



ANNUAL STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2008
 OF THE CONDITION AND AFFAIRS OF THE
AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

NAIC Group Code	0108	NAIC Company Code	30562	Employer's ID Number	36-2797074
	(Current Period)		(Prior Period)		
Organized under the Laws of	Illinois		State of Domicile or Port of Entry	Illinois	
Country of Domicile	United States				
Incorporated/Organized	03/29/1837		Commenced Business	08/13/1837	
Statutory Home Office	1 Kemper Drive (Street and Number)		Long Grove, IL 60049-0001 (City or Town, State and Zip Code)		
Main Administrative Office	1 Kemper Drive (Street and Number)		Long Grove, IL 60049-0001	847-320-2000	(Area Code) (Telephone Number)
Mail Address	1 Kemper Drive (Street and Number or P.O. Box)		Long Grove, IL 60049-0001 (City or Town, State and Zip Code)		
Primary Location of Books and Records	1 Kemper Drive (Street and Number)		Long Grove, IL 60049-0001	847-320-3127	(Area Code) (Telephone Number)
Internet Website Address	www.kemperinsurance.com				
Statutory Statement Contact	Fredrick Thomas Griffith (Name)		847-320-3127 (Area Code) (Telephone Number) (Extension)		
	Fred.Griffith@kemperinsurance.com (E-mail Address)		847-320-3818 (Fax Number)		

OFFICERS

Name	Title	Name	Title
Douglas Sean Andrews	President and CEO	John Keating Conway	Secretary
Fredrick Thomas Griffith	Chief Financial Officer	Geoffrey Andrew Cooke	Treasurer

OTHER OFFICERS

Frederick Otto Kist	Senior Vice President	Benjamin David Schwartz	Senior Vice President
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DIRECTORS OR TRUSTEES

Douglas Sean Andrews	Peter Bannerman Hamilton	George Ralph Lewis	Arthur James Massolo
David Barrett Mathis			

State of Illinois.....

County of Lake..... ss

The officers of this reporting entity, being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures Manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Douglas Sean Andrews
President and CEOJohn Keating Conway
SecretaryFredrick Thomas Griffith
Chief Financial OfficerSubscribed and sworn to before me this
20th day of February, 2009

a. Is this an original filing? Yes [X] No []
 b. If no,
 1. State the amendment number _____
 2. Date filed _____
 3. Number of pages attached _____

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

ASSETS

	Current Year			Prior Year
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 Net Admitted Assets
1. Bonds (Schedule D).....	9,726,103		9,726,103	9,238,091
2. Stocks (Schedule D):				
2.1 Preferred stocks	0		0	0
2.2 Common stocks	0		0	0
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less \$ encumbrances).....			0	0
4.2 Properties held for the production of income (less \$ encumbrances).....			0	0
4.3 Properties held for sale (less \$ encumbrances).....			0	0
5. Cash (\$ (177,085) , Schedule E, Part 1), cash equivalents (\$ 0 , Schedule E, Part 2) and short-term investments (\$ 1,639,108 , Schedule DA).....	1,462,023		1,462,023	1,561,330
6. Contract loans, (including \$ premium notes)			0	0
7. Other invested assets (Schedule BA).....	0	.0	0	0
8. Receivables for securities			0	0
9. Aggregate write-ins for invested assets	0	.0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9).....	11,188,126	.0	11,188,126	10,799,421
11. Title plants less \$ charged off (for Title insurers only).....			0	0
12. Investment income due and accrued	138,838		138,838	142,759
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection			0	0
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premium).....			0	0
13.3 Accrued retrospective premium.....			0	0
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers			0	0
14.2 Funds held by or deposited with reinsured companies			0	0
14.3 Other amounts receivable under reinsurance contracts			0	0
15. Amounts receivable relating to uninsured plans			0	0
16.1 Current federal and foreign income tax recoverable and interest thereon			0	0
16.2 Net deferred tax asset.....	88,458,580	88,458,580	0	0
17. Guaranty funds receivable or on deposit			0	0
18. Electronic data processing equipment and software			0	0
19. Furniture and equipment, including health care delivery assets (\$)			0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
21. Receivables from parent, subsidiaries and affiliates			0	0
22. Health care (\$) and other amounts receivable.....			0	0
23. Aggregate write-ins for other than invested assets	46,667	46,667	0	0
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23).....	99,832,211	88,505,247	11,326,964	10,942,180
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	0
26. Total (Lines 24 and 25).....	99,832,211	88,505,247	11,326,964	10,942,180
DETAILS OF WRITE-INS				
0901.....				
0902.....				
0903.....				
0998. Summary of remaining write-ins for Line 9 from overflow page	0	.0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998)(Line 9 above).....	0	0	0	0
2301. Prepaid expenses	46,667	46,667	0	0
2302.....				
2303.....				
2398. Summary of remaining write-ins for Line 23 from overflow page	0	.0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above).....	46,667	46,667	0	0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Year	2 Prior Year
1. Losses (Part 2A, Line 35, Column 8) .....	.0	0
2. Reinsurance payable on paid losses and loss adjustment expenses (Schedule F, Part 1, Column 6) .....	.0	0
3. Loss adjustment expenses (Part 2A, Line 35, Column 9) .....	.0	0
4. Commissions payable, contingent commissions and other similar charges .....	.0	0
5. Other expenses (excluding taxes, licenses and fees)	900	900
6. Taxes, licenses and fees (excluding federal and foreign income taxes) .....	.0	0
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses)) .....	.0	0
7.2 Net deferred tax liability .....	.0	0
8. Borrowed money \$ and interest thereon \$ .....	.0	0
9. Unearned premiums (Part 1A, Line 38, Column 5) (after deducting unearned premiums for ceded reinsurance of \$ 308,600 and including warranty reserves of \$ ..... ) .....	.0	0
10. Advance premium .....	.0	0
11. Dividends declared and unpaid:		
11.1 Stockholders .....	.0	0
11.2 Policyholders .....	.0	0
12. Ceded reinsurance premiums payable (net of ceding commissions) .....	.0	0
13. Funds held by company under reinsurance treaties (Schedule F, Part 3, Column 19) .....	.0	0
14. Amounts withheld or retained by company for account of others .....	.0	0
15. Remittances and items not allocated .....	.0	0
16. Provision for reinsurance (Schedule F, Part 7) .....	.0	0
17. Net adjustments in assets and liabilities due to foreign exchange rates .....	.0	0
18. Drafts outstanding .....	.0	0
19. Payable to parent, subsidiaries and affiliates	214,790	60,019
20. Payable for securities .....	.0	0
21. Liability for amounts held under uninsured plans .....	.0	0
22. Capital notes \$ and interest thereon \$ .....	.0	0
23. Aggregate write-ins for liabilities	0	0
24. Total liabilities excluding protected cell liabilities (Lines 1 through 23)	215,690	60,919
25. Protected cell liabilities .....	.0	0
26. Total liabilities (Lines 24 and 25)	215,690	60,919
27. Aggregate write-ins for special surplus funds .....	.0	0
28. Common capital stock .....	.0	0
29. Preferred capital stock .....	.0	0
30. Aggregate write-ins for other than special surplus funds	1,500,000	1,500,000
31. Surplus notes .....	.0	0
32. Gross paid in and contributed surplus .....	.0	0
33. Unassigned funds (surplus)	9,611,274	9,381,261
34. Less treasury stock, at cost:		
34.1 shares common (value included in Line 28 \$ ..... ) .....	.0	0
34.2 shares preferred (value included in Line 29 \$ ..... ) .....	.0	0
35. Surplus as regards policyholders (Lines 27 to 33, less 34) (Page 4, Line 39)	11,111,274	10,881,261
36. Totals (Page 2, Line 26, Col. 3)	11,326,964	10,942,180
DETAILS OF WRITE-INS		
2301. ....	.0	0
2302. ....	.0	0
2303. ....	.0	0
2398. Summary of remaining write-ins for Line 23 from overflow page .....	.0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	0	0
2701. ....	.0	0
2702. ....	.0	0
2703. ....	.0	0
2798. Summary of remaining write-ins for Line 27 from overflow page .....	.0	0
2799. Totals (Lines 2701 through 2703 plus 2798) (Line 27 above)	0	0
3001. Guaranty fund.....	1,500,000	1,500,000
3002. ....	.0	0
3003. ....	.0	0
3098. Summary of remaining write-ins for Line 30 from overflow page .....	.0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	1,500,000	1,500,000

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

STATEMENT OF INCOME

	1 Current Year	2 Prior Year
UNDERWRITING INCOME		
1. Premiums earned (Part 1, Line 35, Column 4)	0	0
DEDUCTIONS:		
2. Losses incurred (Part 2, Line 35, Column 7)	0	0
3. Loss adjustment expenses incurred (Part 3, Line 25, Column 1)	0	0
4. Other underwriting expenses incurred (Part 3, Line 25, Column 2)	267,225	123,667
5. Aggregate write-ins for underwriting deductions	0	0
6. Total underwriting deductions (Lines 2 through 5)	267,225	123,667
7. Net income of protected cells	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 plus Line 7)	(267,225)	(123,667)
INVESTMENT INCOME		
9. Net investment income earned (Exhibit of Net Investment Income, Line 17)	497,238	510,185
10. Net realized capital gains (losses) less capital gains tax of \$	(Exhibit of Capital Gains (Losses))	0
11. Net investment gain (loss) (Lines 9 + 10)	497,238	510,185
OTHER INCOME		
12. Net gain (loss) from agents' or premium balances charged off (amount recovered \$ amount charged off \$)	0	0
13. Finance and service charges not included in premiums	0	0
14. Aggregate write-ins for miscellaneous income	0	0
15. Total other income (Lines 12 through 14)	0	0
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	230,013	386,518
17. Dividends to policyholders	0	0
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	230,013	386,518
19. Federal and foreign income taxes incurred	0	0
20. Net income (Line 18 minus Line 19) (to Line 22)	230,013	386,518
CAPITAL AND SURPLUS ACCOUNT		
21. Surplus as regards policyholders, December 31 prior year (Page 4, Line 39, Column 2)	10,881,261	10,483,076
22. Net income (from Line 20)	230,013	386,518
23. Net transfers (to) from Protected Cell accounts	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$	0	0
25. Change in net unrealized foreign exchange capital gain (loss)	0	0
26. Change in net deferred income tax	(92,748)	(207,459)
27. Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 26, Col. 3)	92,748	219,126
28. Change in provision for reinsurance (Page 3, Line 16, Column 2 minus Column 1)	0	0
29. Change in surplus notes	0	0
30. Surplus (contributed to) withdrawn from protected cells	0	0
31. Cumulative effect of changes in accounting principles	0	0
32. Capital changes:		
32.1. Paid in	0	0
32.2. Transferred from surplus (Stock Dividend)	0	0
32.3. Transferred to surplus	0	0
33. Surplus adjustments:		
33.1. Paid in	0	0
33.2. Transferred to capital (Stock Dividend)	0	0
33.3. Transferred from capital	0	0
34. Net remittances from or (to) Home Office	0	0
35. Dividends to stockholders	0	0
36. Change in treasury stock (Page 3, Lines 34.1 and 34.2, Column 2 minus Column 1)	0	0
37. Aggregate write-ins for gains and losses in surplus	0	0
38. Change in surplus as regards policyholders for the year (Lines 22 through 37)	230,013	398,185
39. Surplus as regards policyholders, December 31 current year (Line 21 plus Line 38) (Page 3, Line 35)	11,111,274	10,881,261
DETAILS OF WRITE-INS		
0501.	0	0
0502.	0	0
0503.	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0
0599. Totals (Lines 0501 through 0503 plus 0598) (Line 5 above)	0	0
1401.	0	0
1402.	0	0
1403.	0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0
3701.	0	0
3702.	0	0
3703.	0	0
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0
3799. Totals (Lines 3701 through 3703 plus 3798) (Line 37 above)	0	0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

CASH FLOW

	1 Current Year	2 Prior Year
Cash from Operations		
1. Premiums collected net of reinsurance.....	0	0
2. Net investment income.....	575,334	556,992
3. Miscellaneous income	0	0
4. Total (Lines 1 through 3).....	575,334	556,992
5. Benefit and loss related payments	0	0
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	267,225	123,667
8. Dividends paid to policyholders	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	0	0
10. Total (Lines 5 through 9).....	267,225	123,667
11. Net cash from operations (Line 4 minus Line 10).....	308,109	433,325
Cash from Investments		
12. Proceeds from investments sold, matured or repaid:		
12.1 Bonds	3,395,653	5,840,999
12.2 Stocks	0	0
12.3 Mortgage loans	0	0
12.4 Real estate	0	0
12.5 Other invested assets	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0
12.7 Miscellaneous proceeds	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	3,395,653	5,840,999
13. Cost of investments acquired (long-term only):		
13.1 Bonds	3,957,840	6,222,001
13.2 Stocks	0	0
13.3 Mortgage loans	0	0
13.4 Real estate	0	0
13.5 Other invested assets	0	0
13.6 Miscellaneous applications	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6).....	3,957,840	6,222,001
14. Net increase (decrease) in contract loans and premium notes	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14).....	(562,187)	(381,002)
Cash from Financing and Miscellaneous Sources		
16. Cash provided (applied):		
16.1 Surplus notes, capital notes	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0
16.3 Borrowed funds	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities	0	0
16.5 Dividends to stockholders	0	0
16.6 Other cash provided (applied).....	154,771	(2,643)
17. Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6).....	154,771	(2,643)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS		
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17).....	(99,307)	49,680
19. Cash, cash equivalents and short-term investments:		
19.1 Beginning of year	1,561,330	1,511,650
19.2 End of year (Line 18 plus Line 19.1).....	1,462,023	1,561,330

Part 1
NONE

Part 1A
NONE

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1B - PREMIUMS WRITTEN

Line of Business	1 Direct Business (a)	Reinsurance Assumed		Reinsurance Ceded		6 Net Premiums Written Cols. 1 + 2 + 3 - 4 - 5
		2 From Affiliates	3 From Non-Affiliates	4 To Affiliates	5 To Non-Affiliates	
1. Fire	3,202			3,202		0
2. Allied lines	879			879		0
3. Farmowners multiple peril						0
4. Homeowners multiple peril	(857)			(857)		0
5. Commercial multiple peril						0
6. Mortgage guaranty						0
8. Ocean marine						0
9. Inland marine	(111)			(111)		0
10. Financial guaranty						0
11.1 Medical malpractice - occurrence						0
11.2 Medical malpractice - claims-made						0
12. Earthquake	2,005			2,005		0
13. Group accident and health						0
14. Credit accident and health (group and individual)						0
15. Other accident and health						0
16. Workers' compensation	166,603			166,603		0
17.1 Other liability - occurrence	(30,431)			(30,431)		0
17.2 Other liability - claims-made						0
18.1 Products liability - occurrence	58,463			58,463		0
18.2 Products liability - claims-made						0
19.1,19.2 Private passenger auto liability	(246)			(246)		0
19.3,19.4 Commercial auto liability	9,256			9,256		0
21. Auto physical damage	(96)			(96)		0
22. Aircraft (all perils)						0
23. Fidelity						0
24. Surety	475,733			475,733		0
26. Burglary and theft						0
27. Boiler and machinery						0
28. Credit						0
29. International						0
30. Warranty						0
31. Reinsurance - Nonproportional Assumed Property	XXX					0
32. Reinsurance - Nonproportional Assumed Liability	XXX					0
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX					0
34. Aggregate write-ins for other lines of business	0	0	0	0	0	0
35. TOTALS	684,400	0	0	684,400	0	0
DETAILS OF WRITE-INS						
3401.						0
3402.						0
3403.						0
3498. Summary of remaining write-ins for Line 34 from overflow page	0	0	0	0	0	0
3499. Totals (Lines 3401 through 3403 plus 3498) (Line 34 above)	0	0	0	0	0	0

(a) Does the company's direct premiums written include premiums recorded on an installment basis? Yes [] No [X]

If yes: 1. The amount of such installment premiums \$

2. Amount at which such installment premiums would have been reported had they been reported on an annualized basis \$

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 - LOSSES PAID AND INCURRED

Line of Business	Losses Paid Less Salvage				5	6	7	8
	1 Direct Business	2 Reinsurance Assumed	3 Reinsurance Recovered	4 Net Payments (Cols. 1 + 2 - 3)				
1. Fire	34			34	0	0	0	0.0
2. Allied lines				0	0	0	0	0.0
3. Farmowners multiple peril				0	0	0	0	0.0
4. Homeowners multiple peril	404,673		404,673	0	0	0	0	0.0
5. Commercial multiple peril	5,837,300		5,837,300	0	0	0	0	0.0
6. Mortgage guaranty				0	0	0	0	0.0
8. Ocean marine	671		671	0	0	0	0	0.0
9. Inland marine	(194,318)		(194,318)	0	0	0	0	0.0
10. Financial guaranty				0	0	0	0	0.0
11.1 Medical malpractice - occurrence				0	0	0	0	0.0
11.2 Medical malpractice - claims-made				0	0	0	0	0.0
12. Earthquake				0	0	0	0	0.0
13. Group accident and health				0	0	0	0	0.0
14. Credit accident and health (group and individual)				0	0	0	0	0.0
15. Other accident and health				0	0	0	0	0.0
16. Workers' compensation	31,674,869		31,674,869	0	0	0	0	0.0
17.1 Other liability - occurrence	4,385,159		4,385,159	0	0	0	0	0.0
17.2 Other liability - claims-made				0	0	0	0	0.0
18.1 Products liability - occurrence	549,906		549,906	0	0	0	0	0.0
18.2 Products liability - claims-made				0	0	0	0	0.0
19.1,19.2 Private passenger auto liability	2,878,881		2,878,881	0	0	0	0	0.0
19.3,19.4 Commercial auto liability	4,450,833		4,450,833	0	0	0	0	0.0
21. Auto physical damage	168,608		168,608	0	0	0	0	0.0
22. Aircraft (all perils)				0	0	0	0	0.0
23. Fidelity	(7,181)		(7,181)	0	0	0	0	0.0
24. Surety	(1,399,346)		(1,399,346)	0	0	0	0	0.0
26. Burglary and theft				0	0	0	0	0.0
27. Boiler and machinery				0	0	0	0	0.0
28. Credit				0	0	0	0	0.0
29. International				0	0	0	0	0.0
30. Warranty				0	0	0	0	0.0
31. Reinsurance - Nonproportional Assumed Property	XXX			0	0	0	0	0.0
32. Reinsurance - Nonproportional Assumed Liability	XXX			0	0	0	0	0.0
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX			0	0	0	0	0.0
34. Aggregate write-ins for other lines of business	0	0	0	0	0	0	0	0.0
35. TOTALS	48,750,089	0	48,750,089	0	0	0	0	0.0
DETAILS OF WRITE-INS								
3401.								
3402.								
3403.								
3498. Summary of remaining write-ins for Line 34 from overflow page	0	0	0	0	0	0	0	0.0
3499. Totals (Lines 3401 through 3403 + 3498) (Line 34 above)	0	0	0	0	0	0	0	0.0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2A - UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

Line of Business	Reported Losses				Incurred But Not Reported			8	9
	1 Direct	2 Reinsurance Assumed	3 Deduct Reinsurance Recoverable from Authorized and Unauthorized Companies	4 Net Losses Excl. Incurred But Not Reported (Cols. 1 + 2 - 3)	5 Direct	6 Reinsurance Assumed	7 Reinsurance Ceded		
1. Fire				0	(409)		(409)	0	0
2. Allied lines				0	(530)		(530)	0	0
3. Farmowners multiple peril				0				0	0
4. Homeowners multiple peril	278,802		278,802	0	28,343		28,343	0	0
5. Commercial multiple peril	8,405,868		8,405,868	0	(5,098,558)		(5,098,558)	0	0
6. Mortgage guaranty				0				0	0
8. Ocean marine				0	1,906		1,906	0	0
9. Inland marine	30		30	0	.890		.890	0	0
10. Financial guaranty				0				0	0
11.1 Medical malpractice - occurrence				0				0	0
11.2 Medical malpractice - claims-made				0				0	0
12. Earthquake				0				0	0
13. Group accident and health				0				(a)	0
14. Credit accident and health (group and individual)				0				(a)	0
15. Other accident and health				0				(a)	0
16. Workers' compensation	148,523,333		148,523,333	0	(13,624,273)		(13,624,273)	0	0
17.1 Other liability - occurrence	16,481,216		16,481,216	0	2,372,021		2,372,021	0	0
17.2 Other liability - claims-made				0	50,434		50,434	0	0
18.1 Products liability - occurrence	1,955,944		1,955,944	0	1,606,188		1,606,188	0	0
18.2 Products liability - claims-made				0				0	0
19.1,19.2 Private passenger auto liability	3,410,400		3,410,400	0	(25,436)		(25,436)	0	0
19.3,19.4 Commercial auto liability	429,572		429,572	0	285,601		285,601	0	0
21. Auto physical damage	5,474		5,474	0	(148,133)		(148,133)	0	0
22. Aircraft (all perils)				0				0	0
23. Fidelity	150		150	0	.778		.778	0	0
24. Surety	2,307,018		2,307,018	0	(1,095,626)		(1,095,626)	0	0
26. Burglary and theft				0				0	0
27. Boiler and machinery				0				0	0
28. Credit				0				0	0
29. International				0				0	0
30. Warranty				0				0	0
31. Reinsurance - Nonproportional Assumed Property	XXX			0	XXX		XXX	0	0
32. Reinsurance - Nonproportional Assumed Liability	XXX			0	XXX		XXX	0	0
33. Reinsurance - Nonproportional Assumed Financial Lines	XXX			0	XXX		XXX	0	0
34. Aggregate write-ins for other lines of business	0		0	0	0		0	0	0
35. TOTALS	181,797,807		181,797,807	0	(15,646,804)		(15,646,804)	0	0
DETAILS OF WRITE-INS									
3401.									
3402.									
3403.									
3498. Summary of remaining write-ins for Line 34 from overflow page	0		0	0	0		0	0	0
3499. Totals (Lines 3401 through 3403 + 3498) (Line 34 above)	0		0	0	0		0	0	0

(a) Including \$ for present value of life indemnity claims.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

UNDERWRITING AND INVESTMENT EXHIBIT

PART 3 - EXPENSES

	1 Loss Adjustment Expenses	2 Other Underwriting Expenses	3 Investment Expenses	4 Total
1. Claim adjustment services:				
1.1 Direct	1,516,149	0	0	1,516,149
1.2 Reinsurance assumed	0	0	0	0
1.3 Reinsurance ceded	1,516,149	0	0	1,516,149
1.4 Net claim adjustment services (1.1 + 1.2 - 1.3)	0	0	0	0
2. Commission and brokerage:				
2.1 Direct, excluding contingent	0	39,024	0	39,024
2.2 Reinsurance assumed, excluding contingent	0	0	0	0
2.3 Reinsurance ceded, excluding contingent	0	39,024	0	39,024
2.4 Contingent-direct	0	0	0	0
2.5 Contingent-reinsurance assumed	0	0	0	0
2.6 Contingent-reinsurance ceded	0	0	0	0
2.7 Policy and membership fees	0	0	0	0
2.8 Net commission and brokerage (2.1 + 2.2 - 2.3 + 2.4 + 2.5 - 2.6 + 2.7)	0	0	0	0
3. Allowances to manager and agents	0	0	0	0
4. Advertising	0	0	0	0
5. Boards, bureaus and associations	0	0	0	0
6. Surveys and underwriting reports	0	0	0	0
7. Audit of assureds' records	0	60,621	0	60,621
8. Salary and related items:				
8.1 Salaries	0	7,979	0	7,979
8.2 Payroll taxes	0	314	0	314
9. Employee relations and welfare	0	505	0	505
10. Insurance	0	94,604	0	94,604
11. Directors' fees	0	112,000	0	112,000
12. Travel and travel items	0	172	0	172
13. Rent and rent items	0	52	0	52
14. Equipment	0	0	0	0
15. Cost or depreciation of EDP equipment and software	0	0	0	0
16. Printing and stationery	0	101	0	101
17. Postage, telephone and telegraph, exchange and express	0	104	0	104
18. Legal and auditing	0	14,113	0	14,113
19. Totals (Lines 3 to 18)	0	267,225	23,340	290,565
20. Taxes, licenses and fees:				
20.1 State and local insurance taxes deducting guaranty association credits of \$	0	0	0	0
20.2 Insurance department licenses and fees	0	0	0	0
20.3 Gross guaranty association assessments	0	0	0	0
20.4 All other (excluding federal and foreign income and real estate)	0	0	0	0
20.5 Total taxes, licenses and fees (20.1 + 20.2 + 20.3 + 20.4)	0	0	0	0
21. Real estate expenses	0	0	0	0
22. Real estate taxes	0	0	0	0
23. Reimbursements by uninsured plans	0	0	0	0
24. Aggregate write-ins for miscellaneous expenses	0	0	8,682	8,682
25. Total expenses incurred	0	267,225	32,022	(a) 299,247
26. Less unpaid expenses - current year	0	0	900	900
27. Add unpaid expenses - prior year	0	0	900	900
28. Amounts receivable relating to uninsured plans, prior year	0	0	0	0
29. Amounts receivable relating to uninsured plans, current year	0	0	0	0
30. TOTAL EXPENSES PAID (Lines 25 - 26 + 27 - 28 + 29)	0	267,225	32,022	299,247
DETAILS OF WRITE-INS				
2401. All other	0	0	8,682	8,682
2402.	0	0	0	0
2403.	0	0	0	0
2498. Summary of remaining write-ins for Line 24 from overflow page	0	0	0	0
2499. Totals (Lines 2401 through 2403 plus 2498) (Line 24 above)	0	0	8,682	8,682

(a) Includes management fees of \$ 12,000 to affiliates and \$ to non-affiliates.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

EXHIBIT OF NET INVESTMENT INCOME

	1 Collected During Year	2 Earned During Year
1. U.S. Government bonds	(a) 227,493	223,679
1.1 Bonds exempt from U.S. tax	(a) 252,217	256,705
1.2 Other bonds (unaffiliated)	(a) 0	0
1.3 Bonds of affiliates	(b) 0	0
2.1 Preferred stocks (unaffiliated)	(b) 0	0
2.11 Preferred stocks of affiliates	(c) 0	0
2.2 Common stocks (unaffiliated)	(d) 0	0
2.21 Common stocks of affiliates	(e) 7,464	7,464
3. Mortgage loans	(f) 533,182	529,260
4. Real estate	(g) 32,022	32,022
5. Contract loans	(g) 0	0
6. Cash, cash equivalents and short-term investments	(h) 41,412	41,412
7. Derivative instruments	(i) 0	0
8. Other invested assets	(j) 0	0
9. Aggregate write-ins for investment income	(k) 7,464	7,464
10. Total gross investment income	(l) 529,260	497,238
11. Investment expenses	(m) 32,022	32,022
12. Investment taxes, licenses and fees, excluding federal income taxes	(n) 0	0
13. Interest expense	(o) 0	0
14. Depreciation on real estate and other invested assets	(p) 0	0
15. Aggregate write-ins for deductions from investment income	(q) 0	0
16. Total deductions (Lines 11 through 15)	(r) 32,022	32,022
17. Net investment income (Line 10 minus Line 16)	(s) 497,238	497,238
DETAILS OF WRITE-INS		
0901. Income from other sources	7,464	7,464
0902.	0	0
0903.	0	0
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 9, above)	7,464	7,464
1501.	0	0
1502.	0	0
1503.	0	0
1598. Summary of remaining write-ins for Line 15 from overflow page	0	0
1599. Totals (Lines 1501 through 1503) plus 1598 (Line 15, above)	0	0

(a) Includes \$ 16,485 accrual of discount less \$ 90,660 amortization of premium and less \$ 9,833 paid for accrued interest on purchases.
 (b) Includes \$ accrual of discount less \$ amortization of premium and less \$ 0 paid for accrued dividends on purchases.
 (c) Includes \$ 0 accrual of discount less \$ 0 amortization of premium and less \$ paid for accrued interest on purchases.
 (d) Includes \$ for company's occupancy of its own buildings; and excludes \$ interest on encumbrances.
 (e) Includes \$ 338 accrual of discount less \$ amortization of premium and less \$ paid for accrued interest on purchases.
 (f) Includes \$ accrual of discount less \$ amortization of premium.
 (g) Includes \$ investment expenses and \$ investment taxes, licenses and fees, excluding federal income taxes, attributable to segregated and Separate Accounts.
 (h) Includes \$ interest on surplus notes and \$ interest on capital notes.
 (i) Includes \$ depreciation on real estate and \$ depreciation on other invested assets.

EXHIBIT OF CAPITAL GAINS (LOSSES)

	1 Realized Gain (Loss) On Sales or Maturity	2 Other Realized Adjustments	3 Total Realized Capital Gain (Loss) (Columns 1 + 2)	4 Change in Unrealized Capital Gain (Loss)	5. Change in Unrealized Foreign Exchange Capital Gain (Loss)
1. U.S. Government bonds	0	0	0	0	0
1.1 Bonds exempt from U.S. tax	0	0	0	0	0
1.2 Other bonds (unaffiliated)	0	0	0	0	0
1.3 Bonds of affiliates	0	0	0	0	0
2.1 Preferred stocks (unaffiliated)	0	0	0	0	0
2.11 Preferred stocks of affiliates	0	0	0	0	0
2.2 Common stocks (unaffiliated)	0	0	0	0	0
2.21 Common stocks of affiliates	0	0	0	0	0
3. Mortgage loans	0	0	0	0	0
4. Real estate	0	0	0	0	0
5. Contract loans	0	0	0	0	0
6. Cash, cash equivalents and short-term investments	0	0	0	0	0
7. Derivative instruments	0	0	0	0	0
8. Other invested assets	0	0	0	0	0
9. Aggregate write-ins for capital gains (losses)	0	0	0	0	0
10. Total capital gains (losses)	0	0	0	0	0
DETAILS OF WRITE-INS			0	0	0
0901.	0	0	0	0	0
0902.	0	0	0	0	0
0903.	0	0	0	0	0
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0	0	0
0999. Totals (Lines 0901 through 0903) plus 0998 (Line 9, above)	0	0	0	0	0

NONE

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

EXHIBIT OF NONADMITTED ASSETS

	1 Current Year Total Nonadmitted Assets	2 Prior Year Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1. Bonds (Schedule D).....	0	0	0
2. Stocks (Schedule D):			
2.1 Preferred stocks	0	0	0
2.2 Common stocks	0	0	0
3. Mortgage loans on real estate (Schedule B):			
3.1 First liens	0	0	0
3.2 Other than first liens	0	0	0
4. Real estate (Schedule A):			
4.1 Properties occupied by the company	0	0	0
4.2 Properties held for the production of income.....	0	0	0
4.3 Properties held for sale	0	0	0
5. Cash (Schedule-E Part 1), cash equivalents (Schedule-E Part 2) and short-term investments (Schedule DA).....	0	0	0
6. Contract loans	0	0	0
7. Other invested assets (Schedule BA).....	0	0	0
8. Receivables for securities	0	0	0
9. Aggregate write-ins for invested assets	0	0	0
10. Subtotals, cash and invested assets (Lines 1 to 9).....	0	0	0
11. Title plants (for Title insurers only).....	0	0	0
12. Investment income due and accrued	0	0	0
13. Premiums and considerations:			
13.1 Uncollected premiums and agents' balances in the course of collection	0	0	0
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due.....	0	0	0
13.3 Accrued retrospective premiums	0	0	0
14. Reinsurance:			
14.1 Amounts recoverable from reinsurers	0	0	0
14.2 Funds held by or deposited with reinsured companies	0	0	0
14.3 Other amounts receivable under reinsurance contracts	0	0	0
15. Amounts receivable relating to uninsured plans	0	0	0
16.1 Current federal and foreign income tax recoverable and interest thereon	0	0	0
16.2 Net deferred tax asset.....	88,458,580	88,551,328	92,748
17. Guaranty funds receivable or on deposit	0	0	0
18. Electronic data processing equipment and software	0	0	0
19. Furniture and equipment, including health care delivery assets.....	0	0	0
20. Net adjustment in assets and liabilities due to foreign exchange rates	0	0	0
21. Receivables from parent, subsidiaries and affiliates	0	0	0
22. Health care and other amounts receivable.....	0	0	0
23. Aggregate write-ins for other than invested assets	46,667	46,667	0
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23).....	88,505,247	88,597,995	92,748
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....	0	0	0
26. Total (Lines 24 and 25).....	88,505,247	88,597,995	92,748
DETAILS OF WRITE-INS			
0901.....			
0902.....			
0903.....			
0998. Summary of remaining write-ins for Line 9 from overflow page	0	0	0
0999. Totals (Lines 0901 through 0903 plus 0998)(Line 9 above).....	0	0	0
2301. Prepaid expenses	46,667	46,667	0
2302.....			
2303.....			
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398)(Line 23 above).....	46,667	46,667	0

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

American Manufacturers Mutual Insurance Company (the "Company") is a mutual property and casualty insurance company domiciled in the State of Illinois. The Company shares common management and directors with Lumbermens Mutual Casualty Company ("LMC"), an affiliated mutual insurance company, and cedes 100% of its premiums, losses, loss adjustment expense ("LAE"), and underwriting expenses to LMC. (See Notes 10, 22, and 25.) 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".

Under administrative supervision by the Illinois Department of Financial and Professional Regulation - Division of Insurance (the "Division of Insurance"), the Company is, and the Kemper Insurance Companies are, operating under a run-off plan filed with the Division of Insurance in 2004. The Company is subject to confidential corrective orders ("Corrective Orders") issued by the Division of Insurance since early 2003 (see Note 14) when the Company went into run-off status.

A. Accounting Practices

The accompanying statutory financial statements of the Company have been prepared in conformity with the National Association of Insurance Commissioners (the "NAIC") *Accounting Practices and Procedures Manual* (the "Manual") and with prescribed accounting practices (including accounting allowances under Corrective Orders) or permitted accounting practices by the Division of Insurance.

B. Use of Estimates in the Preparation of the Financial Statements

The preparation of financial statements in conformity with statutory accounting principles ("SAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the financial statement date and the reported amounts of revenues and expenses during the reporting period. SAP also requires disclosure of contingent assets and liabilities at the financial statement date. Actual results could differ from those estimates.

C. Accounting Policy

The Company's significant accounting policies are as follows:

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. Such amortization is included in investment income. 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. To the extent the estimated lives of such securities change as a result of changes in prepayment rates, the adjustment is also included in investment income.

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.

Realized gains or losses, including on the sale of investments, the recognition of other-than-temporary declines in value, or in situations where the Company has made a decision to sell a security at an amount below the security's carrying value, are determined on the basis of specific identification of the acquisition lots of the respective investment sold or written down and are reflected as a component of income. Unrealized gains or losses on revaluation of investments are credited or charged directly to surplus.

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.

Premiums are generally earned on a daily pro rata basis over the term of the policies and are net of reinsurance. Unearned premiums are stated after deduction for related reinsurance amounts. Policy acquisition costs such as commissions, premium taxes, and other underwriting and agency expenses are charged to income as incurred.

Assets included in the statutory statements of admitted assets, liabilities, and surplus are at admitted asset value. Nonadmitted assets, consisting of net deferred tax assets and prepaid expenses, are excluded through a charge against surplus.

NOTES TO FINANCIAL STATEMENTS

2. ACCOUNTING CHANGES AND CORRECTION OF ERRORS

None.

3. BUSINESS COMBINATIONS AND GOODWILL

None.

4. DISCONTINUED OPERATIONS

None.

5. INVESTMENTS

Fair values for cash equivalents, short-term investments, and bonds have been determined using prices provided by independent pricing services, brokers, or the Securities Valuation Office of the NAIC, or prices determined in good faith by the Company's engaged portfolio manager.

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.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

None.

7. INVESTMENT INCOME

The Company's accrued investment income is all less than 90 days past due and accordingly is treated as an admitted asset at December 31, 2008.

8. DERIVATIVE INSTRUMENTS

None.

9. INCOME TAXES

The components of the Company's net deferred tax asset are as follows:

	December 31, 2008	December 31, 2007
(in thousands)		
Total gross deferred tax assets	\$ 88,459	\$ 88,552
Total deferred tax liabilities	0	1
Net deferred tax asset	88,459	88,551
Deferred tax asset nonadmitted	88,459	88,551
Net admitted deferred tax asset	\$ 0	\$ 0
Decrease in nonadmitted asset	\$ (92)	

All deferred tax liabilities were recognized.

The Company's income taxes incurred consist of the following major components:

	December 31, 2008	December 31, 2007
(in thousands)		
Federal	\$ 0	\$ 0
Foreign	0	0
Federal and foreign income taxes incurred	\$ 0	\$ 0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and deferred tax liabilities are as follows:

	December 31, 2008	December 31, 2007
(in thousands)		
Deferred tax assets:		
Section 197 intangible	\$ 58,388	\$ 64,276
Loss carryforwards	30,055	24,260
Other	16	16
Total deferred tax assets	88,459	88,552
Nonadmitted deferred tax assets	88,459	88,551
Admitted deferred tax assets	0	1
Deferred tax liabilities:		
Investments	0	1
Total deferred tax liabilities	0	1
Net admitted deferred tax asset	\$ 0	\$ 0

The change in net deferred income taxes is comprised of the following:

	December 31, 2008	December 31, 2007	Change
(in thousands)			
Total deferred tax assets	\$ 88,459	\$ 88,552	\$ (93)
Total deferred tax liabilities	0	(1)	(1)
Net deferred tax asset	\$ 88,459	\$ 88,551	(92)
Tax effect of unrealized gains (losses)			0
Changes in net deferred income tax			\$ (92)

The provision for Federal and foreign income taxes incurred is different from that which would be obtained by applying the statutory Federal income tax rate to income before income taxes. The significant items causing this difference are as follows:

	December 31, 2008
(in thousands)	
Provision computed at statutory rate	\$ 80
Loss carryforwards	12
Total	\$ 92
Federal and foreign income taxes incurred	\$ 0
Change in net deferred income taxes	92
Total statutory income taxes	\$ 92

At December 31, 2008, the Company had \$85.9 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	\$16,401
2008	2028	\$16,590

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

NOTES TO FINANCIAL STATEMENTS

Tax returns for the years through 2004 are closed for Internal Revenue Service ("IRS") examination. The Company is not currently under examination by the IRS for any open tax years.

The Company's Federal income tax return is not consolidated with any other entity's tax return.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES

The Company is one of the Kemper Insurance Companies. As a mutual insurance company, the Company has no stockholders and no parent company. The Company and affiliates are disclosed in the organizational chart of Schedule Y. The Company has no investments in affiliates or subsidiaries. Affiliate reinsurance relationships are disclosed in Schedule F and Note 22. Certain contingencies are set forth in Note 14.

The Company has no guarantees or undertakings for the benefit of an affiliate that would result in a material contingent exposure, other than cessions to LMC.

The Company's reinsurance recoverables from LMC, all unsecured, totaled approximately \$203.9 million at December 31, 2008 and \$232.1 million at December 31, 2007. Under the intercompany pooling agreement described in Note 25 pursuant to which the Company cedes 100% of its premiums, losses, LAE, and underwriting expenses to LMC, LMC provides virtually all facilities and administrative services to the Company. (See Note 12.)

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 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 other 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 impact on the Company's financial statements, neither surplus nor liquidity. 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 in order to utilize the purchased credits against the Company's 2003 premium tax liability. The purchase from LMC, therefore, also had no impact on the Company's surplus or liquidity. Both the Unitrin and the LMC transactions received regulatory approvals in both Texas and Illinois.

At December 31, 2008 and 2007, respectively, the Company reported \$215 thousand and \$60 thousand due to LMC. Intercompany balances are settled on a semi-annual basis.

11. DEBT

None.

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POST EMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

The Company utilizes the employees of LMC. LMC incurs and pays all costs for employees, including benefit plans, under the terms of the intercompany pooling agreement described in Notes 10 and 25.

13. CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

None.

14. CONTINGENCIES

A. Contingent Commitments

Securities on Deposit/Encumbered Assets

Of the Company's \$11.2 million of cash and invested assets at December 31, 2008, \$4.3 million are encumbered. The Company's encumbered assets are on deposit with states, deposits historically required for the Company to meet minimum licensing or capital levels as required by applicable state law.

The Company is contingently liable for \$31.0 million related to structured settlement annuities. (See Note 26.)

NOTES TO FINANCIAL STATEMENTS

B. Guaranty Fund and Other Assessments

The Company is liable for guaranty fund assessments related to certain unaffiliated companies that have become insolvent during the years 2008 and prior. The Company is also contingently liable for any future guaranty fund assessments related to insolvencies of unaffiliated insurance companies for which the insurance industry has been unable to estimate the cost to cover losses to policyholders. The Company cedes its entire liability for guaranty fund and other assessments to LMC.

C. Gain Contingencies

None.

D. Claims Related Extra Contractual Obligations and Bad Faith Losses Stemming from Lawsuits

The amounts paid by the Company for claims related to extra contractual obligation lawsuits and bad faith lawsuits during the reporting period are not considered material in relation to the financial condition of the Company.

E. All Other Contingencies

Ratings

In early 2005, at the request of LMC, A.M. Best ceased rating the Kemper Insurance Companies, 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 & Poors last downgraded the Company's financial strength ratings to Caa3 (very poor) and CCC (very weak), respectively, when, also at LMC's request, they ceased rating the Kemper Insurance Companies.

The downgrades to below A- beginning in late 2002 effectively ended the Company's and its affiliates' ability to write most new commercial lines business or retain existing policyholders. By mid-2003, therefore, as a result of a combination of various business factors including the ratings downgrades and the Kemper Insurance Companies' deteriorating statutory surplus, and in compliance with Corrective Orders issued by the Division of Insurance to the Illinois-domiciled Kemper Insurance Companies, the Company substantially ceased underwriting activities other than as required by contract or law.

Risk-Based Capital and Risk of Insolvency

The NAIC utilizes a risk-based capital ("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 five years (and for 2006 through 2008 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. 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 has discretion to allow the continued run-off.

Having entered into voluntary run-off in the first half of 2003, the Kemper Insurance Companies have been operating under guidance provided within certain agreed to Corrective Orders with the Division of Insurance, pursuant to which the Kemper Insurance Companies have ceased to write virtually all insurance business and are settling their liabilities under the administrative supervision of the Division of Insurance. As required by the Division of Insurance, the Company is operating under a confidential RBC plan (the "run-off plan") filed by LMC and the other Illinois-domiciled Kemper Insurance Companies. The run-off plan is designed to help the Kemper Insurance Companies meet their goal of resolving, to the maximum extent possible, all valid policyholder claims. The Kemper Insurance Companies update 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.

Risks and uncertainties involved in implementing the run-off plan include the needs to achieve significant policy buybacks and novations; 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

NOTES TO FINANCIAL STATEMENTS

insureds for policy buybacks and novations; the timely performance of payment and other contractual obligations owed to the Kemper Insurance Companies 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 the Kemper Insurance Companies to collateralize their unsecured obligations or to not timely release collateral back to the Kemper Insurance Companies. 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 the Kemper Insurance Companies' progress in achieving the objectives of the run-off plan. As has been the case for almost six years, the Division of Insurance retains the discretion at any time to seek to place the Kemper Insurance Companies in a formal insolvency proceeding (conservatorship or receivership, rehabilitation or liquidation). The risk of a proceeding would be exacerbated if the Kemper Insurance Companies fail to have sufficient liquid assets to meet current obligations, or if the Kemper Insurance Companies' reported liabilities at any time exceed reported assets, or if the Kemper Insurance Companies fail 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. Most recently, in 2008, the Company entered into a consent order restricting the Company from writing business in Alabama. In addition, in 2005 the Company agreed to its license being suspended in Tennessee, with the Company permitted to maintain its license 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; no action has yet been taken on the appeal. 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. Because of the Company's heavy reliance on reinsurance recoveries and operations support from LMC, however, the regulatory and financial status of LMC has had and will continue to have a significant impact on the Company's liquidity and operations.

Although the Company's operating cash flows (along with the portion of the investment portfolio that is held in cash and highly liquid securities) have 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. 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 approval of the Director of the Division of Insurance.

Other

Various lawsuits against the Company have arisen in the course of the Company's business. Contingent liabilities arising from other litigation, income tax, and other matters are not currently considered material in relation to established reserves, anticipated insurance and reinsurance recoverables, and the financial condition of the Company, 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.

15. LEASES

None.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

None.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

None.

18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY INSURED PLANS

None.

NOTES TO FINANCIAL STATEMENTS

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

None.

20. OTHER ITEMS

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%
- 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, 2008, the Company did not have any subprime mortgage related risk exposure, and during 2008 it did not recognize any other-than-temporary impairment losses related to subprime mortgages.

21. EVENTS SUBSEQUENT

None.

22. REINSURANCE

A. Unsecured Reinsurance Recoverables

The Company cedes 100% of its premiums, losses, LAE, and underwriting expenses to LMC. All reinsurance recoverables from LMC are unsecured, and the Company remains primarily liable as the direct insurer on all risks reinsured by LMC if LMC is unable to pay such claims. (See Note 14.)

B. Reinsurance Recoverable in Dispute

None.

C. Reinsurance Assumed and Ceded

(1) The estimated maximum amount of return commission due reinsurers if all of the Company's reinsurance was canceled as of December 31, 2008, is shown below:

(in thousands)	ASSUMED REINSURANCE		CEDED REINSURANCE		NET	
	Premium Reserve	Commission Equity	Premium Reserve	Commission Equity	Premium Reserve	Commission Equity
(i) Affiliates	\$ 0	\$ 0	\$ 309	\$ 18	\$ (309)	\$ (18)
(ii) All other	0	0	0	0	0	0
(iii) Total	\$ 0	\$ 0	\$ 309	\$ 18	\$ (309)	\$ (18)
(iv) Direct Unearned Premium Reserve: \$309						

(2) Additional or return commission, predicated on loss experience or on any other form of profit sharing arrangements in this annual statement as a result of existing contractual arrangements is accrued as follows:

None.

D. Uncollectible Reinsurance

None.

E. Commutation of Ceded Reinsurance

None.

F. Retroactive Reinsurance

None.

G. Reinsurance Accounted For As a Deposit

None.

23. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

None.

24. CHANGES IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES

None.

25. INTERCOMPANY POOLING ARRANGEMENTS

The significant majority of the business written by members of the Kemper Insurance Companies has historically been ceded to LMC through quota share reinsurance agreements with some LMC subsidiaries retaining a portion of the business written and through a quota share pooling agreement

NOTES TO FINANCIAL STATEMENTS

by and among LMC, the Company, and a wholly owned subsidiary of LMC, American Motorists Insurance Company ("AMICO"). Prior to 2003, of the insurance business directly written by LMC or ceded to LMC, including all business written by the Company and AMICO, LMC ceded (net of third-party, unaffiliated, reinsurance and excluding Canadian business) 15% to AMICO and 8% to the Company. (Third-party reinsurance has generally attached after cessions by affiliates to LMC, although some specific risks have been subject to facultative or other reinsurance before cession to LMC.) Effective January 1, 2003, the pooling agreement was amended to eliminate LMC's 15% cession to AMICO, and effective December 31, 2003, the pooling agreement was amended to eliminate LMC's 8% cession to the Company. The effect of both amendments was for LMC to retain all previously ceded risks, and the amendments were accompanied by transfers of assets of the Company and AMICO in order to satisfy the liabilities transferred to LMC by the pooling agreement amendments. As a result, at December 31, 2008 and 2007, the net reserves of the Company and AMICO are zero.

At the same time as the December 31, 2003 pooling agreement amendment, 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 personal lines policy that is cut-through reinsured by the unaffiliated Trinity Universal Insurance Company, 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 non-participating and non-voting with respect to LMC's corporate governance. The additional LMC policy assures affected policyholders of the Company that their claims will be treated equally with the claims of LMC policyholders not only in the event of a managed run-off of LMC and the Company (see Note 14) 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. In 2008 with the approval of the Division of Insurance, the Company and LMC agreed to clarify certain expense allocation arrangements of the 2003 agreements and pooling agreement amendment by basing the allocations on the relative surplus of the two companies for 2008 and future years. The allocated expenses, primarily consisting of joint board travel expenses, shared D&O insurance costs, annual audit fees, and certain licensing costs, totaled \$2.2 million in 2008, with the Company's and LMC's respective shares being \$0.2 million and \$2.0 million. The 2008 agreement also made clear that consistent with their past practices, premium taxes remained the sole responsibility of LMC as the Company's 100% quota share reinsurer.

26. STRUCTURED SETTLEMENTS

A. 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, 2008. That value, associated with approximately 222 annuities, is \$31.0 million.

In connection with the intercompany pooling agreement as amended in 2003 (see Note 25), the Company has ceded to LMC all its insurance liabilities, including any contingent liabilities for structured settlement annuities, and has transferred to LMC its rights in and to the annuities owned by the Company. Therefore, the \$31.0 million of contingent exposure for structured settlement annuity liabilities is contingent on LMC as well as on the respective life companies. (See Note 14.)

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

B. 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.

<u>Life Insurance Company</u> ⁽¹⁾	<u>Location</u>	<u>Amount</u>
		(in thousands)
Genworth Life and Annuity Insurance Company	Richmond, VA	\$ 6,963
Symetra Life Insurance Company	Seattle, WA	4,438
The Manufacturers Life Insurance Company	Toronto, Canada	3,966
Fidelity Life Association	Oak Brook, IL	2,453
The Prudential Insurance Company of America	Newark, NJ	1,737
AIG Annuity Insurance Company	New York, NY	1,713
Executive Life Insurance Company of New York ⁽²⁾	New York, NY	1,493
Midland National Life Insurance Company	Sioux Falls, SD	1,006
Metropolitan Life Insurance Company	Long Island City, NY	932
Pacific Life Insurance Company	Newport Beach, CA	743
New York Life Insurance Company	New York, NY	624
Monumental Life Insurance Company	Cedar Rapids, IA	556
Aurora National Life Assurance Company	East Hartford, CT	549
Presidential Life Insurance Company	Nyack, NY	543
Transamerica Financial Life Insurance Company	Cedar Rapids, IA	457
Protective Life Insurance Company	Birmingham, AL	374
Genworth Life Insurance Company of New York	New York, NY	331
The Lincoln National Life Insurance Company	Fort Wayne, IN	252
Continental Assurance Company	Chicago, IL	233
Transamerica Occidental Life Insurance Company	Cedar Rapids, IA	208
Genworth Life Insurance Company	Wilmington, DE	144
Liberty Life Assurance Company of Boston	Dover, NH	140
Aviva Life and Annuity Company	Des Moines, IA	125
North American Company for Life & Health Insurance	Sioux Falls, SD	119
Life Insurance Company of North America	Bloomfield, CT	115
United of Omaha Life Insurance Company	Omaha, NE	114
America General Life Insurance Company	Houston, TX	113
AIG Life Insurance Company	Houston, TX	112
All other		422
Total		\$ 30,975

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

⁽²⁾ ELNY was placed 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 mature 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.

27. HEALTH CARE RECEIVABLES

None.

28. PARTICIPATING POLICIES

None.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

29. PREMIUM DEFICIENCY RESERVES

None.

30. HIGH DEDUCTIBLES

None.

31. DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES

As further discussed in Note 25, the Company's participation in the pooling agreement was changed from 8% to 0% effective December 31, 2003. Accordingly, the Company does not retain any net discounted loss or LAE reserves and cedes 100% of its premium, losses, and underwriting expenses to LMC.

32. ASBESTOS/ENVIRONMENTAL RESERVES

The Company has gross exposure (zero net) to asbestos and environmental claims that arise principally from general liability insurance contracts.

The Company estimates the impact of these exposures by establishing case basis reserves on all known losses and LAE and by computing IBNR losses based on previous experience.

The asbestos related losses (including coverage dispute costs) for each of the five most recent calendar years are as follows:

Direct	2004	2005	2006	2007	2008
Beginning reserves	\$ 23,829,330	\$ 27,448,695	\$ 28,455,056	\$23,980,414	\$18,563,563
Incurred losses and LAE	5,032,651	2,748,732	(2,592,223)	(3,271,015)	(3,567,213)
Calendar year payments for					
Losses and LAE	(1,413,286)	(1,742,371)	(1,882,419)	(2,145,836)	(1,577,801)
Ending asbestos related Loss reserves	\$ 27,448,695	\$ 28,455,056	\$ 23,980,414	\$ 18,563,563	\$ 13,418,549

Assumed Reinsurance	2004	2005	2006	2007	2008
Beginning reserves	\$ 35,500,651	\$ 0	\$ 0	\$ 0	\$ 0
Incurred losses and LAE	0	0	0	0	0
Calendar year payments for					
Losses and LAE	(35,500,651)	0	0	0	0
Ending asbestos related Loss reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Net of Reinsurance	2004	2005	2006	2007	2008
Beginning reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Incurred losses and LAE	0	0	0	0	0
Calendar year payments for					
Losses and LAE	0	0	0	0	0
Ending asbestos related Loss reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

The total asbestos related loss reserves at December 31, 2008 include IBNR reserves in the amount of \$2,849,368 direct, \$0 assumed, and \$0 net of reinsurance. These IBNR reserves and the comparable amounts for prior years cover both losses and defense and cost containment expenses.

The total asbestos related loss reserves at December 31, 2008 also include LAE in the amount of \$7,178,189 direct, \$0 assumed, and \$0 net of reinsurance.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

The environmental related losses (including coverage dispute costs) for each of the five most recent calendar years were:

Direct	2004	2005	2006	2007	2008
Beginning reserves	\$ 2,570,506	\$ 1,495,735	\$ 1,402,888	\$ 819,691	\$ 5,736,517
Incurred losses and LAE	(825,097)	3,116,827	(257,748)	5,350,553	936,418
Calendar year payments for					
Losses and LAE	(249,674)	(3,209,674)	(325,449)	(433,727)	(792,587)
Ending environmental related loss reserves	\$ 1,495,735	\$ 1,402,888	\$ 819,691	\$ 5,736,517	\$ 5,880,348

Assumed Reinsurance	2004	2005	2006	2007	2008
Beginning reserves	\$ 10,069,018	\$ 0	\$ 0	\$ 0	\$ 0
Incurred losses and LAE	0	0	0	0	0
Calendar year payments for					
losses and LAE	(10,069,018)	0	0	0	0
Ending environmental Related loss reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Net of Reinsurance	2004	2005	2006	2007	2008
Beginning reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
Incurred losses and LAE	0	0	0	0	0
Calendar year payments for					
Losses and LAE	0	0	0	0	0
Ending environmental Related loss reserves	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

The total environmental loss reserves at December 31, 2008 include IBNR reserves in the amount of \$2,168,904 direct, \$0 assumed, and \$0 net of reinsurance. These IBNR reserves and the comparable amounts for prior years cover both losses and defense and cost containment expenses.

The total environmental related loss reserves at December 31, 2008 also include LAE in the amount of \$1,343,268 direct, \$0 assumed, and \$0 net of reinsurance.

33. SUBSCRIBER SAVINGS ACCOUNT

None.

34. MULTIPLE PERIL CROP INSURANCE

None.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No []

1.2 If yes, did the reporting entity register and file with its domiciliary State Insurance Commissioner, Director or Superintendent or with such regulatory official of the state of domicile of the principal insurer in the Holding Company System, a registration statement providing disclosure substantially similar to the standards adopted by the National Association of Insurance Commissioners (NAIC) in its Model Insurance Holding Company System Regulatory Act and model regulations pertaining thereto, or is the reporting entity subject to standards and disclosure requirements substantially similar to those required by such Act and regulations? Yes [X] No [] NA []

1.3 State Regulating? Illinois.....

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [X] No []

2.2 If yes, date of change: 11/11/2008

3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2005

3.2 State as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2005

3.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 07/11/2007

3.4 By what department or departments? Illinois.....

3.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with departments? Yes [X] No [] NA []

3.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [X] No [] NA []

4.1 During the period covered by this statement, did any agent, broker, sales representative, non-affiliated sales/service organization or any combination thereof under common control (other than salaried employees of the reporting entity) receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.11 sales of new business? Yes [] No [X]

4.12 renewals? Yes [] No [X]

4.2 During the period covered by this statement, did any sales/service organization owned in whole or in part by the reporting entity or an affiliate, receive credit or commissions for or control a substantial part (more than 20 percent of any major line of business measured on direct premiums) of:

4.21 sales of new business? Yes [] No [X]

4.22 renewals? Yes [] No [X]

5.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]

5.2 If yes, provide the name of the entity, NAIC company code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation. Yes [] No [X]

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

6.1 Has the reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]

6.2 If yes, give full information Yes [] No [X]

7.1 Does any foreign (non-United States) person or entity directly or indirectly control 10% or more of the reporting entity? Yes [] No [X]

7.2 If yes,

7.21 State the percentage of foreign control

7.22 State the nationality(s) of the foreign person(s) or entity(s) or if the entity is a mutual or reciprocal, the nationality of its manager or attorney - in - fact and identify the type of entity(s) (e.g., individual, corporation, government, manager or attorney - in - fact).

1 Nationality	2 Type of Entity

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board? Yes [] No [X]

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]

8.4 If response to 8.3 is yes, please provide the names and locations (city and state of the main office) of any affiliates regulated by a federal financial regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Office of Thrift Supervision (OTS), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC

9. What is the name and address of the independent certified public accountant or accounting firm retained to conduct the annual audit?
KPMG LLP, Peat Marwick Plaza, 303 East Wacker Drive, Chicago, Illinois 60601-9973

10. What is the name, address and affiliation (officer/employee of the reporting entity or actuary/consultant associated with an actuarial consulting firm) of the individual providing the statement of actuarial opinion/certification?
Frederick O. Kist, FCAS, MAAA, Senior Vice President and Chief Actuary, Lumbermens Mutual Casualty Company, Long Grove, Illinois 60049-0001

11.1 Does the reporting entity own any securities of a real estate holding company or otherwise hold real estate indirectly? Yes [] No [X]

11.11 Name of real estate holding company
11.12 Number of parcels involved.....
11.13 Total book/adjusted carrying value..... \$.....

11.2 If yes, provide explanation

12. FOR UNITED STATES BRANCHES OF ALIEN REPORTING ENTITIES ONLY:

12.1 What changes have been made during the year in the United States manager or the United States trustees of the reporting entity?

12.2 Does this statement contain all business transacted for the reporting entity through its United States Branch on risks wherever located? Yes [] No []

12.3 Have there been any changes made to any of the trust indentures during the year? Yes [] No []

12.4 If answer to (12.3) is yes, has the domiciliary or entry state approved the changes? Yes [] No [] NA []

13.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []

a. Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

b. Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

c. Compliance with applicable governmental laws, rules and regulations;

d. The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

e. Accountability for adherence to the code.

13.11 If the response to 13.1 is No, please explain:

13.2 Has the code of ethics for senior managers been amended? Yes [] No [X]

13.21 If the response to 13.2 is Yes, provide information related to amendment(s).

13.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

13.31 If the response to 13.3 is Yes, provide the nature of any waiver(s).

BOARD OF DIRECTORS

14. Is the purchase or sale of all investments of the reporting entity passed upon either by the board of directors or a subordinate committee thereof? Yes [X] No []

15. Does the reporting entity keep a complete permanent record of the proceedings of its board of directors and all subordinate committees thereof? Yes [X] No []

16. Has the reporting entity an established procedure for disclosure to its board of directors or trustees of any material interest or affiliation on the part of any of its officers, directors, trustees or responsible employees that is in conflict or is likely to conflict with the official duties of such person? Yes [X] No []

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES
FINANCIAL

17. Has this statement been prepared using a basis of accounting other than Statutory Accounting Principles (e.g., Generally Accepted Accounting Principles)? Yes [] No [X]

18.1 Total amount loaned during the year (inclusive of Separate Accounts, exclusive of policy loans):

18.11 To directors or other officers	\$.....0
18.12 To stockholders not officers	\$.....0
18.13 Trustees, supreme or grand (Fraternal only)	\$.....0

18.2 Total amount of loans outstanding at end of year (inclusive of Separate Accounts, exclusive of policy loans):

18.21 To directors or other officers	\$.....0
18.22 To stockholders not officers	\$.....0
18.23 Trustees, supreme or grand (Fraternal only)	\$.....0

19.1 Were any assets reported in the statement subject to a contractual obligation to transfer to another party without the liability for such obligation being reported in the statement? Yes [] No [X]

19.2 If yes, state the amount thereof at December 31 of the current year:

19.21 Rented from others	\$.....
19.22 Borrowed from others	\$.....
19.23 Leased from others	\$.....
19.24 Other	\$.....

20.1 Does this statement include payments for assessments as described in the *Annual Statement Instructions* other than guaranty fund or guaranty association assessments? Yes [] No [X]

20.2 If answer is yes:

20.21 Amount paid as losses or risk adjustment	\$.....
20.22 Amount paid as expenses	\$.....
20.23 Other amounts paid	\$.....

21.1 Does the reporting entity report any amounts due from the parent, subsidiaries or affiliates on Page 2 of this statement? Yes [] No [X]

21.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$.....

INVESTMENT

22.1 Were all the stocks, bonds and other securities owned December 31 of current year, over which the reporting entity has exclusive control, in the actual possession of the reporting entity on said date? (other than securities lending programs addressed in 22.3) Yes [X] No []

22.2 If no, give full and complete information relating thereto:

22.3 For security lending programs, provide a description of the program including value for collateral and amount of loaned securities, and whether collateral is carried on or off-balance sheet. (an alternative is to reference Note 16 where this information is also provide)

Not applicable

22.4 Does the company's security lending program meet the requirements for a conforming program as outlined in the Risk-Based Capital Instructions? Yes [] No []

22.5 If answer to 22.4 is YES, report amount of collateral \$.....

22.6 If answer to 22.4 is NO, report amount of collateral \$.....

23.1 Were any of the stocks, bonds or other assets of the reporting entity owned at December 31 of the current year not exclusively under the control of the reporting entity or has the reporting entity sold or transferred any assets subject to a put option contract that is currently in force? (Exclude securities subject to Interrogatory 19.1 and 22.3) Yes [X] No []

23.2 If yes, state the amount thereof at December 31 of the current year:

23.21 Subject to repurchase agreements	\$.....
23.22 Subject to reverse repurchase agreements	\$.....
23.23 Subject to dollar repurchase agreements	\$.....
23.24 Subject to reverse dollar repurchase agreements	\$.....
23.25 Pledged as collateral	\$.....
23.26 Placed under option agreements	\$.....
23.27 Letter stock or securities restricted as to sale	\$.....
23.28 On deposit with state or other regulatory body	\$.....4,285,900
23.29 Other	\$.....

23.3 For category (23.27) provide the following:

1 Nature of Restriction	2 Description	3 Amount
.....
.....
.....
.....

24.1 Does the reporting entity have any hedging transactions reported on Schedule DB? Yes [] No [X]

24.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No [] NA [X]
If no, attach a description with this statement.

25.1 Were any preferred stocks or bonds owned as of December 31 of the current year mandatorily convertible into equity, or, at the option of the issuer, convertible into equity? Yes [] No [X]

25.2 If yes, state the amount thereof at December 31 of the current year. \$.....0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES

26. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 3, III Conducting Examinations, F - Custodial or Safekeeping agreements of the NAIC Financial Condition Examiners Handbook? Yes [] No []

26.01 For agreements that comply with the requirements of the NAIC Financial Condition Examiners Handbook, complete the following:

1 Name of Custodian(s)	2 Custodian's Address
BNY Mellon Trust Company of Illinois.....	2 North LaSalle St., Suite 1020, Chicago, IL 60602..

26.02 For all agreements that do not comply with the requirements of the NAIC Financial Condition Examiners Handbook, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	2 Complete Explanation(s)
.....

26.03 Have there been any changes, including name changes, in the custodian(s) identified in 26.01 during the current year? Yes [] No []

26.04 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
BNY Midwest Trust Company.....	BNY Mellon Trust Company of Illinois.....	07/01/2008..	Name change.....

26.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository Number(s)	2 Name	2 Address
109875.....	Asset Allocation & Management Company, L.L.C.....	30 North LaSalle St., 35th Floor, Chicago, IL 60602.....

27.1 Does the reporting entity have any diversified mutual funds reported in Schedule D, Part 2 (diversified according to the Securities and Exchange Commission (SEC) in the Investment Company Act of 1940 [Section 5 (b) (1)])? Yes [] No []

27.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
.....
27.2999 TOTAL		0

27.3 For each mutual fund listed in the table above, complete the following schedule:

1 Name of Mutual Fund (from above table)	2 Name of Significant Holding Of the Mutual Fund	3 Amount of Mutual Fund's Book/Adjusted Carrying Value Attributable to the Holding	4 Date of Valuation
.....
.....

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES

28. Provide the following information for all short-term and long-term bonds and all preferred stocks. Do not substitute amortized value or statement value for fair value.

	1 Statement (Admitted) Value	2 Fair Value	3 Excess of Statement over Fair Value (-) or Fair Value over Statement (+)
28.1 Bonds.....	11,365,211	11,482,081	116,870
28.2 Preferred stocks.....	.0		0
28.3 Totals	11,365,211	11,482,081	116,870

28.4 Describe the sources or methods utilized in determining the fair values:

See Footnote 5.....

29.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed? Yes [] No []

29.2 If no, list exceptions:

OTHER

30.1 Amount of payments to trade associations, service organizations and statistical or rating bureaus, if any?.....\$35,143

30.2 List the name of the organization and the amount paid if any such payment represented 25% or more of the total payments to trade associations, service organizations and statistical or rating bureaus during the period covered by this statement.

1 Name	2 Amount Paid
DIVISION OF INSURANCE - MASSACHUSETTS.....	.9,973

31.1 Amount of payments for legal expenses, if any?.....\$0

31.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payments for legal expenses during the period covered by this statement.

1 Name	2 Amount Paid
.....

32.1 Amount of payments for expenditures in connection with matters before legislative bodies, officers or departments of government, if any?.....\$0

32.2 List the name of the firm and the amount paid if any such payment represented 25% or more of the total payment expenditures in connection with matters before legislative bodies, officers or departments of government during the period covered by this statement.

1 Name	2 Amount Paid
.....

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES

(continued)

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1.1 Does the reporting entity have any direct Medicare Supplement Insurance in force? Yes [] No [X]
 1.2 If yes, indicate premium earned on U.S. business only. \$ 0
 1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? \$ 0

1.31 Reason for excluding

1.4 Indicate amount of earned premium attributable to Canadian and/or Other Alien not included in Item (1.2) above. \$ 0
 1.5 Indicate total incurred claims on all Medicare Supplement insurance. \$ 0

1.6 Individual policies:

Most current three years:	
1.61 Total premium earned	..... \$ ..... 0
1.62 Total incurred claims	..... \$ ..... 0
1.63 Number of covered lives	..... 0
All years prior to most current three years:	
1.64 Total premium earned	..... \$ ..... 0
1.65 Total incurred claims	..... \$ ..... 0
1.66 Number of covered lives	..... 0

1.7 Group policies:

Most current three years:	
1.71 Total premium earned	..... \$ ..... 0
1.72 Total incurred claims	..... \$ ..... 0
1.73 Number of covered lives	..... 0
All years prior to most current three years:	
1.74 Total premium earned	..... \$ ..... 0
1.75 Total incurred claims	..... \$ ..... 0
1.76 Number of covered lives	..... 0

2. Health Test:

	1 Current Year	2 Prior Year
2.1 Premium Numerator	\$ 0	\$ 0
2.2 Premium Denominator	\$ 0	\$ 0
2.3 Premium Ratio (2.1/2.2)	..... 0.000	..... 0.000
2.4 Reserve Numerator	\$ 0	\$ 0
2.5 Reserve Denominator	\$ 0	\$ 0
2.6 Reserve Ratio (2.4/2.5)	..... 0.000	..... 0.000

3.1 Does the reporting entity issue both participating and non-participating policies? Yes [] No [X]
 3.2 If yes, state the amount of calendar year premiums written on:

3.21 Participating policies	..... \$ ..... 0
3.22 Non-participating policies	..... \$ ..... 0

4. For Mutual reporting entities and Reciprocal Exchanges only:

4.1 Does the reporting entity issue assessable policies? Yes [] No [X]
 4.2 Does the reporting entity issue non-assessable policies? Yes [X] No []
 4.3 If assessable policies are issued, what is the extent of the contingent liability of the policyholders? %
 4.4 Total amount of assessments paid or ordered to be paid during the year on deposit notes or contingent premiums. \$

5. For Reciprocal Exchanges Only:

5.1 Does the exchange appoint local agents? Yes [] No []
 5.2 If yes, is the commission paid:

5.21 Out of Attorney's-in-fact compensation	..... Yes [] No [] NA [X]
5.22 As a direct expense of the exchange	..... Yes [] No [] NA [X]

5.3 What expenses of the Exchange are not paid out of the compensation of the Attorney-in-fact?

5.4 Has any Attorney-in-fact compensation, contingent on fulfillment of certain conditions, been deferred? Yes [] No []
 5.5 If yes, give full information

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES
PART 2 - PROPERTY & CASUALTY INTERROGATORIES

6.1 What provision has this reporting entity made to protect itself from an excessive loss in the event of a catastrophe under a workers' compensation contract issued without limit of loss:.....
The Company is 100% reinsured by its parent, Lumbermens Mutual Casualty Company, which due to being in run-off, last purchased Workers' Compensation Catastrophe Excess of Loss reinsurance for the period ended October 1, 2004.....

6.2 Describe the method used to estimate this reporting entity's probable maximum insurance loss, and identify the type of insured exposures comprising that probable maximum loss, the locations of concentrations of those exposures and the external resources (such as consulting firms or computer software models), if any, used in the estimation process:.....
The Company's property exposures continued to rapidly decline throughout 2008 as a result of the run-off of the Company's exposures beginning in 2003. It was no longer necessary as of 2004 to estimate the nature and extent of the Company's probable maximum insurance loss and exposure concentrations.....

6.3 What provision has this reporting entity made (such as a catastrophic reinsurance program) to protect itself from an excessive loss arising from the types and concentrations of insured exposures comprising its probable maximum property insurance loss?.....
The Company is 100% reinsured by Lumbermens Mutual Casualty Company (LMC); however, LMC elected to discontinue the purchase of property catastrophe excess of loss reinsurance upon expiration of the program at May 1, 2003.....

6.4 Does the reporting entity carry catastrophe reinsurance protection for at least one reinstatement, in an amount sufficient to cover its estimated probable maximum loss attributable to a single loss event or occurrence?.....
Yes [] No [X]

6.5 If no, describe any arrangements or mechanisms employed by the reporting entity to supplement its catastrophe reinsurance program or to hedge its exposure to uninsured catastrophic loss:.....
The Company is 100% reinsured by its parent; however, due to LMC being well into run-off in 2008, there was no longer the necessity for per risk excess of loss reinsurance on either a risk attaching or facultative basis to protect against the risk of loss arising from single large loss occurrences.....

7.1 Has the reporting entity reinsured any risk with any other entity under a quota share reinsurance contract 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)?.....
Yes [] No [X]

7.2 If yes, indicate the number of reinsurance contracts containing such provisions:.....
Yes [] No []

7.3 If yes, does the amount of reinsurance credit taken reflect the reduction in quota share coverage caused by any applicable limiting provision(s)?.....
Yes [] No []

8.1 Has this reporting entity reinsured any risk with any other entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured?.....
Yes [] No [X]

8.2 If yes, give full information:.....

9.1 Has the reporting entity ceded any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates) for which during the period covered by the statement: (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 cancellation provision under which cancellation 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) A unilateral right by either party (or both parties) to commute the reinsurance contract, whether conditional or not, except for such provisions which 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:.....
Yes [] No [X]

9.2 Has the reporting entity during the period covered by the statement ceded any risk under any reinsurance contract (or under multiple contracts with the same reinsurer or its affiliates), for which, during the period covered by the statement, 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; excluding cessions to approved pooling agreements 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 statement; 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 in a separate reinsurance contract:.....
Yes [] No [X]

9.3 If yes to 9.1 or 9.2, please provide the following information in the Reinsurance Summary Supplemental Filing for General Interrogatory 9:.....
(a) The aggregate financial statement impact gross of all such ceded reinsurance contracts on the balance sheet and statement of income;
(b) A summary of the reinsurance contract terms and indicate whether it applies to the contracts meeting the criteria in 9.1 or 9.2; and
(c) A brief discussion of management's principle objectives in entering into the reinsurance contract including the economic purpose to be achieved:.....
Yes [] No [X]

9.4 Except for transactions meeting the requirements of paragraph 30 of SSAP No. 62, Property and Casualty Reinsurance, has the reporting entity ceded any risk under any reinsurance contract (or multiple contracts with the same reinsurer or its affiliates) during the period covered by the financial statement, and either:.....
(a) Accounted for that contract as reinsurance (either prospective or retroactive) under statutory accounting principles ("SAP") and as a deposit under generally accepted accounting principles ("GAAP"); or
(b) Accounted for that contract as reinsurance under GAAP and as a deposit under SAP?.....
Yes [] No [X]

9.5 If yes to 9.4, explain in the Reinsurance Summary Supplemental Filing for General Interrogatory 9 (Section D) why the contract(s) is treated differently for GAAP and SAP:.....

9.6 The reporting entity is exempt from the Reinsurance Attestation Supplement under one or more of the following criteria:.....
(a) The entity does not utilize reinsurance; or,
(b) The entity only engages in a 100% quota share contract with an affiliate and the affiliated or lead company has filed an attestation supplement; or
(c) The entity has no external cessions and only participates in an intercompany pool and the affiliated or lead company has filed an attestation supplement:.....
Yes [] No [X]
Yes [X] No []
Yes [] No [X]

10. If the reporting entity has assumed risks from another entity, there should be charged on account of such reinsurances a reserve equal to that which the original entity would have been required to charge had it retained the risks. Has this been done?.....
Yes [] No [] N/A [X]

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES
PART 2 - PROPERTY & CASUALTY INTERROGATORIES

11.1 Has the reporting entity guaranteed policies issued by any other entity and now in force:..... Yes [] No [X]
 11.2 If yes, give full information

12.1 If the reporting entity recorded accrued retrospective premiums on insurance contracts on Line 13.3 of the asset schedule, Page 2, state the amount of corresponding liabilities recorded for:
 12.11 Unpaid losses..... \$.....
 12.12 Unpaid underwriting expenses (including loss adjustment expenses)..... \$.....

12.2 Of the amount on Line 13.3, Page 2, state the amount that is secured by letters of credit, collateral and other funds?..... \$.....

12.3 If the reporting entity underwrites commercial insurance risks, such as workers' compensation, are premium notes or promissory notes accepted from its insureds covering unpaid premiums and/or unpaid losses?..... Yes [] No [X] NA []

12.4 If yes, provide the range of interest rates charged under such notes during the period covered by this statement:
 12.41 From..... %.....
 12.42 To..... %.....

12.5 Are letters of credit or collateral and other funds received from insureds being utilized by the reporting entity to secure premium notes or promissory notes taken by the reporting entity, or to secure any of the reporting entity's reported direct unpaid loss reserves, including unpaid losses under loss deductible features of commercial policies?..... Yes [X] No []

12.6 If yes, state the amount thereof at December 31 of the current year:
 12.61 Letters of Credit..... \$.....
 12.62 Collateral and other funds..... \$.....

13.1 Largest net aggregate amount insured in any one risk (excluding workers' compensation):..... \$..... 0

13.2 Does any reinsurance contract considered in the calculation of this amount include an aggregate limit of recovery without also including a reinstatement provision?..... Yes [] No [X]

13.3 State the number of reinsurance contracts (excluding individual facultative risk certificates, but including facultative programs, automatic facilities or facultative obligatory contracts) considered in the calculation of the amount:..... 1

14.1 Is the company a cedant in a multiple cedant reinsurance contract?..... Yes [] No [X]

14.2 If yes, please describe the method of allocating and recording reinsurance among the cedants:

 14.3 If the answer to 14.1 is yes, are the methods described in item 14.2 entirely contained in the respective multiple cedant reinsurance contracts?..... Yes [] No []

14.4 If the answer to 14.3 is no, are all the methods described in 14.2 entirely contained in written agreements?..... Yes [] No []

14.5 If answer to 14.4 is no, please explain:

 15.1 Has the reporting entity guaranteed any financed premium accounts?..... Yes [] No [X]

15.2 If yes, give full information

 16.1 Does the reporting entity write any warranty business?..... Yes [] No [X]

If yes, disclose the following information for each of the following types of warranty coverage:

	1 Direct Losses Incurred	2 Direct Losses Unpaid	3 Direct Written Premium	4 Direct Premium Unearned	5 Direct Premium Earned
16.11 Home	\$	\$	\$	\$	\$
16.12 Products	\$	\$	\$	\$	\$
16.13 Automobile	\$	\$	\$	\$	\$
16.14 Other*	\$	\$	\$	\$	\$

* Disclose type of coverage:

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

GENERAL INTERROGATORIES
PART 2 - PROPERTY & CASUALTY INTERROGATORIES

17.1 Does the reporting entity include amounts recoverable on unauthorized reinsurance in Schedule F – Part 3 that it excludes from Schedule F – Part 5. Yes [] No [X]

Incurred but not reported losses on contracts not in force prior to July 1, 1984, and not subsequently renewed are exempt from inclusion in Schedule F – Part 5. Provide the following information for this exemption:

17.11	Gross amount of unauthorized reinsurance in Schedule F – Part 3 excluded from Schedule F – Part 5	\$
17.12	Unfunded portion of Interrogatory 17.11.....	\$
17.13	Paid losses and loss adjustment expenses portion of Interrogatory 17.11	\$
17.14	Case reserves portion of Interrogatory 17.11.....	\$
17.15	Incurred but not reported portion of Interrogatory 17.11.....	\$
17.16	Unearned premium portion of Interrogatory 17.11.....	\$
17.17	Contingent commission portion of Interrogatory 17.11.....	\$

Provide the following information for all other amounts included in Schedule F – Part 3 and excluded from Schedule F – Part 5, not included above.

17.18	Gross amount of unauthorized reinsurance in Schedule F – Part 3 excluded from Schedule F – Part 5	\$
17.19	Unfunded portion of Interrogatory 17.18.....	\$
17.20	Paid losses and loss adjustment expenses portion of Interrogatory 17.18	\$
17.21	Case reserves portion of Interrogatory 17.18.....	\$
17.22	Incurred but not reported portion of Interrogatory 17.18.....	\$
17.23	Unearned premium portion of Interrogatory 17.18.....	\$
17.24	Contingent commission portion of Interrogatory 17.18.....	\$

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

FIVE-YEAR HISTORICAL DATA

Show amounts in whole dollars only, no cents; show percentages to one decimal place, i.e. 17.6.

	1 2008	2 2007	3 2006	4 2005	5 2004
Gross Premiums Written (Page 8, Part 1B, Cols. 1, 2 & 3)					
1. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4)	203,645	606,431	443,398	1,449,847	(3,110,340)
2. Property lines (Lines 1, 2, 9, 12, 21 & 26)	5,879	(10,100)	158	362,404	219,008
3. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	(857)	(4,004)	2,877	(19,122)	113,837
4. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)	475,733	417,564	820,648	1,431,941	(8,356)
5. Nonproportional reinsurance lines (Lines 31, 32 & 33)	0	0	0	0	(148,512)
6. Total (Line 35)	684,400	1,009,891	1,267,081	3,225,070	(2,934,363)
Net Premiums Written (Page 8, Part 1B, Col. 6)					
7. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4)	0	0	0	0	0
8. Property lines (Lines 1, 2, 9, 12, 21 & 26)	0	0	0	0	0
9. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	0	0	0	0	0
10. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)	0	0	0	0	0
11. Nonproportional reinsurance lines (Lines 31, 32 & 33)	0	0	0	0	0
12. Total (Line 35)	0	0	0	0	0
Statement of Income (Page 4)					
13. Net underwriting gain (loss) (Line 8)	(267,225)	(123,667)	(95,166)	(315,667)	0
14. Net investment gain (loss) (Line 11)	497,238	510,185	359,153	446,156	409,017
15. Total other income (Line 15)	0	0	0	0	0
16. Dividends to policyholders (Line 17)	0	0	0	0	0
17. Federal and foreign income taxes incurred (Line 19)	0	0	0	0	0
18. Net income (Line 20)	230,013	386,518	263,987	130,489	409,017
Balance Sheet Lines (Pages 2 and 3)					
19. Total admitted assets excluding protected cell business (Page 2, Line 24, Col. 3)	11,326,964	10,942,180	10,558,305	10,896,712	25,987,742
20. Premiums and considerations (Page 2, Col. 3)					
20.1 In course of collection (Line 13.1)	0	0	0	0	0
20.2 Deferred and not yet due (Line 13.2)	0	0	0	0	0
20.3 Accrued retrospective premiums (Line 13.3)	0	0	0	0	0
21. Total liabilities excluding protected cell business (Page 3, Line 24)	215,690	60,919	75,229	623,843	15,578,725
22. Losses (Page 3, Line 1)	0	0	0	0	0
23. Loss adjustment expenses (Page 3, Line 3)	0	0	0	0	0
24. Unearned premiums (Page 3, Line 9)	0	0	0	0	0
25. Capital paid up (Page 3, Lines 28 & 29)	0	0	0	0	0
26. Surplus as regards policyholders (Page 3, Line 35)	11,111,274	10,881,261	10,483,076	10,272,869	10,409,017
Cash Flow (Page 5)					
27. Net cash from operations (Line 11)	308,109	433,325	183,202	92,620	414,383
Risk-Based Capital Analysis					
28. Total adjusted capital	11,111,274	10,881,261	10,483,076	10,272,869	10,409,017
29. Authorized control level risk-based capital	42,084	34,478	10,868	20,799	75,709
Percentage Distribution of Cash, Cash Equivalents and Invested Assets (Page 2, Col. 3)(Item divided by Page 2, Line 10, Col. 3) x 100.0					
30. Bonds (Line 1)	86.9	85.5	85.5	63.0	23.6
31. Stocks (Lines 2.1 & 2.2)	0.0	0.0	0.0	0.0	0.0
32. Mortgage loans on real estate (Lines 3.1 and 3.2)	0.0	0.0	0.0	0.0	0.0
33. Real estate (Lines 4.1, 4.2 & 4.3)	0.0	0.0	0.0	0.0	0.0
34. Cash, cash equivalents and short-term investments (Line 5)	13.1	14.5	14.5	37.0	76.4
35. Contract loans (Line 6)	0.0	0.0	0.0	0.0	0.0
36. Other invested assets (Line 7)	0.0	0.0	0.0	0.0	0.0
37. Receivables for securities (Line 8)	0.0	0.0	0.0	0.0	0.0
38. Aggregate write-ins for invested assets (Line 9)	0.0	0.0	0.0	0.0	0.0
39. Cash, cash equivalents and invested assets (Line 10)	100.0	100.0	100.0	100.0	100.0
Investments in Parent, Subsidiaries and Affiliates					
40. Affiliated bonds, (Sch. D, Summary, Line 25, Col. 1)	0	0	0	0	0
41. Affiliated preferred stocks (Sch. D, Summary, Line 39, Col. 1)	0	0	0	0	0
42. Affiliated common stocks (Sch. D, Summary, Line 53, Col. 1)	0	0	0	0	0
43. Affiliated short-term investments (subtotals included in Schedule DA Verification, Col. 5, Line 10)	0	0	0	0	0
44. Affiliated mortgage loans on real estate					
45. All other affiliated					
46. Total of above Lines 40 to 45	0	0	0	0	0
47. Percentage of investments in parent, subsidiaries and affiliates to surplus as regards policyholders (Line 46 above divided by Page 3, Col. 1, Line 35 x 100.0)	0.0	0.0	0.0	0.0	0.0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

FIVE-YEAR HISTORICAL DATA

(Continued)

	1 2008	2 2007	3 2006	4 2005	5 2004
Capital and Surplus Accounts (Page 4)					
48. Net unrealized capital gains (losses) (Line 24) .....	.0	0	4,554	(4,554)	0
49. Dividends to stockholders (Line 35) .....	.0	0	.0	.0	0
50. Change in surplus as regards policyholders for the year (Line 38)	230,013	398,185	210,207	(136,148)	409,017
Gross Losses Paid (Page 9, Part 2, Cols. 1 & 2)					
51. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4)	43,939,648	56,034,706	76,210,226	118,101,054	406,065,348
52. Property lines (Lines 1, 2, 9, 12, 21 & 26)	(25,676)	(29,364)	(232,027)	(123,608)	8,933,334
53. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	6,242,644	9,819,563	12,942,580	.27,034,928	65,087,438
54. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)	(1,406,527)	(2,899,897)	(1,371,325)	.15,741,788	22,283,041
55. Nonproportional reinsurance lines (Lines 31, 32 & 33)	0	0	0	0	10,134,664
56. Total (Line 35)	48,750,089	62,925,008	87,549,454	160,754,162	512,503,825
Net Losses Paid (Page 9, Part 2, Col. 4)					
57. Liability lines (Lines 11.1, 11.2, 16, 17.1, 17.2, 18.1, 18.2, 19.1, 19.2 & 19.3, 19.4) .....	.0	0	0	.0	0
58. Property lines (Lines 1, 2, 9, 12, 21 & 26) .....	.0	0	0	.0	0
59. Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27) .....	.0	0	0	.0	0
60. All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34) .....	.0	0	0	.0	0
61. Nonproportional reinsurance lines (Lines 31, 32 & 33)	0	0	0	0	0
62. Total (Line 35) .....	.0	0	0	.0	0
Operating Percentages (Page 4) (Item divided by Page 4, Line 1) x 100.0					
63. Premiums earned (Line 1)	100.0	100.0	100.0	100.0	100.0
64. Losses incurred (Line 2)	0.0	0.0	0.0	0.0	0.0
65. Loss expenses incurred (Line 3)	0.0	0.0	0.0	0.0	0.0
66. Other underwriting expenses incurred (Line 4)	0.0	0.0	0.0	0.0	0.0
67. Net underwriting gain (loss) (Line 8)	0.0	0.0	0.0	0.0	0.0
Other Percentages					
68. Other underwriting expenses to net premiums written (Page 4, Lines 4 + 5 - 15 divided by Page 8, Part 1B, Col. 6, Line 35 x 100.0)	0.0	0.0	0.0	0.0	0.0
69. Losses and loss expenses incurred to premiums earned (Page 4, Lines 2 + 3 divided by Page 4, Line 1 x 100.0)	0.0	0.0	0.0	0.0	0.0
70. Net premiums written to policyholders' surplus (Page 8, Part 1B, Col. 6, Line 35 divided by Page 3, Line 35, Col. 1 x 100.0)	0.0	0.0	0.0	0.0	0.0
One Year Loss Development (000 omitted)					
71. Development in estimated losses and loss expenses incurred prior to current year (Schedule P, Part 2 - Summary, Line 12, Col. 11) .....	.0	0	0	.0	0
72. Percent of development of losses and loss expenses incurred to policyholders' surplus of prior year end (Line 71 above divided by Page 4, Line 21, Col. 1 x 100.0)	0.0	0.0	0.0	0.0	0.0
Two Year Loss Development (000 omitted)					
73. Development in estimated losses and loss expenses incurred 2 years before the current year and prior year (Schedule P, Part 2 - Summary, Line 12, Col. 12) .....	.0	0	0	.0	0
74. Percent of development of losses and loss expenses incurred to reported policyholders' surplus of second prior year end (Line 73 above divided by Page 4, Line 21, Col. 2 x 100.0)	0.0	0.0	0.0	0.0	0.0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

SCHEDULE P - ANALYSIS OF LOSSES AND LOSS EXPENSES
SCHEDULE P - PART 1 - SUMMARY

(\$000 Omitted)

Years in Which Premiums Were Earned and Losses Were Incurred	Premiums Earned			Loss and Loss Expense Payments								12 Number of Claims Reported - Direct and Assumed	
	1 Direct and Assumed	2 Ceded	3 Net (Cols. 1 - 2)	Loss Payments		Defense and Cost Containment Payments		Adjusting and Other Payments		10 Salvage and Subrogation Received	11 Total Net Paid (Cols. 4 - 5 + 6 - 7 + 8 - 9)		
				4 Direct and Assumed	5 Ceded	6 Direct and Assumed	7 Ceded	8 Direct and Assumed	9 Ceded				
1. Prior	XXX	XXX	XXX	16,575	16,575	5,820	5,820	527	527	0	0	XXX	
2. 1999	879,766	879,766	0	608,311	608,311	53,850	53,850	49,829	49,829	0	0	XXX	
3. 2000	889,756	889,756	0	616,986	616,986	61,413	61,413	72,323	72,323	0	0	XXX	
4. 2001	888,243	888,243	0	585,702	585,702	74,485	74,485	69,504	69,504	0	0	XXX	
5. 2002	818,231	818,231	0	472,843	472,843	51,791	51,791	45,879	45,879	0	0	XXX	
6. 2003	507,658	507,658	0	281,324	281,324	26,808	26,808	17,732	17,732	0	0	XXX	
7. 2004	57,188	57,188	0	24,002	24,002	1,253	1,253	2,559	2,559	0	0	XXX	
8. 2005	5,691	5,691	0	791	791	125	125	19	19	0	0	XXX	
9. 2006	2,014	2,014	0	10	10	168	168	27	27	0	0	XXX	
10. 2007	1,120	1,120	0	107	107	47	47	4	4	0	0	XXX	
11. 2008	791	791	0	0	0	1	1	0	0	0	0	XXX	
12. Totals	XXX	XXX	XXX	2,606,651	2,606,651	275,761	275,761	258,402	258,402	0	0	XXX	

	Losses Unpaid				Defense and Cost Containment Unpaid				Adjusting and Other Unpaid		23 Salvage and Subrogation Anticipated	24 Total Net Losses and Expenses Unpaid	25 Number of Claims Outstand- ing - Direct and Assumed
	Case Basis		Bulk + IBNR		Case Basis		Bulk + IBNR		21	22			
	13 Direct and Assumed	14 Ceded	15 Direct and Assumed	16 Ceded	17 Direct and Assumed	18 Ceded	19 Direct and Assumed	20 Ceded	Direct and Assumed	Ceded			
1.	101,556	101,556	(5,661)	(5,661)	7,900	7,900	7,623	7,623	.897	.897	0	0	XXX
2.	13,758	13,758	(923)	(923)	1,192	1,192	1,837	1,837	205	205	0	0	XXX
3.	19,084	19,084	6,091	6,091	1,608	1,608	3,430	3,430	307	307	0	0	XXX
4.	14,954	14,954	7,977	7,977	1,331	1,331	2,618	2,618	611	611	0	0	XXX
5.	22,626	22,626	9,169	9,169	1,246	1,246	3,360	3,360	.561	.561	0	0	XXX
6.	6,965	6,965	3,172	3,172	.518	.518	1,484	1,484	.165	.165	0	0	XXX
7.	1,000	1,000	393	393	.84	.84	179	179	10	10	0	0	XXX
8.	.353	.353	162	162	.7	.7	.25	.25	.3	.3	0	0	XXX
9.	.921	.921	(96)	(96)	.31	.31	.24	.24	.3	.3	0	0	XXX
10.	.581	.581	208	208	.4	.4	213	213	.3	.3	0	0	XXX
11.	2	2	4	4	1	1	3	3	1	1	0	0	XXX
12. Totals	181,800	181,800	20,496	20,496	13,922	13,922	20,796	20,796	2,766	2,766	0	0	XXX

	Total Losses and Loss Expenses Incurred			Loss and Loss Expense Percentage (Incurred/Premiums Earned)			Nontabular Discount		34 Inter- Company Pooling Participation Percentage	Net Balance Sheet Reserves After Discount	
	26 Direct and Assumed	27 Ceded	28 Net	29 Direct and Assumed	30 Ceded	31 Net	32 Loss	33 Loss Expense		35 Losses Unpaid	36 Loss Expenses Unpaid
1.	XXX	XXX	XXX	XXX	XXX	XXX	0	0	XXX	0	0
2.	728,059	728,059	0	82.8	82.8	0.0	0	0		0	0
3.	781,243	781,243	0	87.8	87.8	0.0	0	0		0	0
4.	757,182	757,182	0	85.2	85.2	0.0	0	0		0	0
5.	607,475	607,475	0	74.2	74.2	0.0	0	0		0	0
6.	338,168	338,168	0	66.6	66.6	0.0	0	0		0	0
7.	29,480	29,480	0	51.5	51.5	0.0	0	0		0	0
8.	1,485	1,485	0	26.1	26.1	0.0	0	0		0	0
9.	1,088	1,088	0	54.0	54.0	0.0	0	0		0	0
10.	1,166	1,166	0	104.1	104.1	0.0	0	0		0	0
11.	12	12	0	1.6	1.6	0.0	0	0		0	0
12. Totals	XXX	XXX	XXX	XXX	XXX	XXX	0	0	XXX	0	0

Note: Parts 2 and 4 are gross of all discounting, including tabular discounting. Part 1 is gross of only nontabular discounting, which is reported in Columns 32 and 33 of Part 1. The tabular discount, if any, is reported in the Notes to Financial Statements which will reconcile Part 1 with Parts 2 and 4.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

SCHEDULE P - PART 2 - SUMMARY

Years in Which Losses Were Incurred	INCURRED NET LOSSES AND DEFENSE AND COST CONTAINMENT EXPENSES REPORTED AT YEAR END (\$000 OMITTED)										DEVELOPMENT	
	1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008	11 One Year	12 Two Year
1. Prior	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
2. 1999	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
3. 2000	XXX	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
4. 2001	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0
5. 2002	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	.0	.0
6. 2003	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	.0
7. 2004	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	.0
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	XXX
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0	XXX	XXX
											12. Totals	0
												0

SCHEDULE P - PART 3 - SUMMARY

Years in Which Losses Were Incurred	CUMULATIVE PAID NET LOSSES AND DEFENSE AND COST CONTAINMENT EXPENSES REPORTED AT YEAR END (\$000 OMITTED)										11 Number of Claims Closed With Loss Payment	12 Number of Claims Closed Without Loss Payment
	1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008		
1. Prior	000	.0	.0	.0	.0	.0	.0	.0	.0	.0	XXX	XXX
2. 1999	.0	.0	.0	.0	.0	.0	.0	.0	.0	.0	XXX	XXX
3. 2000	XXX	.0	.0	.0	.0	.0	.0	.0	.0	.0	XXX	XXX
4. 2001	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	.0	XXX	XXX
5. 2002	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	XXX	XXX
6. 2003	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	XXX	XXX
7. 2004	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	XXX	XXX
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	XXX	XXX
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	XXX	XXX
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	XXX	XXX
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0	XXX	XXX

SCHEDULE P - PART 4 - SUMMARY

Years in Which Losses Were Incurred	BULK AND IBNR RESERVES ON NET LOSSES AND DEFENSE AND COST CONTAINMENT EXPENSES REPORTED AT YEAR END (\$000 OMITTED)										10 2008
	1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008	
1. Prior	0	.0	.0	.0	.0	.0	.0	.0	.0	.0	0
2. 1999	0	.0	.0	.0	.0	.0	.0	.0	.0	.0	0
3. 2000	XXX	.0	.0	.0	.0	.0	.0	.0	.0	.0	0
4. 2001	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	.0	0
5. 2002	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	.0	0
6. 2003	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	.0	0
7. 2004	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	.0	0
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	.0	0
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	.0	0
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	.0	.0	0
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	0	0

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Allocated by States and Territories

States, etc.	1 Active Status	Gross Premiums, Including Policy and Membership Fees Less Return Premiums and Premiums on Policies Not Taken		4 Dividends Paid or Credited to Policyholders on Direct Business	5 Direct Losses Paid (Deducting Salvage)	6 Direct Losses Incurred	7 Direct Losses Unpaid	8 Finance and Service Charges Not Included in Premiums	9 Direct Premium Written for Federal Purchasing Groups (Included in Col. 2)	
		2 Direct Premiums Written	3 Direct Premiums Earned							
1. Alabama	AL	L	(2,574)	4,255	(2,876)	140,297	87,565	740,395	0	
2. Alaska	AK	L	2,054	2,054	(3,246)	1,595	14,733	(1,689)	0	
3. Arizona	AZ	L	1,306	1,382	(3,758)	437,753	(1,105,142)	3,404,037	0	
4. Arkansas	AR	L	(26)	7	(8,360)	1,217,793	400,433	4,750,132	0	
5. California	CA	L	161,810	167,389	(433,287)	14,083,206	16,328,131	42,984,899	0	
6. Colorado	CO	L	367	3,124	(5,136)	205,920	218,670	575,522	0	
7. Connecticut	CT	L	5,730	7,017	(4,216)	1,400,277	394,690	5,218,258	0	
8. Delaware	DE	L	1,507	1,595	2,267	161,339	408,217	1,779,295	0	
9. District of Columbia	DC	L	(26)	(26)	(170)	171,314	184,900	473,592	0	
10. Florida	FL	N	23,811	27,898	(2,081)	1,759,866	2,909,068	5,256,094	0	
11. Georgia	GA	L	1,053	13,424	(2,423)	357,802	300,314	2,266,347	0	
12. Hawaii	HI	L	(13,676)	(11,026)	(10,386)	10,309	(43,831)	34,266	0	
13. Idaho	ID	L	870	870	(2,786)	0	8,949	(814)	0	
14. Illinois	IL	L	23,227	23,246	(21,819)	1,359,849	(193,279)	3,271,898	0	
15. Indiana	IN	L	745	755	(2,665)	591,624	(401,541)	57,330	0	
16. Iowa	IA	L	185,148	185,148	(1,071)	488,919	458,794	892,310	0	
17. Kansas	KS	L	1,114	1,816	(108)	129,899	124,121	176,054	0	
18. Kentucky	KY	L	2,610	2,926	(5,744)	276,514	75,763	1,972,755	0	
19. Louisiana	LA	L	3,564	3,566	(1,793)	221,152	(255,814)	408,128	0	
20. Maine	ME	L	93	93	(97)	74,506	(19,395)	559,765	0	
21. Maryland	MD	L	(13,715)	(11,822)	(2,117)	959,227	634,648	1,115,662	0	
22. Massachusetts	MA	L	(55,560)	(53,238)	(2,744)	382,345	(404,780)	6,370,374	0	
23. Michigan	MI	L	7,610	8,375	(17,870)	527,775	724,704	5,251,385	0	
24. Minnesota	MN	L	91,948	92,699	(16,589)	557,132	277,334	928,442	0	
25. Mississippi	MS	L	150	149	(2,830)	96,795	32,516	247,182	0	
26. Missouri	MO	L	(32,222)	(31,404)	(4,303)	242,067	803,541	2,103,350	0	
27. Montana	MT	L	7,189	7,190	(53,623)	776,937	(41,502)	22,098	0	
28. Nebraska	NE	L	2,454	2,454	(2,364)	76,438	322,880	1,021,544	0	
29. Nevada	NV	L	10,258	10,258	(261)	57,837	56,175	434,964	0	
30. New Hampshire	NH	L	2,793	2,876	(1,353)	223,201	(30,274)	966,778	0	
31. New Jersey	NJ	L	8,838	17,676	(2,530)	1,625,884	1,611,674	5,649,366	0	
32. New Mexico	NM	L	(1,901)	1,022	(1,128)	140,570	(43,853)	366,447	0	
33. New York	NY	L	467,020	498,667	(14,165)	10,803,718	5,688,827	38,538,627	0	
34. North Carolina	NC	L	(111,740)	(108,661)	536	1,342,145	1,013,101	713,271	0	
35. North Dakota	ND	L	18	18	(40)	500	3,182	(275)	0	
36. Ohio	OH	L	4,330	8,989	(323)	566,198	(28,271)	1,667,635	0	
37. Oklahoma	OK	L	1	1	(8,305)	156,802	(59,708)	398,012	0	
38. Oregon	OR	L	52,999	53,014	(27,687)	287,992	(284,164)	1,673,767	0	
39. Pennsylvania	PA	L	1,050	3,430	(44,083)	3,421,771	9,835,619	13,590,546	0	
40. Rhode Island	RI	L	939	2,119	(170)	45,483	26,905	257,320	0	
41. South Carolina	SC	L	88	1,840	(1,553)	1,012,618	598,988	1,053,977	0	
42. South Dakota	SD	L	(175,572)	(175,572)	(346)	26,797	(41,566)	238,818	0	
43. Tennessee	TN	L	7,544	8,272	(2,799)	171,477	68,215	1,598,396	0	
44. Texas	TX	L	2,266	3,474	(3,880)	920,444	275,882	3,290,433	0	
45. Utah	UT	L	458	648	(2,432)	6,990	(21,889)	4,262	0	
46. Vermont	VT	L	13	.28	1,976	111,232	(260,476)	445,731	0	
47. Virginia	VA	L	7,925	11,004	(895)	373,248	240,377	2,537,065	0	
48. Washington	WA	L	(3,173)	(2,293)	662	233,325	62,664	115,465	0	
49. West Virginia	WV	L	314	314	34	0	11,563	(775)	0	
50. Wisconsin	WI	L	(4,482)	(4,383)	(83,621)	513,207	453,443	732,838	0	
51. Wyoming	WY	L	3,161	3,196	(5,886)	0	1,524	(166)	0	
52. American Samoa	AS	N	0	0	0	0	0	0	0	
53. Guam	GU	N	0	0	0	0	0	0	0	
54. Puerto Rico	PR	N	0	0	0	0	0	0	0	
55. U.S. Virgin Islands	VI	N	0	0	0	0	0	0	0	
56. Northern Mariana Islands	MP	N	0	0	0	0	0	0	0	
57. Canada	CN	N	0	0	0	0	0	0	0	
58. Aggregate other alien	OT	XXX	4,692	4,692	0	0	1,348	(110)	0	
59. Totals		(a)	50	684,400	790,545	(810,444)	48,750,089	41,423,973	166,151,003	0
DETAILS OF WRITE-INS										
5801. Asia		XXX	0	0	0	0	724	(59)	0	
5802. Europe		XXX	0	0	0	0	624	(51)	0	
5803. Africa		XXX	4,692	4,692	0	0	0	0	0	
5898. Summary of remaining write-ins for Line 58 from overflow page		XXX	0	0	0	0	0	0	0	
5899. Totals (Lines 5801 through 5803 + 5898) (Line 58 above)		XXX	4,692	4,692	0	0	1,348	(110)	0	

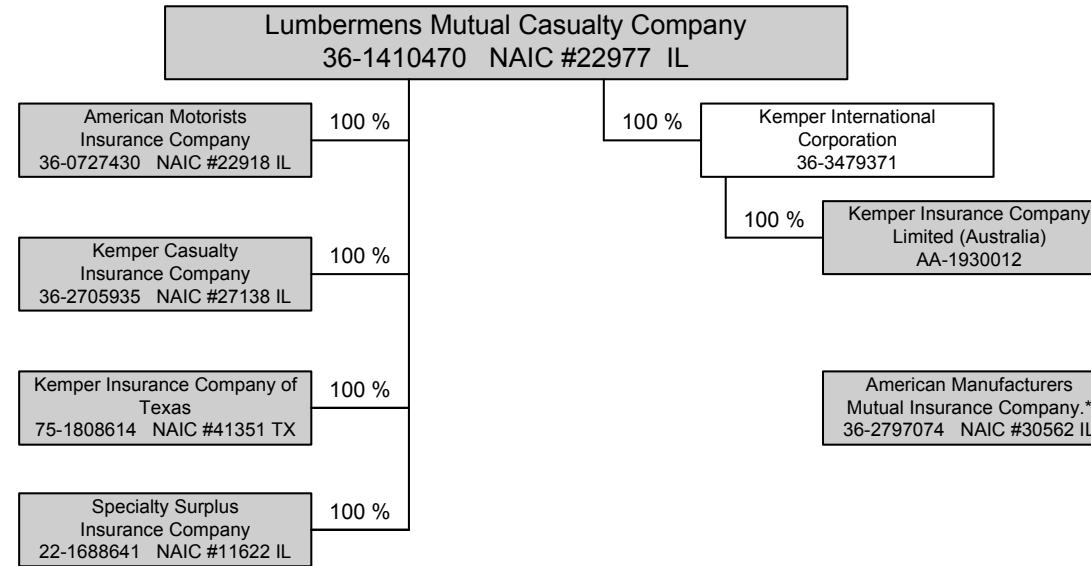
(a) Insert the number of L responses except for Canada and Other Alien.

Explanation of basis of allocation of premiums by states, etc.

Premiums are allocated on the basis of the location of the risk, the insured or the insured's operations.

ANNUAL STATEMENT FOR THE YEAR 2008 OF THE AMERICAN MANUFACTURERS MUTUAL INSURANCE COMPANY

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 - ORGANIZATIONAL CHART



* American Manufacturers Mutual Insurance Company is an affiliated mutual company.

Insurers are identified by shaded boxes. Percentages show common stock ownership as of 12/31/2008.

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