual Statement as filed with the Division of Insurance.

<b>Investment categories</b>	<b>Gross investment holdings</b>		<b>Admitted assets as reported in the annual statement</b>	
	<b>Amount</b>	<b>Percentage</b>	<b>Amount</b>	<b>Percentage</b>
Bonds:				
U.S. Treasury securities	\$ 4,180,809	38.713%	\$ 4,180,809	38.713%
U.S. government agency obligations (excluding mortgage-backed securities):				
Issued by U.S. government sponsored agencies	1,009,968	9.352	1,009,968	9.352
Foreign government (including Canada, excluding mortgage-backed securities)	76,702	0.710	76,702	0.710
Securities issued by states, territories, and possessions and political subdivisions in the U.S.:				
Revenue and assessment obligations	409,430	3.791	409,430	3.791
Mortgage-backed securities (includes residential and commercial MBS):				
CMOs and REMICs:				
Issued or guaranteed by GNMA, FNMA, FHLMC, or VA	1,999,998	18.520	1,999,998	18.520
All other	366,900	3.397	366,900	3.397
Other debt and other fixed income securities (excluding short-term):				
Unaffiliated domestic securities (includes credit tenant loans rated by the SVO)	1,194,284	11.059	1,194,284	11.059
Cash, cash equivalents, and short-term investments	1,561,330	14.458	1,561,330	14.458
Total invested assets	\$ <u><u>10,799,421</u></u>	<u><u>100.000%</u></u>	\$ <u><u>10,799,421</u></u>	<u><u>100.000%</u></u>

See accompanying independent auditors' report.

**Schedule II****AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

## Supplemental Schedule of Investment Risks Interrogatories

December 31, 2007

The following interrogatories as of December 31, 2007 and for the year then ended are for the purpose of complying with the Manual.

Answer the following interrogatories by reporting the applicable U.S. dollar amounts and percentages of the reporting entity's total admitted assets held in that category of investments.

1. Reporting entity's total admitted assets as reported on page 2 of the annual statement: \$10,942,180.
2. Ten largest exposures to a single issuer/borrower/investment:

<b>Issuer</b>	<b>Description of exposure</b>	<b>Amount</b>	<b>Percentage of total admitted assets</b>
1. Dreyfus Cash Mgmt CL A Fd	Class 1 MMF – Cat. 8	\$ 561,667	5.1%
2. Conocophillips	Bond – Cat. 2.1	536,208	4.9
3. Amsouth Bancorp	Bond – Cat. 2.1	503,877	4.6
4. FHR 2654 OY – Mtg Multi-Class	Bond – Cat. 1.521	496,932	4.5
5. FHR 2857 TE – Mtg Multi-Class	Bond – Cat. 1.521	419,734	3.8
6. Chicago IL Pub Bldg ETM	Bond – Cat. 1.43	409,430	3.7
7. FHR 2707 ON – Mtg Multi-Class	Bond – Cat. 1.521	319,564	2.9
8. FHR 2781 TX – Mtg Multi-Class	Bond – Cat. 1.521	294,442	2.7
9. FHR 2937 JC – Mtg Multi-Class	Bond – Cat. 1.521	273,823	2.5
10. NASC 1998-D6 A1B - Mtg Multi-Class	Bond – Cat. 1.523	232,118	2.1

3. Amounts and percentages of the reporting entity's total admitted assets held in bonds and preferred stocks by NAIC rating:

<b>Bonds</b>	<b>Amount</b>	<b>Percentage of total admitted assets</b>	<b>Preferred stocks</b>	<b>Amount</b>	<b>Percentage of total admitted assets</b>
NAIC-1	\$ 10,799,420	98.7%	P/RP-1	\$ —	—%
NAIC-2	—	—	P/RP-2	—	—
NAIC-3	—	—	P/RP-3	—	—
NAIC-4	—	—	P/RP-4	—	—
NAIC-5	—	—	P/RP-5	—	—
NAIC-6	—	—	P/RP-6	—	—

**Schedule II**

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Supplemental Schedule of Investment Risks Interrogatories

December 31, 2007

4. Assets held in foreign investments:

1. Are assets held in foreign investments less than 2.5% of the reporting entity's total admitted assets?	Yes [X] No [ ]
2. Total admitted assets held in foreign investments	\$ — —%
3. Foreign-currency-denominated investments	\$ — —%
4. Insurance liabilities denominated in that same foreign currency	\$ — —%

If response to 1. above is yes, responses are not required for interrogatories 5 – 10.

5. Aggregate foreign investment exposure categorized by NAIC sovereign rating:

Not applicable.

6. Two largest foreign investment exposures in a single country, categorized by NAIC sovereign rating:

Not applicable.

7. Aggregate unhedged foreign currency exposure:

Not applicable.

8. Aggregate unhedged foreign currency exposure categorized by the country's NAIC sovereign rating:

Not applicable.

9. Two largest unhedged foreign currency exposures to a single country, categorized by the country's NAIC sovereign rating:

Not applicable.

10. Ten largest nonsovereign (i.e, nongovernmental) foreign issues:

Not applicable.

11. Amounts and percentages of the reporting entity's total admitted assets held in Canadian investments and unhedged Canadian currency exposure.

Are assets held in Canadian investments less than 2.5% of the reporting entity's total admitted assets?  
Yes [X] No [ ]

If response is yes, detail is not required for the remainder of interrogatory 11.

**Schedule II**

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Supplemental Schedule of Investment Risks Interrogatories

December 31, 2007

12. Report aggregate amounts and percentages of the reporting entity's total admitted assets held in investments with contractual sales restrictions.

Are assets held in investments with contractual sales restrictions less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 12.

13. Amounts and percentages of admitted assets held in the ten largest equity interests.

Are assets held in equity interests less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 13.

14. Amounts and percentages of the reporting entity's total admitted assets held in nonaffiliated, privately placed equities.

Are assets held in nonaffiliated, privately placed equities less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 14.

15. Amounts and percentages of the reporting entity's total admitted assets held in general partnership interests.

Are assets held in general partnership interests less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 15.

16. Amounts and percentages of the reporting entity's total admitted assets held in mortgage loans.

Are mortgage loans reported in Schedule B less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 16 and interrogatory 17.

17. Not applicable.

**Schedule II**

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Supplemental Schedule of Investment Risks Interrogatories

December 31, 2007

18. Amounts and percentages of the reporting entity's total admitted assets held in each of the five largest investments in real estate.

Are assets held in real estate reported in Schedule A less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 18.

19. Report aggregate amounts and percentages of the reporting entity's total admitted assets held in investments in mezzanine real estate loans.

Are assets held in investments in mezzanine real estate loans less than 2.5% of the reporting entity's total admitted assets?  
Yes  No

If response is yes, responses are not required for the remainder of interrogatory 19.

20. Amounts and percentages of the reporting entity's total admitted assets subject to securities lending agreements, repurchase and reverse repurchase agreements, and dollar repurchase and dollar reverse repurchase agreements:

None.

21. Amounts and percentages of the reporting entity's total admitted assets for warrants not attached to other financial instruments, options, caps, and floors:

None.

22. Amounts and percentages of the reporting entity's total admitted assets of potential exposure for collars, swaps, and forwards:

None.

23. Amounts and percentages of the reporting entity's total admitted assets of potential exposure for futures contracts:

None.

See accompanying independent auditors' report.

**Schedule III**

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Supplemental Schedule of Reinsurance Risk Interrogatories

December 31, 2007

1. The reporting entity does not have any risks reinsured under a quota-share reinsurance contract with any other entity that includes a provision that would limit the reinsurer's losses below the stated quota share percentage (e.g., a deductible, a loss ratio corridor, a loss cap, an aggregate limit, or any similar provisions).
2. The reporting entity did not cede any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates) for which during 2007: (i) it recorded a positive or negative underwriting result greater than 5% of prior year-end surplus as regards policyholders or it reported calendar year written premium ceded or year-end loss and loss expense reserves ceded greater than 5% of prior year-end surplus as regards policyholders; (ii) it accounted for that contract as reinsurance and not as a deposit; and (iii) the contract(s) contain one or more of the following features or other features that would have similar results:
  - a. A contract term longer than two years and the contract is noncancelable by the reporting entity during the contract term;
  - b. A limited or conditional cancelation provision under which cancelation triggers an obligation by the reporting entity, or an affiliate of the reporting entity, to enter into a new reinsurance contract with the reinsurer, or an affiliate of the reinsurer;
  - c. Aggregate stop loss reinsurance coverage;
  - d. An unconditional or unilateral right by either party to commute the reinsurance contract, except for such provisions that are only triggered by a decline in the credit status of the other party;
  - e. A provision permitting reporting of losses, or payment of losses, less frequently than on a quarterly basis (unless there is no activity during the period); or
  - f. Payment schedule, accumulating retentions from multiple years or any features inherently designed to delay timing of the reimbursement to the ceding entity.
3. During 2007, the reporting entity did not cede any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates), excluding cessions to approved pooling arrangements or to captive insurance companies that are directly or indirectly controlling, controlled by, or under common control with (i) one or more unaffiliated policyholders of the reporting entity, or (ii) an association of which one or more unaffiliated policyholders of the reporting entity is a member, where:
  - a. The written premium ceded to the reinsurer by the reporting entity or its affiliates represents fifty percent (50%) or more of the entire direct and assumed premium written by the reinsurer based on its most recently available financial statements; or
  - b. Twenty-five percent (25%) or more of the written premium ceded to the reinsurer has been retroceded back to the reporting entity or its affiliates.

**Schedule III**

**AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY**

Supplemental Schedule of Reinsurance Risk Interrogatories

December 31, 2007

4. The reporting entity did not cede any risk under any reinsurance contract (or multiple contracts with the same reinsurer or its affiliates) during 2007 that was either:
  - a. Accounted for as reinsurance (either prospective or retroactive) under SSAP and as a deposit under GAAP; or
  - b. Accounted for as reinsurance under GAAP and as a deposit under SSAP.

See accompanying independent auditors' report.