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PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

ANNUAL STATEMENT

FOR THE YEAR ENDED DECEMBER 31, 2008
OF THE CONDITION AND AFFAIRS OF THE

AMICA MUTUAL INSURANCE COMPANY

NAIC Group Code 0028 (Current) 0028 (Prior) NAIC Company Code 19976 Employer's ID Number 05-0348344

Organized under the Laws of Rhode Island, State of Domicile or Port of Entry RI

Country of Domicile United States of America

Incorporated/Organized 03/01/1907 Commenced Business 04/01/1907

Statutory Home Office 100 Amica Way (Street and Number), Lincoln , RI 02865-1156 (City or Town, State and Zip Code)

Main Administrative Office 100 Amica Way (Street and Number)
Lincoln , RI 02865-1156 (City or Town, State and Zip Code), 800-652-6422 (Area Code) (Telephone Number)

Mail Address P.O. Box 6008 (Street and Number or P.O. Box), Providence , RI 02940-6008 (City or Town, State and Zip Code)

Primary Location of Books and Records 100 Amica Way (Street and Number)
Lincoln , RI 02865-1156 (City or Town, State and Zip Code), 800-652-6422 (Area Code) (Telephone Number)

Internet Website Address www.amica.com

Statutory Statement Contact Mary Quinn Williamson (Name), 800-652-6422-24665 (Area Code) (Telephone Number)
mwilliamson@amica.com (E-mail Address), 401-334-2270 (FAX Number)

OFFICERS

President and Chief Executive Officer	Robert Anthony DiMuccio	Sr Vice President & Treasurer	Mary Quinn Williamson
Vice President and Secretary	Robert Kenneth MacKenzie		

OTHER

Jill Holton Andy # Vice President	Robert Karl Benson, Sr VP & Chief Investment Officer	James Arthur Bussiere, # Senior Vice President
Kathleen Fitzpatrick Curran, Vice President	Stephen Francis Dolan, Vice President	Theodore Charles Murphy, # Senior Vice President
Louis Paul Peranzi, Jr., Senior Vice President	Paul Alfred Pyne, # Executive Vice President	Robert Paul Suglia, # Sr VP and General Counsel

DIRECTORS OR TRUSTEES

Jeffrey Paul Aiken	Patricia Walsh Chadwick	Edward Francis DeGraan
Robert Anthony DiMuccio	Andrew Martin Erickson	Barry George Hittner
Michael David Jeans	Ronald Keith Machtley	Richard Alan Plotkin
Donald Julian Reaves	Cheryl Watkins Snead	Thomas Alfred Taylor

State of Rhode Island
County of Providence 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.

Robert Anthony DiMuccio	Robert Kenneth MacKenzie	Mary Quinn Williamson
President and Chief Executive Officer	Vice President and Secretary	Senior Vice President and Treasurer

Subscribed and sworn to before me this
11th day of February, 2009

Ann Marie Octeau
Notary Public
06/08/2010

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..............

ASSETS

	Current Year 1 Assets	Current Year 2 Nonadmitted Assets	Current Year 3 Net Admitted Assets (Cols. 1 - 2)	Prior Year 4 Net Admitted Assets
1. Bonds (Schedule D)	1,633,644,403		1,633,644,403	1,954,013,371
2. Stocks (Schedule D):				
2.1 Preferred stocks				
2.2 Common stocks	1,225,675,157	307,155	1,225,368,002	1,459,451,244
3. Mortgage loans on real estate (Schedule B):				
3.1 First liens				
3.2 Other than first liens				
4. Real estate (Schedule A):				
4.1 Properties occupied by the company (less $ encumbrances)	56,886,799		56,886,799	58,888,491
4.2 Properties held for the production of income (less $ encumbrances)	1,337,329		1,337,329	1,378,616
4.3 Properties held for sale (less $ encumbrances)				1,187,872
5. Cash ($ 10,873,573 , Schedule E - Part 1), cash equivalents ($, Schedule E - Part 2) and short-term investments ($ 8,824,684 , Schedule DA)	19,698,257		19,698,257	38,115,218
6. Contract loans (including $ premium notes)				
7. Other invested assets (Schedule BA)	97,699,212		97,699,212	98,650,477
8. Receivable for securities	3,298		3,298	66,985
9. Aggregate write-ins for invested assets				
10. Subtotals, cash and invested assets (Lines 1 to 9)	3,034,944,455	307,155	3,034,637,300	3,611,752,274
11. Title plants less $ charged off (for Title insurers only)				
12. Investment income due and accrued	21,848,858		21,848,858	24,788,418
13. Premiums and considerations:				
13.1 Uncollected premiums and agents' balances in the course of collection	56,869,604	1,417,371	55,452,233	56,958,472
13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $ earned but unbilled premiums)	308,396,379	520,154	307,876,225	302,883,482
13.3 Accrued retrospective premiums				
14. Reinsurance:				
14.1 Amounts recoverable from reinsurers	5,603,476		5,603,476	7,153,698
14.2 Funds held by or deposited with reinsured companies				
14.3 Other amounts receivable under reinsurance contracts				
15. Amounts receivable relating to uninsured plans				
16.1 Current federal and foreign income tax recoverable and interest thereon	6,956,518		6,956,518	18,031,016
16.2 Net deferred tax asset	131,865,029	34,871,374	96,993,655	
17. Guaranty funds receivable or on deposit				
18. Electronic data processing equipment and software	8,764,658	8,764,658		
19. Furniture and equipment, including health care delivery assets ($)	9,540,677	9,540,677		
20. Net adjustment in assets and liabilities due to foreign exchange rates				
21. Receivables from parent, subsidiaries and affiliates	362,027		362,027	
22. Health care ($) and other amounts receivable				
23. Aggregate write-ins for other than invested assets	321,185,466	268,683,901	52,501,565	55,862,388
24. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	3,906,337,147	324,105,290	3,582,231,857	4,077,429,748
25. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
26. Total (Lines 24 and 25)	3,906,337,147	324,105,290	3,582,231,857	4,077,429,748
DETAILS OF WRITE-INS				
0901.				
0902.				
0903.				
0998. Summary of remaining write-ins for Line 9 from overflow page				
0999. Totals (Lines 0901 thru 0903 plus 0998)(Line 9 above)				
2301. Amica Companies Supplemental Retirement Trust	26,220,034		26,220,034	30,601,510
2302. Equities and deposits in pools and associations	23,823,141		23,823,141	22,240,713
2303. Receivable for Lexington	31,588		31,588	37,007
2398. Summary of remaining write-ins for Line 23 from overflow page	271,110,703	268,683,901	2,426,802	2,983,158
2399. Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	321,185,466	268,683,901	52,501,565	55,862,388

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Year	2 Prior Year
1.	Losses (Part 2A, Line 35, Column 8)	699,917,717	710,889,202
2.	Reinsurance payable on paid losses and loss adjustment expenses (Schedule F, Part 1, Column 6)	11,609,121	8,704,886
3.	Loss adjustment expenses (Part 2A, Line 35, Column 9)	181,535,529	184,459,792
4.	Commissions payable, contingent commissions and other similar charges		
5.	Other expenses (excluding taxes, licenses and fees)	37,284,132	32,893,127
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	7,695,173	7,120,727
7.1	Current federal and foreign income taxes (including $ .... on realized capital gains (losses))		
7.2	Net deferred tax liability		106,300,209
8.	Borrowed money $ .... and interest thereon $	615,743	1,697,154
9.	Unearned premiums (Part 1A, Line 38, Column 5) (after deducting unearned premiums for ceded reinsurance of $ 3,369,205 and including warranty reserves of $ ....)	679,974,540	676,678,189
10.	Advance premium	6,835,504	5,846,829
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders	8,118,842	8,508,914
12.	Ceded reinsurance premiums payable (net of ceding commissions)	3,085,660	6,344,171
13.	Funds held by company under reinsurance treaties (Schedule F, Part 3, Column 19)		
14.	Amounts withheld or retained by company for account of others	963,888	1,682,454
15.	Remittances and items not allocated	908,124	748,742
16.	Provision for reinsurance (Schedule F, Part 7)	593,000	395,200
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding		
19.	Payable to parent, subsidiaries and affiliates		452,640
20.	Payable for securities		
21.	Liability for amounts held under uninsured plans		
22.	Capital notes $ .... and interest thereon $		
23.	Aggregate write-ins for liabilities	33,493,996	34,831,459
24.	Total liabilities excluding protected cell liabilities (Lines 1 through 23)	1,672,630,969	1,787,553,695
25.	Protected cell liabilities		
26.	Total liabilities (Lines 24 and 25)	1,672,630,969	1,787,553,695
27.	Aggregate write-ins for special surplus funds	6,000,000	6,000,000
28.	Common capital stock		
29.	Preferred capital stock		
30.	Aggregate write-ins for other than special surplus funds		
31.	Surplus notes		
32.	Gross paid in and contributed surplus		
33.	Unassigned funds (surplus)	1,903,600,888	2,283,876,053
34.	Less treasury stock, at cost:		
	34.1 .... shares common (value included in Line 28 $ ....)		
	34.2 .... shares preferred (value included in Line 29 $ ....)		
35.	Surplus as regards policyholders (Lines 27 to 33, less 34) (Page 4, Line 39)	1,909,600,888	2,289,876,053
36.	TOTALS (Page 2, Line 26, Col. 3)	3,582,231,857	4,077,429,748
	DETAILS OF WRITE-INS		
2301.	Reserve for non-qualified pensions and deferrals	29,793,996	31,131,459
2302.	Reserve for unassessed insolvencies	3,700,000	3,700,000
2303.			
2398.	Summary of remaining write-ins for Line 23 from overflow page		
2399.	Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	33,493,996	34,831,459
2701.	Guaranty Fund	3,000,000	3,000,000
2702.	Voluntary Reserve	3,000,000	3,000,000
2703.			
2798.	Summary of remaining write-ins for Line 27 from overflow page		
2799.	Totals (Lines 2701 thru 2703 plus 2798)(Line 27 above)	6,000,000	6,000,000
3001.			
3002.			
3003.			
3098.	Summary of remaining write-ins for Line 30 from overflow page		
3099.	Totals (Lines 3001 thru 3003 plus 3098)(Line 30 above)		

STATEMENT OF INCOME

		1 Current Year	2 Prior Year
	UNDERWRITING INCOME		
1.	Premiums earned (Part 1, Line 35, Column 4)	1,318,365,615	1,301,964,781
	DEDUCTIONS:		
2.	Losses incurred (Part 2, Line 35, Column 7)	732,468,298	642,801,739
3.	Loss adjustment expenses incurred (Part 3, Line 25, Column 1)	155,856,572	141,708,479
4.	Other underwriting expenses incurred (Part 3, Line 25, Column 2)	313,718,172	293,293,315
5.	Aggregate write-ins for underwriting deductions		
6.	Total underwriting deductions (Lines 2 through 5)	1,202,043,042	1,077,803,533
7.	Net income of protected cells		
8.	Net underwriting gain or (loss) (Line 1 minus Line 6 plus Line 7)	116,322,573	224,161,248
	INVESTMENT INCOME		
9.	Net investment income earned (Exhibit of Net Investment Income, Line 17)	129,660,770	125,940,432
10.	Net realized capital gains or (losses) less capital gains tax of $ 16,761,669 (Exhibit of Capital Gains (Losses))	9,202,205	27,522,534
11.	Net investment gain (loss) (Lines 9 + 10)	138,862,975	153,462,966
	OTHER INCOME		
12.	Net gain or (loss) from agents' or premium balances charged off (amount recovered $ 1,102,607 amount charged off $ 6,392,416)	(5,289,809)	(4,425,531)
13.	Finance and service charges not included in premiums	7,437,818	7,552,593
14.	Aggregate write-ins for miscellaneous income	40,118	54,018
15.	Total other income (Lines 12 through 14)	2,188,127	3,181,080
16.	Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	257,373,675	380,805,294
17.	Dividends to policyholders	114,316,466	121,378,276
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)	143,057,209	259,427,018
19.	Federal and foreign income taxes incurred	30,401,129	12,740,468
20.	Net income (Line 18 minus Line 19)(to Line 22)	112,656,080	246,686,550
	CAPITAL AND SURPLUS ACCOUNT		
21.	Surplus as regards policyholders, December 31 prior year (Page 4, Line 39, Column 2)	2,289,876,053	2,090,495,685
22.	Net income (from Line 20)	112,656,080	246,686,550
23.	Net transfers (to) from Protected Cell accounts		
24.	Change in net unrealized capital gains or (losses) less capital gains tax of $ (194,242,298)	(346,863,406)	64,564,426
25.	Change in net unrealized foreign exchange capital gain (loss)		
26.	Change in net deferred income tax	43,922,940	(15,853,960)
27.	Change in nonadmitted assets (Exhibit of Nonadmitted Assets, Line 26, Col. 3)	(179,987,043)	(74,072,952)
28.	Change in provision for reinsurance (Page 3, Line 16, Column 2 minus Column 1)	(197,800)	285,800
29.	Change in surplus notes		
30.	Surplus (contributed to) withdrawn from protected cells		
31.	Cumulative effect of changes in accounting principles		
32.	Capital changes:		
	32.1 Paid in		
	32.2 Transferred from surplus (Stock Dividend)		
	32.3 Transferred to surplus		
33.	Surplus adjustments:		
	33.1 Paid in		
	33.2 Transferred to capital (Stock Dividend)		
	33.3 Transferred from capital		
34.	Net remittances from or (to) Home Office		
35.	Dividends to stockholders		
36.	Change in treasury stock (Page 3, Lines 34.1 and 34.2, Column 2 minus Column 1)		
37.	Aggregate write-ins for gains and losses in surplus	(9,805,936)	(22,229,496)
38.	Change in surplus as regards policyholders for the year (Lines 22 through 37)	(380,275,165)	199,380,368
39.	Surplus as regards policyholders, December 31 current year (Line 21 plus Line 38) (Page 3, Line 35)	1,909,600,888	2,289,876,053
	DETAILS OF WRITE-INS		
0501.			
0502.			
0503.			
0598.	Summary of remaining write-ins for Line 5 from overflow page		
0599.	Totals (Lines 0501 thru 0503 plus 0598)(Line 5 above)		
1401.	Discount earned on accounts payable	50,884	59,913
1402.	Penalties of regulatory authorities	(10,766)	(5,895)
1403.			
1498.	Summary of remaining write-ins for Line 14 from overflow page		
1499.	Totals (Lines 1401 thru 1403 plus 1498)(Line 14 above)	40,118	54,018
3701.	Change in Amica Companies Supplemental Retirement Trust	(9,827,173)	505,958
3702.	Extraordinary taxes for prior years		(21,513,751)
3703.	Miscellaneous surplus adjustment	21,237	(1,221,703)
3798.	Summary of remaining write-ins for Line 37 from overflow page		
3799.	Totals (Lines 3701 thru 3703 plus 3798)(Line 37 above)	(9,805,936)	(22,229,496)

CASH FLOW

		1 Current Year	2 Prior Year
	Cash from Operations		
1.	Premiums collected net of reinsurance	1,315,807,967	1,306,268,358
2.	Net investment income	137,056,732	131,598,750
3.	Miscellaneous income	443,490	(549,444)
4.	Total (Lines 1 through 3)	1,453,308,189	1,437,317,664
5.	Benefit and loss related payments	738,985,326	656,009,500
6.	Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		
7.	Commissions, expenses paid and aggregate write-ins for deductions	462,560,036	426,512,498
8.	Dividends paid to policyholders	114,706,539	121,604,063
9.	Federal and foreign income taxes paid (recovered) net of $ .... tax on capital gains (losses)	36,088,300	53,964,921
10.	Total (Lines 5 through 9)	1,352,340,201	1,258,090,982
11.	Net cash from operations (Line 4 minus Line 10)	100,967,988	179,226,682
	Cash from Investments		
12.	Proceeds from investments sold, matured or repaid:		
	12.1 Bonds	520,837,073	308,710,620
	12.2 Stocks	81,903,520	115,592,242
	12.3 Mortgage loans		
	12.4 Real estate	4,483,637	
	12.5 Other invested assets		
	12.6 Net gains or (losses) on cash, cash equivalents and short-term investments		
	12.7 Miscellaneous proceeds	63,687	
	12.8 Total investment proceeds (Lines 12.1 to 12.7)	607,287,917	424,302,862
13.	Cost of investments acquired (long-term only):		
	13.1 Bonds	191,463,869	360,495,413
	13.2 Stocks	367,880,515	109,015,207
	13.3 Mortgage loans		
	13.4 Real estate		2,818,008
	13.5 Other invested assets	8,802,092	11,394,458
	13.6 Miscellaneous applications		66,985
	13.7 Total investments acquired (Lines 13.1 to 13.6)	568,146,476	483,790,071
14.	Net increase (decrease) in contract loans and premium notes		
15.	Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14)	39,141,441	(59,487,209)
	Cash from Financing and Miscellaneous Sources		
16.	Cash provided (applied):		
	16.1 Surplus notes, capital notes		
	16.2 Capital and paid in surplus, less treasury stock		
	16.3 Borrowed funds	(1,081,412)	(74,733)
	16.4 Net deposits on deposit-type contracts and other insurance liabilities		
	16.5 Dividends to stockholders		
	16.6 Other cash provided (applied)	(157,444,978)	(110,584,123)
17.	Net cash from financing and miscellaneous sources (Lines 16.1 to 16.4 minus Line 16.5 plus Line 16.6)	(158,526,390)	(110,658,856)
	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)	(18,416,961)	9,080,617
19.	Cash, cash equivalents and short-term investments:		
	19.1 Beginning of year	38,115,218	29,034,601
	19.2 End of period (Line 18 plus Line 19.1)	19,698,257	38,115,218

Note: Supplemental disclosures of cash flow information for non-cash transactions:

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1 - PREMIUMS EARNED

	Line of Business	1 Net Premiums Written per Column 6, Part 1B	2 Unearned Premiums Dec. 31 Prior Year - per Col. 3, Last Year's Part 1	3 Unearned Premiums Dec. 31 Current Year - per Col. 5 Part 1A	4 Premiums Earned During Year (Cols. 1 + 2 - 3)
1.	Fire	5,149,481	2,637,196	2,935,436	4,851,241
2.	Allied lines	5,618,876	2,790,134	3,186,007	5,223,003
3.	Farmowners multiple peril				
4.	Homeowners multiple peril	390,919,275	212,979,627	216,586,038	387,312,864
5.	Commercial multiple peril				
6.	Mortgage guaranty				
8.	Ocean marine	6,095,508	3,129,418	2,947,417	6,277,509
9.	Inland marine	10,267,288	5,444,692	5,529,847	10,182,133
10.	Financial guaranty				
11.1	Medical malpractice - occurrence				
11.2	Medical malpractice - claims-made				
12.	Earthquake	16,570,246	8,477,245	8,839,754	16,207,737
13.	Group accident and health				
14.	Credit accident and health (group and individual)				
15.	Other accident and health				
16.	Workers' compensation	55,501	29,856	29,239	56,118
17.1	Other liability - occurrence	33,544,842	15,378,729	16,670,715	32,252,856
17.2	Other liability - claims-made				
18.1	Products liability - occurrence				
18.2	Products liability - claims-made				
19.1, 19.2	Private passenger auto liability	531,254,916	265,438,425	263,330,890	533,362,451
19.3, 19.4	Commercial auto liability	475,916	269,754	234,911	510,759
21.	Auto physical damage	321,710,117	160,103,113	159,684,286	322,128,944
22.	Aircraft (all perils)				
23.	Fidelity				
24.	Surety				
26.	Burglary and theft				
27.	Boiler and machinery				
28.	Credit				
29.	International				
30.	Warranty				
31.	Reinsurance - Nonproportional Assumed Property				
32.	Reinsurance - Nonproportional Assumed Liability				
33.	Reinsurance - Nonproportional Assumed Financial Lines				
34.	Aggregate write-ins for other lines of business				
35.	TOTALS	1,321,661,966	676,678,189	679,974,540	1,318,365,615
	DETAILS OF WRITE-INS				
3401.					
3402.					
3403.					
3498.	Summary of remaining write-ins for Line 34 from overflow page				
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)				

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1A - RECAPITULATION OF ALL PREMIUMS

	Line of Business	1 Amount Unearned (Running One Year or Less from Date of Policy) (a)	2 Amount Unearned (Running More Than One Year from Date of Policy) (a)	3 Earned But Unbilled Premium	4 Reserve for Rate Credits and Retrospective Adjustments Based on Experience	5 Total Reserve for Unearned Premiums Cols. 1 + 2 + 3 + 4
1.	Fire	2,935,436				2,935,436
2.	Allied lines	3,186,007				3,186,007
3.	Farmowners multiple peril					
4.	Homeowners multiple peril	216,586,038				216,586,038
5.	Commercial multiple peril					
6.	Mortgage guaranty					
8.	Ocean marine	2,947,417				2,947,417
9.	Inland marine	5,529,847				5,529,847
10.	Financial guaranty					
11.1	Medical malpractice - occurrence					
11.2	Medical malpractice - claims-made					
12.	Earthquake	8,839,754				8,839,754
13.	Group accident and health					
14.	Credit accident and health (group and individual)					
15.	Other accident and health					
16.	Workers' compensation	29,239				29,239
17.1	Other liability - occurrence	16,670,715				16,670,715
17.2	Other liability - claims-made					
18.1	Products liability - occurrence					
18.2	Products liability - claims-made					
19.1, 19.2	Private passenger auto liability	263,330,890				263,330,890
19.3, 19.4	Commercial auto liability	234,911				234,911
21.	Auto physical damage	159,684,286				159,684,286
22.	Aircraft (all perils)					
23.	Fidelity					
24.	Surety					
26.	Burglary and theft					
27.	Boiler and machinery					
28.	Credit					
29.	International					
30.	Warranty					
31.	Reinsurance - Nonproportional Assumed Property					
32.	Reinsurance - Nonproportional Assumed Liability					
33.	Reinsurance - Nonproportional Assumed Financial Lines					
34.	Aggregate write-ins for other lines of business					
35.	TOTALS	679,974,540				679,974,540
36.	Accrued retrospective premiums based on experience					
37.	Earned but unbilled premiums					
38.	Balance (Sum of Line 35 through 37)					679,974,540
	DETAILS OF WRITE-INS					
3401.						
3402.						
3403.						
3498.	Summary of remaining write-ins for Line 34 from overflow page					
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)					

(a) State here basis of computation used in each case Daily Pro Rata

UNDERWRITING AND INVESTMENT EXHIBIT

PART 1B - PREMIUMS WRITTEN

		1	Reinsurance Assumed		Reinsurance Ceded		6
			2	3	4	5	Net Premiums Written
	Line of Business	Direct Business (a)	From Affiliates	From Non-Affiliates	To Affiliates	To Non-Affiliates	Cols. 1+2+3-4-5
1.	Fire	4,643,741	227,684	441,748		163,692	5,149,481
2.	Allied lines	4,275,167	974,808	550,354		181,453	5,618,876
3.	Farmowners multiple peril						
4.	Homeowners multiple peril	371,154,832	35,528,708	1,363,191		17,127,456	390,919,275
5.	Commercial multiple peril						
6.	Mortgage guaranty						
8.	Ocean marine	6,255,364				159,856	6,095,508
9.	Inland marine	9,848,050	764,998			345,760	10,267,288
10.	Financial guaranty						
11.1	Medical malpractice - occurrence						
11.2	Medical malpractice - claims-made						
12.	Earthquake	17,111,452				541,206	16,570,246
13.	Group accident and health						
14.	Credit accident and health (group and individual)						
15.	Other accident and health						
16.	Workers' compensation	55,501					55,501
17.1	Other liability - occurrence	33,544,842					33,544,842
17.2	Other liability - claims-made						
18.1	Products liability - occurrence						
18.2	Products liability - claims-made						
19.1, 19.2	Private passenger auto liability	506,455,183	20,380,014	9,840,324		5,420,605	531,254,916
19.3, 19.4	Commercial auto liability	385,281		90,635			475,916
21.	Auto physical damage	314,852,452	7,345,151	3,848,334		4,335,820	321,710,117
22.	Aircraft (all perils)						
23.	Fidelity						
24.	Surety						
26.	Burglary and theft						
27.	Boiler and machinery						
28.	Credit						
29.	International						
30.	Warranty						
31.	Reinsurance - Nonproportional Assumed Property	XXX					
32.	Reinsurance - Nonproportional Assumed Liability	XXX					
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX					
34.	Aggregate write-ins for other lines of business						
35.	TOTALS	1,268,581,865	65,221,363	16,134,586		28,275,848	1,321,661,966
	DETAILS OF WRITE-INS						
3401.							
3402.							
3403.							
3498.	Summary of remaining write-ins for Line 34 from overflow page						
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)						

(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 $

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2 - LOSSES PAID AND INCURRED

	Line of Business	Losses Paid Less Salvage 1 Direct Business	 2 Reinsurance Assumed	 3 Reinsurance Recovered	 4 Net Payments (Cols. 1 + 2 -3)	5 Net Losses Unpaid Current Year (Part 2A , Col. 8)	6 Net Losses Unpaid Prior Year	7 Losses Incurred Current Year (Cols. 4 + 5 - 6)	8 Percentage of Losses Incurred (Col. 7, Part 2) to Premiums Earned (Col. 4, Part 1)
1.	Fire	1,463,670	247,807		1,711,477	935,123	768,508	1,878,092	38.7
2.	Allied lines	3,062,498	1,487,394		4,549,892	1,469,795	638,735	5,380,952	103.0
3.	Farmowners multiple peril								
4.	Homeowners multiple peril	168,159,063	50,666,931	1,676,199	217,149,795	102,840,275	91,957,472	228,032,598	58.9
5.	Commercial multiple peril								
6.	Mortgage guaranty								
8.	Ocean marine	2,063,316			2,063,316	1,868,700	1,752,532	2,179,484	34.7
9.	Inland marine	3,593,224	302,845		3,896,069	1,361,209	820,839	4,436,439	43.6
10.	Financial guaranty								
11.1	Medical malpractice - occurrence								
11.2	Medical malpractice - claims-made								
12.	Earthquake					30,000	35,000	(5,000)	0.0
13.	Group accident and health								
14.	Credit accident and health (group and individual)								
15.	Other accident and health								
16.	Workers' compensation	1,032			1,032	80,000	175,000	(93,968)	(167.4)
17.1	Other liability - occurrence	10,403,774			10,403,774	42,088,085	40,636,003	11,855,856	36.8
17.2	Other liability - claims-made								
18.1	Products liability - occurrence								
18.2	Products liability - claims-made								
19.1, 19.2	Private passenger auto liability	312,136,499	21,051,071	8,477,816	324,709,754	511,319,925	532,683,219	303,346,460	56.9
19.3, 19.4	Commercial auto liability	110,176	94,393		204,569	707,294	600,170	311,693	61.0
21.	Auto physical damage	172,508,708	8,789,662	2,548,265	178,750,105	37,217,311	40,821,724	175,145,692	54.4
22.	Aircraft (all perils)								
23.	Fidelity								
24.	Surety								
26.	Burglary and theft								
27.	Boiler and machinery								
28.	Credit								
29.	International								
30.	Warranty								
31.	Reinsurance - Nonproportional Assumed Property	XXX							
32.	Reinsurance - Nonproportional Assumed Liability	XXX							
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX							
34.	Aggregate write-ins for other lines of business								
35.	TOTALS	673,501,960	82,640,103	12,702,280	743,439,783	699,917,717	710,889,202	732,468,298	55.6
	DETAILS OF WRITE-INS								
3401.									
3402.									
3403.									
3498.	Summary of remaining write-ins for Line 34 from overflow page								
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)								

UNDERWRITING AND INVESTMENT EXHIBIT

PART 2A - UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

		Reported Losses				Incurred But Not Reported			8	9
		1	2	3	4	5	6	7		
	Line of Business	Direct	Reinsurance Assumed	Deduct Reinsurance Recoverable from Authorized and Unauthorized Companies	Net Losses Excl. Incurred But Not Reported (Cols. 1 + 2 - 3)	Direct	Reinsurance Assumed	Reinsurance Ceded	Net Losses Unpaid (Cols. 4 + 5 + 6 - 7)	Net Unpaid Loss Adjustment Expenses
1.	Fire	580,943	170,586		751,529	150,001	33,593		935,123	202,567
2.	Allied lines	673,424	327,261		1,000,685	150,010	319,100		1,469,795	321,795
3.	Farmowners multiple peril									
4.	Homeowners multiple peril	83,374,501	9,436,980	120,910	92,690,571	7,999,794	2,149,910		102,840,275	26,501,323
5.	Commercial multiple peril									
6.	Mortgage guaranty									
8.	Ocean marine	1,308,690			1,308,690	560,010			1,868,700	488,870
9.	Inland marine	730,385	33,400		763,785	459,993	137,431		1,361,209	326,655
10.	Financial guaranty									
11.1	Medical malpractice - occurrence									
11.2	Medical malpractice - claims-made									
12.	Earthquake					30,000			30,000	43,079
13.	Group accident and health								(a)	
14.	Credit accident and health (group and individual)									
15.	Other accident and health								(a)	
16.	Workers' compensation	30,000			30,000	50,000			80,000	74,984
17.1	Other liability - occurrence	29,088,090			29,088,090	12,999,995			42,088,085	9,339,945
17.2	Other liability - claims-made									
18.1	Products liability - occurrence									
18.2	Products liability - claims-made									
19.1, 19.2	Private passenger auto liability	412,339,962	24,135,015	11,131,348	425,343,629	73,516,510	12,459,786		511,319,925	135,607,450
19.3, 19.4	Commercial auto liability	468,798	155,077		623,875	83,419			707,294	146,021
21.	Auto physical damage	30,473,910	703,524		31,177,434	2,699,691	3,340,186		37,217,311	8,482,840
22.	Aircraft (all perils)									
23.	Fidelity									
24.	Surety									
26.	Burglary and theft									
27.	Boiler and machinery									
28.	Credit									
29.	International									
30.	Warranty									
31.	Reinsurance - Nonproportional Assumed Property	XXX				XXX				
32.	Reinsurance - Nonproportional Assumed Liability	XXX				XXX				
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX				XXX				
34.	Aggregate write-ins for other lines of business									
35.	TOTALS	559,068,703	34,961,843	11,252,258	582,778,288	98,699,423	18,440,006		699,917,717	181,535,529
	DETAILS OF WRITE-INS									
3401.										
3402.										
3403.										
3498.	Summary of remaining write-ins for Line 34 from overflow page									
3499.	Totals (Lines 3401 thru 3403 plus 3498)(Line 34 above)									

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

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	28,311,531			28,311,531
	1.2 Reinsurance assumed	13,642,963			13,642,963
	1.3 Reinsurance ceded	504,860			504,860
	1.4 Net claim adjustment service (1.1 + 1.2 - 1.3)	41,449,634			41,449,634
2.	Commission and brokerage:				
	2.1 Direct excluding contingent		4,874,946		4,874,946
	2.2 Reinsurance assumed excluding contingent		17,557,905		17,557,905
	2.3 Reinsurance ceded excluding contingent		1,716,559		1,716,559
	2.4 Contingent - direct				
	2.5 Contingent - reinsurance assumed				
	2.6 Contingent - reinsurance ceded				
	2.7 Policy and membership fees				
	2.8 Net commission and brokerage (2.1 + 2.2 - 2.3 + 2.4 + 2.5 - 2.6 + 2.7)		20,716,292		20,716,292
3.	Allowances to managers and agents		75,721		75,721
4.	Advertising		54,405,665		54,405,665
5.	Boards, bureaus and associations	837,962	5,493,632		6,331,594
6.	Surveys and underwriting reports		9,047,829		9,047,829
7.	Audit of assureds' records				
8.	Salary and related items:				
	8.1 Salaries	66,888,695	104,252,620	3,122,879	174,264,194
	8.2 Payroll taxes	5,048,944	7,369,616	134,150	12,552,710
9.	Employee relations and welfare	17,597,030	35,954,390	1,122,061	54,673,481
10.	Insurance	26,271	370,576	33,859	430,706
11.	Directors' fees	324,370	481,483	407,162	1,213,015
12.	Travel and travel items	1,802,313	6,117,091	83,159	8,002,563
13.	Rent and rent items	9,923,420	11,466,102	132,681	21,522,203
14.	Equipment	5,673,138	11,936,262	90,079	17,699,479
15.	Cost or depreciation of EDP equipment and software	2,184,153	3,213,457	15,012	5,412,622
16.	Printing and stationery	1,036,773	2,398,617	222,397	3,657,787
17.	Postage, telephone and telegraph, exchange and express	3,050,921	8,506,835	70,874	11,628,630
18.	Legal and auditing	12,948	1,022,972	454,212	1,490,132
19.	Totals (Lines 3 to 18)	114,406,938	262,112,868	5,888,525	382,408,331
20.	Taxes, licenses and fees:				
	20.1 State and local insurance taxes deducting guaranty association credits of $ 18,613		25,290,254		25,290,254
	20.2 Insurance department licenses and fees		927,668		927,668
	20.3 Gross guaranty association assessments		(106,547)		(106,547)
	20.4 All other (excluding federal and foreign income and real estate)		2,038,558		2,038,558
	20.5 Total taxes, licenses and fees (20.1 + 20.2 + 20.3 + 20.4)		28,149,933		28,149,933
21.	Real estate expenses			8,475,426	8,475,426
22.	Real estate taxes			2,183,902	2,183,902
23.	Reimbursements by uninsured plans				
24.	Aggregate write-ins for miscellaneous expenses		2,739,079		2,739,079
25.	Total expenses incurred	155,856,572	313,718,172	16,547,853	(a) 486,122,597
26.	Less unpaid expenses - current year	181,535,529	41,018,313	3,960,992	226,514,834
27.	Add unpaid expenses - prior year	184,459,792	36,164,703	3,849,151	224,473,646
28.	Amounts receivable relating to uninsured plans, prior year				
29.	Amounts receivable relating to uninsured plans, current year				
30.	TOTAL EXPENSES PAID (Lines 25 - 26 + 27 - 28 + 29)	158,780,835	308,864,562	16,436,012	484,081,409
	DETAILS OF WRITE-INS				
2401.	Residual market buy out fees		844,032		844,032
2402.	Amortization of expiring policy acquisition costs		1,006,320		1,006,320
2403.	Donations		850,327		850,327
2498.	Summary of remaining write-ins for Line 24 from overflow page		38,400		38,400
2499.	Totals (Lines 2401 thru 2403 plus 2498)(Line 24 above)		2,739,079		2,739,079

(a) Includes management fees of $ .... to affiliates and $ .... to non-affiliates.

EXHIBIT OF NET INVESTMENT INCOME

		1 Collected During Year	2 Earned During Year
1.	U.S. Government bonds	(a) 43,838,653	42,062,831
1.1	Bonds exempt from U.S. tax	(a) 18,201,755	19,045,950
1.2	Other bonds (unaffiliated)	(a) 38,585,180	36,559,542
1.3	Bonds of affiliates	(a)	
2.1	Preferred stocks (unaffiliated)	(b)	
2.11	Preferred stocks of affiliates	(b)	
2.2	Common stocks (unaffiliated)	33,136,989	33,156,919
2.21	Common stocks of affiliates		
3.	Mortgage loans	(c)	
4.	Real estate	(d) 14,049,536	14,049,536
5	Contract loans		
6	Cash, cash equivalents and short-term investments	(e) 1,600,060	1,597,767
7	Derivative instruments	(f)	
8.	Other invested assets		
9.	Aggregate write-ins for investment income	2,276,481	2,261,838
10.	Total gross investment income	151,688,654	148,734,383
11.	Investment expenses		(g) 14,363,951
12.	Investment taxes, licenses and fees, excluding federal income taxes		(g) 2,183,902
13.	Interest expense		(h) 37,783
14.	Depreciation on real estate and other invested assets		(i) 2,487,977
15.	Aggregate write-ins for deductions from investment income		
16.	Total deductions (Lines 11 through 15)		19,073,613
17.	Net investment income (Line 10 minus Line 16)		129,660,770
	DETAILS OF WRITE-INS		
0901.	Income on Amica Companies Supplemental Retirement Trust	1,410,341	1,395,698
0902.	Miscellaneous interest	866,140	866,140
0903.			
0998.	Summary of remaining write-ins for Line 9 from overflow page		
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)	2,276,481	2,261,838
1501.			
1502.			
1503.			
1598.	Summary of remaining write-ins for Line 15 from overflow page		
1599.	Totals (Lines 1501 thru 1503 plus 1598) (Line 15, above)		

(a) Includes $ 2,037,694 accrual of discount less $ 3,931,126 amortization of premium and less $ 1,113,467 paid for accrued interest on purchases.

(b) Includes $ accrual of discount less $ amortization of premium and less $ paid for accrued dividends on purchases.

(c) Includes $ accrual of discount less $ amortization of premium and less $ paid for accrued interest on purchases.

(d) Includes $ 12,722,004 for company's occupancy of its own buildings; and excludes $ interest on encumbrances.

(e) Includes $ 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 $ 2,487,977 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	8,927,813		8,927,813	606,840	
1.1	Bonds exempt from U.S. tax	696,460		696,460		
1.2	Other bonds (unaffiliated)	666,562		666,562		
1.3	Bonds of affiliates					
2.1	Preferred stocks (unaffiliated)					
2.11	Preferred stocks of affiliates					
2.2	Common stocks (unaffiliated)	47,910,493	(35,971,297)	11,939,196	(530,519,936)	
2.21	Common stocks of affiliates				(1,439,252)	
3.	Mortgage loans					
4.	Real estate	3,733,843		3,733,843		
5.	Contract loans					
6.	Cash, cash equivalents and short-term investments					
7.	Derivative instruments					
8.	Other invested assets				(9,753,356)	
9.	Aggregate write-ins for capital gains (losses)					
10.	Total capital gains (losses)	61,935,171	(35,971,297)	25,963,874	(541,105,704)	
	DETAILS OF WRITE-INS					
0901.						
0902.						
0903.						
0998.	Summary of remaining write-ins for Line 9 from overflow page					
0999.	Totals (Lines 0901 thru 0903 plus 0998) (Line 9, above)					

EXHIBIT OF NON-ADMITTED ASSETS

		1 Current Year Total Nonadmitted Assets	2 Prior Year Total Nonadmitted Assets	3 Change in Total Nonadmitted Assets (Col. 2 - Col. 1)
1.	Bonds (Schedule D)			
2.	Stocks (Schedule D):			
	2.1 Preferred stocks			
	2.2 Common stocks	307,155	266,901	(40,254)
3.	Mortgage loans on real estate (Schedule B):			
	3.1 First liens			
	3.2 Other than first liens			
4.	Real estate (Schedule A):			
	4.1 Properties occupied by the company			
	4.2 Properties held for the production of income			
	4.3 Properties held for sale			
5.	Cash (Schedule E - Part 1), cash equivalents (Schedule E - Part 2) and short-term investments (Schedule DA)			
6.	Contract loans			
7.	Other invested assets (Schedule BA)			
8.	Receivables for securities			
9.	Aggregate write-ins for invested assets			
10.	Subtotals, cash and invested assets (Lines 1 to 9)	307,155	266,901	(40,254)
11.	Title plants (for Title insurers only)			
12.	Investment income due and accrued		110	110
13.	Premiums and considerations:			
	13.1 Uncollected premiums and agents' balances in the course of collection	1,417,371	1,370,107	(47,264)
	13.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due	520,154	310,377	(209,777)
	13.3 Accrued retrospective premiums			
14.	Reinsurance:			
	14.1 Amounts recoverable from reinsurers			
	14.2 Funds held by or deposited with reinsured companies			
	14.3 Other amounts receivable under reinsurance contracts			
15.	Amounts receivable relating to uninsured plans			
16.1	Current federal and foreign income tax recoverable and interest thereon			
16.2	Net deferred tax asset	34,871,374		(34,871,374)
17.	Guaranty funds receivable or on deposit			
18.	Electronic data processing equipment and software	8,764,658	11,580,796	2,816,138
19.	Furniture and equipment, including health care delivery assets	9,540,677	9,643,494	102,817
20.	Net adjustment in assets and liabilities due to foreign exchange rates			
21.	Receivables from parent, subsidiaries and affiliates			
22.	Health care and other amounts receivable			
23.	Aggregate write-ins for other than invested assets	268,683,901	120,946,462	(147,737,439)
24.	Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 10 to 23)	324,105,290	144,118,247	(179,987,043)
25.	From Separate Accounts, Segregated Accounts and Protected Cell Accounts			
26.	Total (Lines 24 and 25)	324,105,290	144,118,247	(179,987,043)
	DETAILS OF WRITE-INS			
0901.				
0902.				
0903.				
0998.	Summary of remaining write-ins for Line 9 from overflow page			
0999.	Totals (Lines 0901 thru 0903 plus 0998)(Line 9 above)			
2301.	Travel advances	188,888	92,374	(96,514)
2302.	Postage inventory	1,096,902	545,656	(551,246)
2303.	Expiring Policy Acquisition Costs	2,536,130	3,542,450	1,006,320
2398.	Summary of remaining write-ins for Line 23 from overflow page	264,861,981	116,765,982	(148,095,999)
2399.	Totals (Lines 2301 thru 2303 plus 2398)(Line 23 above)	268,683,901	120,946,462	(147,737,439)

NOTES TO FINANCIAL STATEMENTS

Note 1- Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying financial statements of the Company have been prepared on the basis of accounting practices prescribed or permitted by the State of Rhode Island.

The State of Rhode Island requires insurance companies domiciled in the State of Rhode Island to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners' (NAIC) Accounting Practices and Procedures manual subject to any deviations prescribed or permitted by the State of Rhode Island Insurance Department. The Company has no state basis statement adjustments to report.

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

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses. It also requires estimates in the disclosure of contingent assets and liabilities. Actual results could differ from these estimates.

C. Accounting Policies

Premiums are earned over the terms of the related policies and reinsurance contracts. Unearned premiums are established to cover the unexpired portion of premiums written. Such reserves are computed by pro rata methods for direct business and are based on reports received from ceding companies for reinsurance assumed.

Expenses incurred in connection with acquiring new insurance business, including acquisition costs such as sales commissions, are charged to operations as incurred. Expenses incurred are reduced for ceding allowances received or receivable.

In addition, the Company uses the following accounting policies:

1. Short-term investments are stated at cost. The Company only purchases investment grade securities.

2. Bonds not backed by other loans are stated at amortized value using the scientific method. The Company only purchases investment grade bonds.

3. Common stocks, other than investments in stocks of subsidiaries and affiliates, are stated at market. Other-than-temporary declines in the fair value of a common stock are written down to fair value as the new cost basis and the amount of the write-down is accounted for as a realized loss.

4. The Company does not hold preferred stock.

5. The Company does not hold mortgage loans.

6. Loan-backed bonds are stated at amortized cost. The retrospective adjustment method is used to value all loan backed securities.

7. The Company owns 100% of the common stock of the following subsidiaries. Amica Life Insurance Company and Amica Property and Casualty Insurance Company are valued on the statutory equity basis and the other subsidiaries are valued on the GAAP equity basis.

Affiliate	12/31/2008 Statement Value	12/31/2007 Statement Value
Amica Life Insurance Company	$156,353,677	$158,641,300
Amica Lloyd's of Texas, Inc.	1,000	1,000
Amica Property and Casualty Insurance Company	13,998,821	14,585,331
Amica General Agency, Inc.	11,357,119	9,961,493
Amica General Insurance Agency of California, Inc.	306,155	266,901
Total	$182,016,772	$183,456,025

8. Investments in real estate are carried at depreciated cost less encumbrances. There were no impairment losses on real estate recognized in 2008 and 2007.

9. The Company generally follows straight-line depreciation methods for all of its real estate holdings.

10. Other invested assets are stated as follows:

    a. Note receivable is stated at the lower of the unpaid balance or market.
    b. The Morgan Stanley Funds are carried at market value.
    c. Amica Lloyd's of Texas is stated on the statutory equity basis.

11. Unpaid losses and loss adjustment expenses include an amount determined from individual case estimates and loss reports and an amount, based on past experience, for losses incurred but not reported. Such liabilities are necessarily based on assumptions and estimates and while management believes the amount is adequate, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liability are continually reviewed and any adjustments are reflected in the period determined.

12. Assets are depreciated or amortized against net income as the estimated economic benefit expires. In accordance with the Company's capitalization policy, amounts less than the predefined threshold of $1,000 for furniture, fixtures, equipment and real estate are expensed when purchased. The Company has not modified its capitalization policy from the prior period.

Note 2 – Accounting Changes and Correction of Errors

There were no accounting changes or correction of errors in 2008. The Company recorded a $(21,626,891) correction through surplus during 2007. This correction related to the Company recording a tax benefit at 12/31/06 that should not have been recorded.

NOTES TO FINANCIAL STATEMENTS

Note 3 – Business Combinations and Goodwill

Not applicable.

Note 4 – Discontinued Operations

Not applicable.

Note 5 – Investments

A-C. Not applicable.

D. Loan-Backed Securities

1. The Company has consistently used the retrospective method (or a method which approximates the retrospective method) for valuing loan-backed securities. There are no instances where historical cash flows are not available for the Company's loan-backed securities.

2. Prepayment assumptions for single class and multi-class mortgage backed and asset backed securities were obtained from broker dealer survey values, nationally recognized data services or internal estimates. The Company uses Hub Data, Inc., in addition to the NAIC Securities Valuation Office guidance, to determine the market value of its loan-backed securities.

3. In 2008 and 2007, there were no changes from retrospective to prospective methodologies.

E-G. Not applicable.

H. Other Invested Assets

The Company holds six other invested assets.

1. An unsecured note to The Property Loss Research Bureau, was issued December 17, 2003 for $1,000,000, 7% fixed interest rate, with interest payments due the last day of June and December beginning June 30, 2004 and principal payments due the same payment dates beginning June 30, 2007 and maturing December 16, 2013. Its value at December 31, 2008 and 2007 is $585,165 and $724,912, respectively.

2. The Company holds Morgan Stanley Hedge Institutional Fund of Hedge Funds Limited Partnership shares with a carrying value at December 31, 2008 and 2007 of $21,346,154 and $26,065,641, respectively.

3. The Company holds Morgan Stanley Private Markets Fund III Limited Partnership shares with a carrying value at December 31, 2008 and December 31, 2007 of $8,710,961 and $5,284,088.

4. The Company holds Morgan Stanley Premium Partners Fund Limited Partnership shares with a carrying value at December 31, 2008 and December 31, 2007 of $6,073,781 and $8,380,445.

5. The Company holds Morgan Stanley Premium Partners Fund II Limited Partnership shares with a carrying value at December 31, 2008 of $4,165,930.

6. Amica Lloyd's of Texas is reported at $56,817,763 and $58,195,391 at December 31, 2008 and 2007, respectively.

Note 6 – Joint Ventures, Partnerships and Limited Liability Companies

Not applicable.

Note 7 – Investment Income

A. Accrued Investment Income

The Company non-admits investment income due and accrued if amounts are over 90 days past due (180 days for mortgage loans or amounts on mortgage loans in default).

B. Amounts Non-Admitted

No accrued investment income amounts were over 90 days past due in 2008 and 2007.

Note 8 – Derivative Instruments

Not applicable.

NOTES TO FINANCIAL STATEMENTS

Note 9 – Income Taxes

A. Components of Deferred Tax Assets (DTAs) and Deferred Tax Liabilities (DTLs):

Description	12/31/2008	12/31/2007
Gross deferred tax assets	$262,918,401	$208,780,167
Gross deferred tax liabilities	131,053,372	315,080,376
Net deferred tax asset (liability)	131,865,029	(106,300,209)
Non-admitted deferred tax assets	34,871,374	0
Admitted deferred tax asset (liability)	96,993,655	$(106,300,209)
Increase (decrease) in non-admitted deferred tax assets	34,871,374	$0

B. Unrecognized Deferred Tax Liabilities

Not applicable.

C. Current Tax and Change in Deferred Tax

1. The provisions for incurred taxes on earnings for the years ended December 31 are as follows:

Description	2008	2007
Federal income tax on operating income	$30,401,129	$12,740,468
Federal income tax on net capital gains	16,761,669	20,017,881
Federal income tax incurred	$47,162,798	$32,758,349

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

	12/31/2008	12/31/2007	Change
Deferred Tax Assets:			
Loss and LAE reserves	$77,558,395	$78,315,377	$(756,982)
Anticipated salvage/subrogation	20,576,150	18,792,550	1,783,600
Unearned premium reserve	48,084,848	47,754,182	330,666
Unassessed insolvencies	1,295,000	1,295,000	0
Reserve for miscellaneous benefits	13,206,965	13,119,350	87,615
Prepaid pension contribution	82,069,563	37,969,563	44,100,000
Prepaid retirees medical benefits	7,825,400	337,354	7,488,046
Joint venture interests	2,857,943	61,314	2,796,629
Uncollected premiums	678,134	588,169	89,965
Travel advances	66,111	32,331	33,780
Postage	383,916	190,980	192,936
Non-compete agreements	284,002	326,342	(42,340)
Expiring policy acquisition costs	1,845,410	2,064,304	(218,894)
Prepaid expenses and deposits	1,064,583	929,352	135,231
Equipment inventory	5,121,981	7,003,999	(1,882,018)
Total deferred tax assets	262,918,401	208,780,167	54,138,234
Non-admitted deferred tax assets	(34,871,374)	0	(34,871,374)
Admitted deferred tax assets	$228,047,027	208,780,167	$19,266,860
Deferred Tax Liabilities:			
Bonds	2,205,359	2,321,283	(115,924)
Common stock	39,292,890	230,738,559	(191,445,669)
Pension fund contribution	81,552,034	81,507,584	44,450
Retirees medical fund contribution	7,825,400	337,354	7,488,046
Accrued dividends	177,689	175,596	2,093
Total deferred tax liabilities	131,053,372	315,080,376	(184,027,004)
Net admitted deferred tax asset (liability)	$96,993,655	$(106,300,209)	$203,293,864

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

	12/31/2008	12/31/2007	Change
Total gross deferred tax assets	$262,918,401	$208,780,167	$54,138,234
Total gross deferred tax liabilities	131,053,372	315,080,376	(184,027,004)
Net deferred tax asset	$131,865,029	$(106,300,209)	238,165,238
Deferred tax on change in net unrealized capital gains			(194,242,298)
Change in net deferred income tax			$43,922,940

NOTES TO FINANCIAL STATEMENTS

3.-5. Not applicable.

D. Reconciliation of Federal Income Tax Rate to Actual Effective Rate

Among the more significant book to tax adjustments were the following:

	2008		2007	
	Amount	Tax Effect	Amount	Tax Effect
Income before taxes	$159,818,878	$55,936,607	$279,444,899	$97,805,715
Book over tax reserves	(2,162,807)	(756,982)	(4,611,263)	(1,613,942)
Unearned premiums	844,065	295,423	152,787	53,476
Salvage and subrogation	2,019,000	706,650	2,505,000	876,750
Depreciation and amortization	(2,968,631)	(1,039,021)	957,758	335,215
Accrued market discount	36,675	12,836	71,597	25,059
Tax exempt interest, net of pro-ration	(16,189,057)	(5,666,170)	(10,980,299)	(3,843,105)
Dividends received deduction, net of pro-ration	(12,780,335)	(4,473,117)	(11,986,409)	(4,195,243)
Accrued dividends	(19,929)	(6,975)	(160,056)	(56,020)
Other than temporary decline in stock values	21,221,690	7,427,592	9,116,703	3,190,846
Retirement and miscellaneous benefits	(15,338,863)	(5,368,602)	(193,414,756)	(67,695,165)
Travel and entertainment	436,314	152,710	522,046	182,716
Lobbying expenses	137,203	48,021	179,002	62,651
Income from Limited Partnership	1,044,064	365,422	3,500,000	1,225,000
Other	(1,347,414)	(471,596)	18,298,274	6,404,396
Taxable income	$134,750,853	$47,162,798	$93,595,283	$32,758,349

The significant items causing a difference between the provision for Federal income taxes and the statutory rate are as follows:

	2008		2007	
	Amount	Effective Tax Rate	Amount	Effective Tax Rate
Taxes computed at statutory rate	$55,936,607	35.0%	$97,805,715	35.0%
Tax exempt interest, net of pro-ration	(5,666,170)	-3.5%	(3,843,105)	-1.4%
Dividends received deduction, net of pro-ration	(4,473,117)	-2.8%	(4,195,243)	-1.5%
Non-admitted assets	(52,174,854)	-32.6%	(26,831,879)	-9.6%
Other	9,617,392	6.0%	(14,323,179)	-5.1%
Total	$3,239,858	2.0%	$48,612,309	17.4%
Federal and foreign taxes incurred	$30,401,129	19.0%	$12,740,468	4.6%
Federal taxes on realized capital gains	16,761,669	10.5%	20,017,881	7.1%
Change in net deferred taxes	(43,922,940)	-27.5%	15,853,960	5.7%
Total statutory income taxes	$3,239,858	2.0%	$48,612,309	17.4%

E. Operating Loss and Tax Credit Carryforwards

1. At December 31, 2008 and 2007, the Company did not have any unused operating loss carryforwards available to offset against future taxable income.

2. The amounts of Federal income taxes incurred and available for recoupment in the event of future net losses are:

Year	Amica Mutual Insurance Company	Consolidated Subsidiaries	Total Amount
Current year	$47,690,000	$4,178,000	$51,868,000
First preceding year	26,011,000	6,017,000	32,028,000
Second preceding year	75,864,000	6,852,000	82,716,000
Third preceding year	73,435,000	4,434,000	77,869,000

F. Consolidated Federal Income Tax Return

1. The Company's Federal income tax return is consolidated with the following subsidiaries:

   a. Amica Lloyd's of Texas
   b. Amica Lloyd's of Texas, Inc.
   c. Amica General Agency, Inc.
   d. Amica General Agency of California, Inc.
   e. Amica Property and Casualty Insurance Company

2. The method of allocation between the companies is contained in a written agreement approved by the Board of Directors. Allocation is made in accordance with Section 1552 (a)(2) of the Internal Revenue Code based upon separate return calculations with current credit for net losses. Inter-company estimated tax balances are settled at least quarterly during the tax year with a final settlement during the month following the filing of the consolidated income tax return.

NOTES TO FINANCIAL STATEMENTS

Note 10 – Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

A. Nature of Relationships

The Company is not directly or indirectly owned or controlled by any other entity.

B. Detail of Transactions Greater than ½% of Admitted Assets

During 2008 and 2007, the Company paid premiums of $2,320,209 and $2,940,829, respectively, for group life insurance on the lives of employees and retirees to its affiliate, Amica Life Insurance Company.

C. Changes in Terms of Intercompany Arrangements

1. Beginning January 1, 2008, the commission paid to Amica Lloyd's under its quota share reinsurance contract changed from 30% to 20% of the quota share premiums assumed. The Company estimates the change resulted in a decrease of approximately $1.6 million in commission income to Amica Lloyd's.

3. Beginning January 1, 2008, the commission paid to Amica P&C under its quota share reinsurance contract changed from 25% to 20% of the quota share premiums assumed. The Company estimates the change resulted in a decrease of approximately $675 thousand in commission income to Amica P&C.

D. Amounts Due to or from Related Parties

At December 31, 2008 and 2007, the Company reported $648,831 and $688,254 due to its affiliates, and $1,010,858 and $235,614 due from its affiliates, respectively, for fees owed under the terms of the intercompany management and services contracts and reinsurance contracts with the Company. In addition, the Company reported $65,580 at December 31, 2008 and $15,057 at December 31, 2007, due from affiliates for Federal income taxes. The amounts due to or from affiliates are settled on a monthly basis.

E. Guarantees or Contingencies for Related Parties

The Company is party to Capital Maintenance Agreements with its affiliates, Amica Lloyd's of Texas and Amica Property and Casualty Insurance Company. The terms of the agreements state that when the ratio of net premiums written to surplus for each affiliate is below the agreed upon ratio, Amica Mutual will infuse capital to restore surplus. The agreement has certain limitations on the number of capital infusions per year and over the term of the agreements. No capital infusions were required under the agreements in 2008 and 2007.

F. Management, Service Contracts, Cost Sharing Arrangements

Certain managerial and other operational functions are performed by Amica Mutual Insurance Company for Amica Life, Amica Lloyd's of Texas and Amica Property and Casualty Insurance Company. Amica Mutual allocates such costs to the aforementioned companies based on the estimated costs of the services performed. The written agreement between the companies indicates that settlement of these costs be made within fifty-five days of the month to which it applies. The costs charged from Amica Mutual to Amica Life in 2008 and 2007 were $2,439,490 and $2,578,810, respectively. The cost charged from Amica Mutual to Amica Lloyd's amounted to $9,975,756 in 2008 and $10,294,956 in 2007. The costs charged from Amica Mutual to Amica Property and Casualty Insurance Company amounted to $9,897,360 in 2008 and $10,902,060 in 2007. The costs charged from Amica Mutual to Amica General Agency, Inc. amounted to $1,325,340 in 2008 and 2007.

G.-L. Not applicable.

Note 11 – Debt

A. Capital Notes

Not applicable.

B. All Other Debt

Borrowed money outstanding at December 31, 2008 and 2007, except for mortgages payable, which have been netted against the real estate asset values, is as follows:

Debt Description	12/31/2008	12/31/2007
An unsecured bank note from Bank of America (formerly Fleet National Bank) at 65 basis points above LIBOR rate was issued on December 15, 1998 for $1,000,000 with principal due at maturity on December 15, 2008.	$0	$1,000,000
An unsecured note with Sound Insurance Services, Inc. was issued on September 24, 1999 for $1,850,000, at an adjustable interest rate with quarterly payments for 15 years.	$615,743	$697,154
Total	$615,743	$1,697,154

Interest expense incurred on borrowed money is recorded as an investment expense and was $81,232 in 2008 and $112,433 in 2007. Interest expense incurred on real estate encumbrances is also recorded as an investment expense and was $0 and $82,387 in 2008 and 2007, respectively. The effective interest rates are essentially equivalent to the stated interest rates. No covenants require that assets be set aside to fund scheduled repayments. The Company does not have any reverse repurchase agreements.

The combined scheduled aggregate maturities for the next five years and thereafter as of December 31, 2008 are as follows:

Year	2009	2010	2011	2012	2013	Thereafter	On Demand	Total
Amount	$94,502	$97,611	$100,822	$104,139	$107,565	$111,104	$0	$615,743

NOTES TO FINANCIAL STATEMENTS

Note 12 – Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans

A. Defined Benefit Plans

The Company sponsors a defined benefit pension plan and a postretirement health care benefit plan covering substantially all employees of the Company.

The Company has a noncontributory defined benefit pension plan whereby the benefits are based upon years of service and the employee's career average compensation. The plan is funded through a pension trust (Amica Pension Fund). No pension expense was recognized in 2008 and 2007 because, in accordance with SSAP 89, the net periodic pension cost was $0.

In addition to pension benefits, the Company provides certain health care and life insurance benefits ("post retirement") for retired employees. Substantially all employees may become eligible for these benefits if they reach retirement age while working for the Company and satisfy certain service requirements.

Life insurance benefits are based upon a multiple of salary and years of service at date of retirement and are subject to a maximum benefit of $500,000. For employees retiring on or after January 1, 2005, the amount of life insurance will immediately be reduced to $50,000 (or will remain at the level in effect immediately before retirement if this was less than $50,000). The amount of coverage in effect will be reduced by $5,000 on the first anniversary of the employee's retirement date. The amount of insurance coverage will be reduced by an additional $5,000 on each of the next four anniversary dates of the employee's retirement. However, coverage will not be reduced below $25,000.

B. Defined Contribution Plans

The Company has an incentive savings plan in which a majority of the employees participate. Various investment funds are provided for employee savings, and the employee contributions can be made on a before-tax or after-tax basis. The plan has limitations as to the amount of both employee and Company contributions. The Company contributed $8,258,581 and $6,706,333 on behalf of participating employees in 2008 and 2007, respectively.

The Company has a deferred compensation plan for certain eligible officers and directors. The plan is a salary reduction plan in which no matching contribution is made by the Company on behalf of the plan participants. As explained in Note 12D, certain deferred compensation liabilities are funded through the Amica Companies Supplemental Retirement Trust.

C. Multiemployer Plans

Not applicable.

D. Consolidated/Holding Company Plans

The Company provides or funds supplemental pension benefits and certain deferred compensation plan liabilities through the Amica Companies Supplemental Retirement Trust. The supplemental pension benefits are amounts otherwise payable under the Company's qualified pension plan which are in excess of that allowed under Sections 401 and/or 415 of the Internal Revenue Code. The trust's assets, which are invested in both debt and equity type securities, are valued at either statement or market value, respectively.

E. Postemployment Benefits and Compensated Absences

The Company has no obligations to current or former employees for benefits after their employment but before their retirement.

F. Impact of Medicare Modernization Act on Postretirement Benefits

1. Recognition of the existence of the Act

The Medicare Prescription Drug, Improvement and Modernization Act of 2003 (the Act) was signed into law in December of 2003. The Act includes the following two new features to Medicare Part D that could affect the measurement of the accumulated postretirement benefit obligation (APBO) and net periodic postretirement cost for the Plan:

a. A Federal subsidy (based on 28% of an individual beneficiary's annual prescription drug costs between $250 and $5,000), which is not taxable, to sponsors of retiree healthcare benefit plans that provide a prescription drug benefit that is at least actuarially equivalent to Medicare Part D; and

b. The opportunity for a retiree to obtain a prescription drug benefit under Medicare.

2. Effects of the Subsidy in Measuring the Net Postretirement Benefit Cost

The effect of the Act was a $2,568,131 reduction in the Company's net postretirement benefit cost for the subsidy related to benefits attributed to former employees. The Act also had the following effects on the net postretirement benefit cost: a $688,087 decrease as a result of an actuarial gain; a decrease to the current period service cost totaling $996,465 due to the subsidy; and an $868,605 decrease to the interest cost.

3. Disclosure of Gross Benefit Payments

The Company's gross benefit payments were $1,116,441 and $1,066,651 in 2008 and 2007, respectively, including prescription drug benefits. The Company's received subsidies related to The Medicare Prescription Drug, Improvement and Modernization Act of 2003 totaling $410,319 in 2008 and $499,309 in 2007.

NOTES TO FINANCIAL STATEMENTS

G. Summary of Retirement Plans and Postretirement Benefit Plans

A summary of assets, obligations and assumptions of the Pension, Supplemental Retirement Plans, and Post Retirement Health Care Benefit Plans covering employees of Amica Mutual Insurance Company and Amica Life Insurance Company are as follows at December 31, 2008 and 2007.

			Pension Fund		Supplemental Retirement Plans		Postretirement Health Care	
			12/31/2008	12/31/2007	12/31/2008	12/31/2007	12/31/2008	12/31/2007
1.		Change in benefit obligation						
	a.	Benefit obligation at beginning of year	$698,965,084	$646,581,595	$32,951,846	$28,263,377	$128,119,430	$115,276,621
	b.	Service cost	23,831,921	21,121,058	(1,200,499)	1,016,509	8,172,988	3,870,525
	c.	Interest cost	42,187,469	39,175,136	1,570,587	1,570,962	8,243,137	6,967,061
	d.	Actuarial (gain) loss	(5,265,966)	19,258,052	7,149	1,648,643	9,502,940	12,582,509
	e.	Benefits paid	(32,297,888)	(30,192,081)	(2,329,947)	(2,234,596)	(11,372,248)	(10,577,286)
	f.	Plan amendments	0	0	12,076	2,764,756	0	0
	g.	Curtailments	0	0	0	(489,684)	0	0
	h.	Settlements	0	0	0	(3,169,965)	0	0
	i.	Transfers	0	0	0	3,169,965	0	0
	j.	Benefits becoming vested during the year	1,299,326	3,021,324	420,744	411,879	0	0
	k.	Benefit obligation at end of year	$728,719,946	$698,965,084	$31,431,956	$32,951,846	$142,666,247	$128,119,430
2.		Change in plan assets						
	a.	Fair value of plan assets at beginning of year	$934,725,962	$814,915,791	$0	$0	$67,986,875	$35,137,069
	b.	Actual return on plan assets	(263,280,309)	75,002,252	0	0	(17,722,971)	2,849,806
	c.	Employer contribution	126,000,000	75,000,000	2,329,947	5,404,561	36,372,248	40,577,286
	d.	Benefits paid	(32,297,888)	(30,192,081)	(2,329,947)	(2,234,596)	(11,372,248)	(10,577,286)
	e.	Settlements	0	0	0	(3,169,965)	0	0
	f.	Fair value of plan assets at end of year	$765,147,765	$934,725,962	$0	$0	$75,263,904	$67,986,875
3.		Funded status	36,427,819	$235,760,878	$(31,431,956)	$(32,951,846)	$(67,402,343)	$(60,132,555)
	a.	Unrecognized net transition (asset) obligation	(105,869,315)	(101,458,754)	5,677,831	6,150,984	2,698,484	3,373,105
	b.	Unrecognized prior service cost	(74,023,026)	(81,425,329)	(504,995)	(641,366)	3,509,124	3,779,056
	c.	Unrecognized net actuarial (gain) loss	377,948,987	55,607,670	3,888,405	4,087,193	81,214,697	51,977,994
	d.	Prepaid (accrued) benefit cost	$234,484,465	$108,484,465	$(22,370,715)	$(23,355,035)	$20,019,962	($1,002,400)
4.		Accumulated benefit obligation	$717,972,977	$691,236,957	$31,068,269	$32,415,918	$0	$0
5.		Projected benefit obligation for non-vested employees	$1,745,327	$2,023,723	$0	$0	$81,441,755	$80,214,974
		Accumulated benefit obligation for non-vested employees	$1,271,213	$1,615,316	$0	$0	$81,441,755	$80,214,974
6.		Components of net periodic benefit costs						
	a.	Service cost	$23,831,921	$21,121,058	$(1,200,499)	$1,016,509	$8,172,988	$3,870,525
	b.	Interest cost	42,187,469	39,175,136	1,570,587	1,570,962	8,243,137	6,967,061
	c.	Benefits becoming vested during the year	1,299,326	3,021,324	420,744	411,879	0	0
	d.	Expected return on plan assets	(64,326,974)	(56,017,289)	0	0	(4,476,392)	(2,219,397)
	e.	Amortization of net transition (asset) obligation	4,410,561	102,074	473,153	473,153	674,621	674,621
	f.	Amortization of prior service cost	(7,402,303)	(7,402,303)	(124,295)	(61,724)	269,932	269,932
	g.	Recognized net actuarial (gain) loss	0	0	205,937	0	2,465,600	1,476,595
	h.	Recognized actuarial (gain) loss due to curtailments	0	0	0	1,822,318	0	0
	i.	Net periodic benefit cost	$0	$0	$1,345,627	$5,233,097	$15,349,886	$11,039,337
7.		Amounts recognized in the stmt. of fin. position						
	a.	Prepaid benefit cost	$234,484,465	$108,484,465	$0	$0	$20,019,962	$0
	b.	Accrued benefit liability	0	0	(31,068,269)	(32,415,919)	0	(1,002,400)
	c.	Intangible asset	0	0	5,172,836	5,509,618	0	0
	d.	Chg. in surplus - accumulated other comp. income	0	0	3,524,718	3,551,266	0	0
	e.	Net amount recognized (accrued) prepaid	$234,484,465	$108,484,465	$(22,370,715)	$(23,355,035)	$20,019,962	$(1,002,400)
8.		Weighted average assumptions used to determine:						
		Periodic benefit cost						
	a.	Discount rate	6.00%	6.25%	6.00%	6.25%	6.00%	6.25%
	b.	Expected return on plan assets	7.00%	7.00%	N/A	N/A	7.00%	7.00%
	c.	Rate of compensation increase	4.00%	4.00%	4.00%	4.00%	N/A	N/A
		Projected benefit obligation						
	d.	Discount rate	6.25%	6.00%	6.25%	6.00%	6.25%	6.00%
	e.	Rate of compensation increase	4.00%	4.00%	4.00%	4.00%	N/A	N/A
9.		Measurement dates	12/31/08	12/31/07	12/31/08	12/31/07	12/31/08	12/31/07

NOTES TO FINANCIAL STATEMENTS

10. The assumed health care cost trend rates for the next several years used to measure the expected cost of benefits covered by the plan are as follows:

Years	Pre-65	Post-65
2008	8.00%	8.00%
2009	7.25%	7.25%
2010	6.50%	6.50%
2011	5.75%	5.75%
2012 and later	5.00%	5.00%

In 2005, the Company implemented an employee health care cost sharing arrangement with its employees. No employee contribution is required for employees retiring prior to January 1, 2005. Employees who retired after 2004 will contribute approximately 20% to their health care coverage for 2005 and going forward.

11. Assumed health care cost trend rates have a significant effect on the amounts reported for the health care plans. A one-percentage point change in assumed health care cost trend rates would have the following effects:

	12/31/2008	12/31/2007
Effect of a 1% Increase in Health Care Cost Trend Rates:		
Total of service cost and interest cost	$2,467,632	$1,768,814
Post-retirement benefit obligation	17,917,010	15,713,468
Effect of a 1% Decrease in Health Care Cost Trend Rates:		
Total of service cost and interest cost	$(2,033,959)	$(1,434,602)
Post-retirement benefit obligation	(15,062,081)	(12,893,154)

12. Pension and Postretirement Benefit Plan Assets

a. Qualified pension plan and postretirement benefit plan asset allocations at December 31, 2008 and 2007, by asset category, were as follows:

	Qualified Pension Plan Assets		Postretirement Benefit Plans	
Plan Year Ended December 31	**2008**	**2007**	**2008**	**2007**
Asset Category:				
Equity securities	64.5%	67.8%	65.1%	66.2%
Fixed income securities	31.3%	28.5%	29.3%	29.0%
Other	4.2%	3.7%	5.6%	4.8%
Total	100.0%	100.0%	100.0%	100.0%

b. Targeted asset allocation percentages for qualified pension plan and postretirement benefit plan assets at December 31, 2008, were as follows:

	Qualified Pension Plan	Postretirement Benefit Plans
Asset Category:		
Equity securities	66.0%	66.0%
Fixed income securities	30.0%	28.0%
Other	4.0%	6.0%
Total	100.0%	100.0%

The assets of the qualified defined benefit pension plan trust ("the Pension Trust") and the postretirement benefit plans are managed with the objective of providing the lowest risk of nonpayment of benefits to the plan participants or retirees. Assets are invested to complement the structure and characteristics of the corresponding liabilities. Assets allocations are structured to provide funding of near and mid-term liabilities through interest income, dividends, and maturities and principle pay-downs of fixed-income instruments. Investments in equity securities are intended to provide capital appreciation in support of the plans' longer-term obligations. Other investments include short-term investments used to manage the short term liquidity of the assets and alternative investment funds intended to provide additional diversification.

The investment manager of the Pension Trust and postretirement benefit plans may not deviate significantly from the targeted asset allocation percentages without prior approval from the trustees of the various plans. Pension Trust and postretirement benefit plan assets are not invested in derivatives and such investment would require prior consent from the trustees. The Pension Trust and the postretirement benefit plans have no fee interests in real estate.

c. The overall expected rate of return on plan assets was selected by considering the historical returns of equity and fixed income markets in conjunction with current economic and financial market conditions.

NOTES TO FINANCIAL STATEMENTS

13. The benefits expected to be paid in each of the next five years and in aggregate for the five years thereafter are as follows:

Years	Pension Fund	Supplemental Retirement Plan	Postretirement Health Care
2009	$32,500,000	$2,000,000	$8,700,000
2010	33,700,000	2,000,000	9,100,000
2011	35,300,000	2,000,000	9,300,000
2012	37,300,000	2,000,000	9,500,000
2013	39,700,000	2,000,000	9,600,000
2014 – 2018	242,800,000	9,800,000	39,000,000

14. For 2009, the Company expects to make the contributions to postretirement plans as follows:

Postretirement Plan	Contribution
Pension Fund	$0
Supplemental Retirement Plan	2,000,000
Postretirement Health Care	8,700,000

Note 13 – Capital and Surplus, Shareholders' Dividend Restrictions and Quasi-Reorganizations

A.-E. Not applicable.

F. Mutual Surplus Advances

No restrictions have been placed upon unassigned surplus funds and there are no outstanding unpaid advances to surplus as of December 31, 2008 and 2007.

G.-I. Not applicable.

J. Changes in Unassigned Funds

The portion of unassigned funds (surplus) represented by cumulative unrealized capital gains is $291,288,612 after deducting applicable deferred taxes of $36,434,947.

K.-M. Not applicable.

Note 14 – Contingencies

A. Contingent Commitments

For structured settlement purposes, the Company has purchased various life insurance annuities of which the claimant is payee and the Company is contingently liable. These annuities have been used to reduce unpaid losses by $241,527,824. Reserves have not been committed to cover contingent liabilities. The Company does not purchase annuities under which the Company is both owner and payee.

B. Assessments

The Company is subject to guaranty fund and other assessments by the states in which it writes business. Guaranty fund assessments are accrued at the time of insolvencies. Other assessments are accrued either at the time of assessments or in the case of premium based assessments, at the time the premiums were written, or, in the case of loss based assessments, at the time the losses are incurred.

The Company has accrued a liability for guaranty fund and other assessments of $3,700,000 for 2008. This accrual has remained unchanged from prior year and represents management's best estimates based on information received by the states in which the Company writes business and may change due to many factors including the Company's share of the ultimate cost of current insolvencies.

C. Not Applicable.

D. Not Applicable.

E. All Other Contingencies

Various lawsuits against the Company have arisen in the course of the Company's business. Contingent liabilities arising from litigation, income taxes and other matters are not considered material in relation to the financial position of the Company.

Note 15 – Leases

A. Lessee Leasing Arrangements

1. The Company leases office facilities and equipment under various noncancelable operating leases that expire through 2016. Rental expense for 2008 and 2007 was $9,932,723 and $9,416,998, respectively.

NOTES TO FINANCIAL STATEMENTS

2. Future minimum rental payments are as follows:

Year	Amount
2009	$8,213,279
2010	6,721,699
2011	6,077,211
2012	4,496,246
2013	3,149,762
Thereafter	3,873,619
Total	$32,531,816

Certain rental commitments have renewal options extending through the year 2023. Some of these renewals are subject to adjustments in future periods.

3. Not applicable.

B. Lessor Leasing Arrangements

1. Operating Leases

The Company does not have any material operating lease arrangements.

2. Not applicable.

Note 16 – Information about Financial Instruments with Off-Balance Sheet Risk and With Concentrations of Credit Risk

Not applicable.

Note 17 – Sale, Transfer and Servicing of Financial Assets and Extinguishment of Liabilities

Not applicable.

Note 18 – Gain or Loss from Uninsured Accident and Health Plans and the Uninsured Portion of Partially Insured Plans

Not applicable.

Note 19 – Direct Premiums Written / Produced by Managing General Agents / Third Party Administrators

Not applicable.

Note 20 – Other Items

A-B. Not applicable.

C. Other Disclosures

Assets in the amount of $4,053,012 and $4,120,296 at December 31, 2008 and 2007, respectively, were on deposit with government authorities or trustees as required by law.

D. Uncollectible Premiums Receivable

At December 31, 2008 and 2007, the Company had admitted premiums receivable assets of $363,348,458 and $359,841,954 respectively, in premiums receivable due from policyholders, agents and ceding insurers. The Company routinely assesses the collectibility of these receivables. Based upon Company experience, any uncollectible premium receivables as of December 31, 2008 are not expected to exceed the non-admitted amount totaling $1,937,525 and, therefore, no additional provision for uncollectible amounts has been recorded. The potential for any additional loss is not believed to be material to the Company's financial condition.

E.-G. Not applicable.

H. Subprime Mortgage Related Risk Exposure

The Company has minimal direct exposure to subprime mortgage related risk. Direct exposure is classified as exposure through (1) direct investment in subprime mortgage loans, (2) investment in mortgage-backed or asset-backed securities, or (3) any other assets in which the investment's primary objective, or underlying assets, are significantly invested in, or indexed to, subprime mortgage loans or related exposure.

1. As of December 31, 2008, the Company did not invest directly in subprime mortgage loans.

2. As of December 31, 2008, the Company's investments in mortgage-backed or asset-backed securities are limited to securities which are either explicitly or implicitly backed by the Federal government (e.g. GNMA or FNMA), and, therefore, have no direct exposure to subprime mortgage related risk.

3. As of December 31, 2008, the Company has no other investments in which the investment's primary objective, or underlying assets, are significantly invested in, or indexed to, subprime mortgage loans or related exposure.

4. Not applicable.

I. Not applicable.

Note 21 – Events Subsequent

Effective January 1, 2009, the Company entered into a line of credit agreement with Amica Life Insurance Company, a wholly-owned subsidiary of the Company. The line of credit agreement allows Amica Life Insurance Company to draw advances from the Company for up to $250 million. Any draw upon the line of credit by Amica Life Insurance Company must be repaid in full, with interest, within three years from the date of advance.

NOTES TO FINANCIAL STATEMENTS

Note 22– Reinsurance

A. Unsecured Reinsurance Recoverable

The Company does not have any individual reinsurer where the unsecured aggregate recoverable for losses paid and unpaid including IBNR, loss adjustment expenses, and unearned premiums exceed 3% of the Company's policyholders' surplus.

B. Reinsurance Recoverables in Dispute

There were no individual reinsurance recoverable amounts on paid and unpaid losses in dispute which exceed 5% of the Company's policyholders' surplus or aggregate reinsurance recoverable amounts on paid and unpaid losses in dispute which exceed 10% of the Company's policyholders' surplus.

C. Reinsurance Assumed and Ceded

1. The following table summarizes ceded and assumed unearned premiums and the related commission equity at December 31, 2008. Direct unearned premium at December 31, 2008 was $637,957,727.

	Assumed Premium Reserve	Assumed Commission Equity	Ceded Premium Reserve	Ceded Commission Equity	Net Premium Reserve	Net Commission Equity
Affiliates	$34,226,176	$6,595,160	$ -	$ -	$34,226,176	$6,595,160
All Other	7,659,718	-	3,369,205	1,002,106	4,290,513	(1,002,106)
Totals	$41,885,894	$6,595,160	$3,369,205	$1,002,106	$38,516,689	$5,593,054
Direct Unearned Premium Reserve	$641,457,851					

2. The Company's catastrophe reinsurance contract has a provision for profit sharing which states that the Company will receive a portion of the broker's annual brokerage fees when they exceed certain thresholds. The Company received $1,824,811 under this provision in 2008 and $535,560 in 2007.

3. The Company does not use protected cells as an alternative reinsurance.

D.-G. Not applicable.

Note 23 – Retrospectively Rated Contracts and Contracts Subject to Redetermination

Not applicable.

Note 24– Changes in Incurred Losses and Loss Adjustment Expenses

The estimated cost of loss and loss adjustment expenses attributable to insured events of prior years decreased by $149.7 million during 2008, compared to a decrease of $109.5 million during 2007. This is 16.7% of unpaid losses and loss adjustment expenses of $895.3 million as of December 31, 2007. Ninety-two percent of this decrease occurred in the auto and homeowners lines of business. Increases or decreases of this nature occur as the result of claim settlements during the current year, and as additional information is received regarding individual claims, causing changes from the original estimates of the cost of these claims. Recent loss development trends are also taken into account in evaluating the overall adequacy of unpaid losses and loss adjustment expenses. No additional premiums or return premiums have been accrued as a result of prior year effects.

(000's omitted)

	2008 Calendar Year Losses and LAE Incurred			2008	
Lines of Business	**Losses Incurred**	**LAE Incurred**	**Totals**	**Loss Year Losses and LAE Incurred**	**Shortage (Redundancy)**
Fire	$1,878	$242	$2,120	$1,935	$185
Allied lines	5,381	856	6,237	6,285	(48)
Homeowners	228,033	41,089	269,121	287,489	(18,368)
Ocean marine	2,179	558	2,738	3,765	(1,027)
Inland marine	4,436	676	5,112	5,554	(442)
Earthquake	(5)	18	13	75	(62)
Workers compensation	(94)	15	(79)	66	(145)
Other liability-occurrence	11,856	386	12,242	23,253	(11,011)
Auto liability – private passenger	303,346	72,533	375,879	449,086	(73,207)
Auto liability – commercial	312	80	392	552	(160)
Auto physical damage	175,146	39,404	214,550	259,974	(45,424)
Totals	$732,468	$155,857	$888,325	$1,038,034	$(149,709)

Note 25 – Intercompany Pooling Arrangements

Not applicable.

Note 26 – Structured Settlements

A. Reserves Released due to Purchase of Annuities

The Company has purchased annuities from life insurers under which the claimants are payees. The annuities have been used to reduce unpaid losses by $241,527,824 and $238,602,443 as of December 31, 2008 and 2007, respectively. The Company does not record a contingent liability for the aggregate amount of these annuities because management believes that the issuers failure to perform under the terms of the contracts is improbable.

NOTES TO FINANCIAL STATEMENTS

B. Annuity Insurers with Balances due Greater than 1% of Policyholders' Surplus.

The aggregate amount of annuities due from all life insurers is $241,527,824.

Life Insurance Company and Location	Licensed in Company's State of Domicile (Yes or No)	Present Value of Annuities
Amica Life Insurance Company Lincoln, Rhode Island	Yes	$222,060,802

Note 27 – Health Care Receivables

Not applicable.

Note 28 – Participating Policies

Not applicable.

Note 29 – Premium Deficiency Reserves

Not applicable.

Note 30 - High Deductibles

Not applicable.

Note 31 – Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses

Not applicable.

Note 32 – Asbestos and Environmental Reserves

Not applicable.

Note 33 – Subscriber Savings Accounts

Not applicable.

Note 34 – Multiple Peril Crop Insurance

Not applicable.

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 [ ] N/A [ ]

1.3 State Regulating? Rhode Island

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 [ ] No [X]

2.2 If yes, date of change: ______

3.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2006

3.2 State the 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. 12/31/2006

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). 03/24/2008

3.4 By what department or departments?
State of Rhode Island

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 [ ] N/A [ ]

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

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 name of 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.

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:

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 or government, manager or attorney in fact).

1 Nationality	2 Type of Entity

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?

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?
Patricia A. Teufel, FCAS, MAAA, KPMG, LLP, One Financial Plaza, 755 Main Street, Hartford, CT 06103-4103

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

11.11 Name of real estate holding company

11.12 Number of parcels involved

11.13 Total book/adjusted carrying value $ 110,170,128

11.2 If, yes provide explanation:
The Company owns real estate indirectly through various securities listed in Schedule D.

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 [ ] N/A [ ]

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 with the official duties of such person? Yes [X] No [ ]

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 $
- 18.12 To stockholders not officers $
- 18.13 Trustees, supreme or grand (Fraternal Only) $

18.2 Total amount of loans outstanding at the end of year (inclusive of Separate Accounts, exclusive of policy loans):
- 18.21 To directors or other officers $
- 18.22 To stockholders not officers $
- 18.23 Trustees, supreme or grand (Fraternal Only) $

19.1 Were any assets reported in this 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 parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No [ ]

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 provided)

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 other securities restricted as to sale $
- 23.28 On deposit with state or other regulatory body $ 4,053,012
- 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 [ ] N/A [ ]
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. $

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, G - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook? Yes [ ] No [X]

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
State Street Bank and Trust Company	801 Pennsylvania, Kansas City, MO 64105

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)	3 Complete Explanation(s)
Vanguard	The Vanguard Group	This is a Vanguard Mutual Fund

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

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

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

26.05 Identify all investment advisors, brokers/dealers or individuals acting on behalf of brokers/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	3 Address

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 [X] No [ ]

27.2 If yes, complete the following schedule:

1 CUSIP #	2 Name of Mutual Fund	3 Book/Adjusted Carrying Value
51828C-10-6	Latin American Discovery Fund	780,808
61744G-10-7	Morgan Stanley Emerging Mkts Fund	3,437,264
61744U-10-6	Morgan Stanley Asia-Pacific Fund	15,894,174
921909-80-0	Vanguard Inst. Dev. Mkts. Stk. Index Fund	75,674,343
922042-50-2	Vanguard European Stock Index Fund	30,497,638
922042-60-1	Vanguard Emerging Mkts. Stock Index Fund	66,982,610
922042-40-3	Vanguard Pacific Stock Index Fund	25,357,832
27.2999 - Total		218,624,669

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
Latin American Discovery Fund	America Movil Sab de Cv	102,832	12/31/2008
Latin American Discovery Fund	Cia Vale Do Rio Doce	83,703	12/31/2008
Latin American Discovery Fund	Petroleo Brasileiro S.A.	70,663	12/31/2008
Latin American Discovery Fund	Banco Bradesco S.A.	58,795	12/31/2008
Latin American Discovery Fund	Wal-Mart de Mexico Sab de Cv	51,143	12/31/2008
Morgan Stanley Emerging Mkts Fund	China Mobile Ltd	124,085	12/31/2008
Morgan Stanley Emerging Mkts Fund	Samsung Electronics Co. Ltd	113,430	12/31/2008
Morgan Stanley Emerging Mkts Fund	America Movil Sab de Cv	93,494	12/31/2008
Morgan Stanley Emerging Mkts Fund	Petrochina Co. Ltd	91,088	12/31/2008
Morgan Stanley Emerging Mkts Fund	Gazprom Oao	67,027	12/31/2008
Morgan Stanley Asia-Pacific Fund	China Mobile Ltd	378,281	12/31/2008
Morgan Stanley Asia-Pacific Fund	Nintendo Co. Ltd	303,579	12/31/2008
Morgan Stanley Asia-Pacific Fund	Samsung Electronics Co. Ltd	260,664	12/31/2008
Morgan Stanley Asia-Pacific Fund	Petrochina Co. Ltd	259,075	12/31/2008
Morgan Stanley Asia-Pacific Fund	Astellas Pharma Inc	254,307	12/31/2008
Vanguard Inst. Dev. Mkts. Stk. Index Fund	HSBC Holdings PLC	1,437,813	12/31/2008
Vanguard Inst. Dev. Mkts. Stk. Index Fund	Nestle SA (Registered)	1,286,464	12/31/2008
Vanguard Inst. Dev. Mkts. Stk. Index Fund	BP PLC	1,135,115	12/31/2008
Vanguard Inst. Dev. Mkts. Stk. Index Fund	Total SA	983,766	12/31/2008
Vanguard Inst. Dev. Mkts. Stk. Index Fund	Novartis AG (Registered)	983,766	12/31/2008
Vanguard European Stock Index Fund	Royal Dutch Shell PLC	1,006,422	12/31/2008
Vanguard European Stock Index Fund	BP PLC	884,432	12/31/2008
Vanguard European Stock Index Fund	Nestle SA (Registered)	884,432	12/31/2008
Vanguard European Stock Index Fund	HSBC Holdings PLC	823,436	12/31/2008
Vanguard European Stock Index Fund	Novartis AG (Registered)	701,446	12/31/2008
Vanguard Emerging Mkts. Stock Index Fund	Petroleo Brasileiro SA	2,411,374	12/31/2008

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
Vanguard Emerging Mkts. Stock Index Fund	China Mobile (Hong Kong) Ltd.	2,009,478	12/31/2008
Vanguard Emerging Mkts. Stock Index Fund	Samsung Electronics Co., Ltd.	1,942,496	12/31/2008
Vanguard Emerging Mkts. Stock Index Fund	OAO Gazprom Sponsored ADR	1,808,530	12/31/2008
Vanguard Emerging Mkts. Stock Index Fund	Companhia Vale do Rio Doce	1,607,583	12/31/2008
Vanguard Pacific Stock Index Fund	Toyota Motor Corp.	1,039,671	12/31/2008
Vanguard Pacific Stock Index Fund	Mitsubishi UFJ Financial Group	633,946	12/31/2008
Vanguard Pacific Stock Index Fund	BHP Billiton Ltd.	633,946	12/31/2008
Vanguard Pacific Stock Index Fund	Takeda Pharmaceutical Co. Ltd	405,725	12/31/2008
Vanguard Pacific Stock Index Fund	Honda Motor Co., Ltd.	405,725	12/31/2008

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	1,642,469,087	1,622,304,616	(20,164,471)
28.2 Preferred stocks			
28.3 Totals	1,642,469,087	1,622,304,616	(20,164,471)

28.4 Describe the sources or methods utilized in determining the fair values:
Market Values are obtained from the NAIC securities valuation system, HubData Inc. and Bloomberg.

29.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes [X] 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? $ 3,801,331

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
Insurance Services Office	1,578,269

31.1 Amount of payments for legal expenses, if any? $ 524,933

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? $ 22,552

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
Sonnenschein Nath & Rosenthal LLP	7,970
Wilson, Elser, Moskowitz, Edelman, & Dicker LLP	5,871

GENERAL INTERROGATORIES

PART 2 - PROPERTY AND 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 $

1.3 What portion of Item (1.2) is not reported on the Medicare Supplement Insurance Experience Exhibit? $
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. $

1.5 Indicate total incurred claims on all Medicare Supplement Insurance. $

1.6 Individual policies:

Most current three years:
1.61 Total premium earned $
1.62 Total incurred claims $
1.63 Number of covered lives

All years prior to most current three years
1.64 Total premium earned $
1.65 Total incurred claims $
1.66 Number of covered lives

1.7 Group policies:

Most current three years:
1.71 Total premium earned $
1.72 Total incurred claims $
1.73 Number of covered lives

All years prior to most current three years
1.74 Total premium earned $
1.75 Total incurred claims $
1.76 Number of covered lives

2. Health Test:

		1 Current Year	2 Prior Year
2.1	Premium Numerator		
2.2	Premium Denominator	1,318,365,615	1,301,964,781
2.3	Premium Ratio (2.1/2.2)	0.000	0.000
2.4	Reserve Numerator		
2.5	Reserve Denominator	1,573,036,907	1,580,732,069
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 [X] No [ ]

3.2 If yes, state the amount of calendar year net premiums written on:

3.21 Participating policies $ 946,424,975
3.22 Non-participating policies $ 322,156,890

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 [ ] N/A [ ]
5.22 As a direct expense of the exchange Yes [ ] No [ ] N/A [ ]
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

GENERAL INTERROGATORIES

PART 2 - PROPERTY AND 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?
Not Applicable

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.
Amica relies on our catastrophe reinsurance brokers, Aon Benfield and Gen Re Intermediaries, for modeling services. This year, they provided calculations of our PML using RiskLink (v. 8.0). According to these models, Amica's probable maximum loss is an aggregation of automobile and homeowners losses caused by a hurricane striking Florida, Massachusetts and/or Rhode Island. Amica's largest earthquake exposure is in California. In 2008, the net exposure for the 100 year PML for hurricane and earthquake was approximately 13.5% of the Company's prior year-end surplus.

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?
A catastrophe reinsurance program is the main provision employed to control excessive loss. The Company also participates in the Florida Hurricane Catastrophe Fund.

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 [X] No [ ]

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 unreinsured catastrophic loss.

7.1 Has this 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 ratio cap, an aggregate limit or any similar provisions)? Yes [ ] No [X]

7.2 If yes, indicate the number of reinsurance contracts containing such provisions:

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 this 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 noncancellable 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 arrangements or to captive insurance companies that are directly or indirectly controlling, controlled by, or under common control with (i) one or more unaffiliated policyholders of the reporting entity, or (ii) an association of which one or more unaffiliated policyholders of the reporting entity is a member where:
(a) The written premium ceded to the reinsurer by the reporting entity or its affiliates represents fifty percent (50%) or more of the entire direct and assumed premium written by the reinsurer based on its most recently available financial 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.

9.4 Except for transactions meeting the requirements of paragraph 31 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 Yes [ ] No [X]
(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 Yes [ ] No [X]
(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]

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 [X] No [ ] N/A [ ]

GENERAL INTERROGATORIES

PART 2 - PROPERTY AND 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 which 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 [ ] N/A [X]

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 a reporting entity, or to secure any of the reporting entity's reported direct unpaid loss reserves , including unpaid losses under deductible features of commercial policies? Yes [ ] No [X]

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): $ 12,528,600

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.

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 the 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:

GENERAL INTERROGATORIES

PART 2 - PROPERTY AND 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 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 - P art 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 $

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)	570,751,780	577,120,097	592,093,767	637,470,767	642,271,913
2.	Property lines (Lines 1, 2, 9, 12, 21 & 26)	364,883,939	365,948,712	368,999,041	391,150,707	405,312,101
3.	Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	414,302,095	410,674,858	389,348,894	376,814,386	356,997,651
4.	All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)					
5.	Nonproportional reinsurance lines (Lines 31, 32 & 33)					
6.	Total (Line 35)	1,349,937,814	1,353,743,667	1,350,441,702	1,405,435,860	1,404,581,665
	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)	565,331,175	569,113,687	582,098,906	616,759,620	621,355,554
8.	Property lines (Lines 1, 2, 9, 12, 21 & 26)	359,316,008	354,760,145	361,533,842	382,327,987	395,956,732
9.	Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	397,014,783	379,719,323	368,956,562	358,066,168	340,289,811
10.	All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)					
11.	Nonproportional reinsurance lines (Lines 31, 32 & 33)					
12.	Total (Line 35)	1,321,661,966	1,303,593,155	1,312,589,310	1,357,153,775	1,357,602,097
	Statement of Income (Page 4)					
13	Net underwriting gain (loss) (Line 8)	116,322,573	224,161,248	254,631,704	189,221,377	108,311,895
14.	Net investment gain or (loss) (Line 11)	138,862,975	153,462,966	151,007,650	156,954,454	148,896,058
15.	Total other income (Line 15)	2,188,127	3,181,080	2,881,688	3,409,839	3,921,548
16.	Dividends to policyholders (Line 17)	114,316,466	121,378,276	126,390,929	131,349,938	126,441,814
17.	Federal and foreign income taxes incurred (Line 19)	30,401,129	12,740,468	34,920,229	72,830,800	50,086,440
18.	Net income (Line 20)	112,656,080	246,686,550	247,209,884	145,404,932	84,601,247
	Balance Sheet Lines (Pages 2 and 3)					
19.	Total admitted assets excluding protected cell business (Page 2, Line 24, Col. 3)	3,582,231,857	4,077,429,748	3,890,071,095	3,584,950,992	3,384,386,618
20.	Premiums and considerations (Page 2, Col. 3)					
	20.1 In course of collection (Line 13.1)	55,452,233	56,958,472	50,084,023	55,997,734	60,024,869
	20.2 Deferred and not yet due (Line 13.2)	307,876,225	302,883,482	313,062,857	329,096,739	332,020,336
	20.3 Accrued retrospective premiums (Line 13.3)					
21.	Total liabilities excluding protected cell business (Page 3, Line 24)	1,672,630,969	1,787,553,695	1,799,575,410	1,788,784,894	1,782,117,220
22.	Losses (Page 3, Line 1)	699,917,717	710,889,202	729,386,772	751,838,194	757,882,981
23.	Loss adjustment expenses (Page 3, Line 3)	181,535,529	184,459,792	193,092,161	200,865,385	174,428,491
24.	Unearned premiums (Page 3, Line 9)	679,974,540	676,678,189	675,049,815	693,617,728	699,114,212
25.	Capital paid up (Page 3, Lines 28 & 29)					
26.	Surplus as regards policyholders (Page 3, Line 35)	1,909,600,888	2,289,876,053	2,090,495,685	1,796,166,098	1,602,269,398
	Cash Flow (Page 5)					
27.	Net cash from operations (Line 11)	100,967,988	179,226,682	186,212,735	135,435,711	164,159,877
	Risk-Based Capital Analysis					
28.	Total adjusted capital	1,912,344,952	2,297,887,422	2,097,982,610	1,802,954,416	1,608,388,332
29.	Authorized control level risk-based capital	135,495,752	158,765,561	149,859,066	140,034,417	137,048,711
	Percentage Distribution of Cash, Cash Equivalents and Invested Assets(Page 2, Col. 3) (Line divided by Page 2, Line 10, Col. 3) x100.0					
30.	Bonds (Line 1)	53.8	54.1	55.5	56.2	54.8
31.	Stocks (Lines 2.1 & 2.2)	40.4	40.4	39.7	39.0	39.1
32.	Mortgage loans on real estate (Lines 3.1 and 3.2)					
33.	Real estate (Lines 4.1, 4.2 & 4.3)	1.9	1.7	1.8	2.0	2.1
34.	Cash, cash equivalents and short-term investments (Line 5)	0.6	1.1	0.8	0.8	2.1
35.	Contract loans (Line 6)					
36.	Other invested assets (Line 7)	3.2	2.7	2.2	2.0	1.9
37.	Receivables for securities (Line 8)	0.0	0.0			
38.	Aggregate write-ins for invested assets (Line 9)					
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 (Schedule D, Summary, Line 25, Col. 1)					
41.	Affiliated preferred stocks (Schedule D, Summary, Line 39, Col. 1)					
42.	Affiliated common stocks (Schedule D, Summary, Line 53, Col. 1)	182,016,772	183,456,025	172,027,817	164,183,598	132,641,117
43.	Affiliated short-term investments (subtotals included in Schedule DA Verification, Col. 5, Line 10)					
44.	Affiliated mortgage loans on real estate					
45.	All other affiliated	56,817,763	58,195,391	49,524,332	40,261,357	34,169,997
46.	Total of above Lines 40 to 45	238,834,535	241,651,416	221,552,149	204,444,955	166,811,114
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)	12.5	10.6	10.6	11.4	10.4

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)	(346,863,406)	64,564,426	97,628,579	41,399,776	76,853,468
49.	Dividends to stockholders (Line 35)					
50.	Change in surplus as regards policyholders for the year (Line 38)	(380,275,165)	199,380,368	294,329,587	193,896,700	143,414,386
	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)	343,796,945	345,633,563	353,770,819	377,693,897	382,224,083
52.	Property lines (Lines 1, 2, 9, 12, 21 & 26)	191,455,808	182,179,396	178,491,925	192,177,119	197,110,239
53.	Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	220,889,310	148,744,355	160,603,201	191,124,423	184,364,448
54.	All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)					
55.	Nonproportional reinsurance lines (Lines 31, 32 & 33)					
56.	Total (Line 35)	756,142,063	676,557,314	692,865,945	760,995,439	763,698,770
	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)	335,319,129	336,157,056	336,646,741	358,663,188	357,190,723
58.	Property lines (Lines 1, 2, 9, 12, 21 & 26)	188,907,543	179,472,408	174,908,626	187,315,229	190,386,610
59.	Property and liability combined lines (Lines 3, 4, 5, 8, 22 & 27)	219,213,111	145,669,845	144,967,524	184,041,820	182,934,475
60.	All other lines (Lines 6, 10, 13, 14, 15, 23, 24, 28, 29, 30 & 34)					
61.	Nonproportional reinsurance lines (Lines 31, 32 & 33)					
62.	Total (Line 35)	743,439,783	661,299,309	656,522,891	730,020,237	730,511,808
	Operating Percentages (Page 4) (Line 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)	55.6	49.4	47.6	53.1	58.4
65.	Loss expenses incurred (Line 3)	11.8	10.9	10.3	12.7	13.3
66.	Other underwriting expenses incurred (Line 4)	23.8	22.5	23.0	20.3	20.3
67.	Net underwriting gain (loss) (Line 8)	8.8	17.2	19.1	13.9	8.3
	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)	23.6	22.3	23.1	20.1	19.1
69.	Losses and loss expenses incurred to premiums earned (Page 4, Lines 2 + 3 divided by Page 4, Line 1 x 100.0)	67.4	60.3	57.9	65.8	71.6
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)	69.2	56.9	62.8	75.6	84.7
	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)	(88,220)	(95,528)	(92,259)	(92,178)	(74,708)
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)	(3.9)	(4.6)	(5.1)	(5.8)	(5.1)
	Two Year Loss Development (000 omitted)					
73.	Development in estimated losses and loss expenses incurred two years before the current year and prior year (Schedule P, Part 2 - Summary, Line 12, Col. 12)	(152,821)	(154,788)	(137,824)	(125,322)	(123,859)
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)	(7.3)	(8.6)	(8.6)	(8.6)	(9.8)

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
	1	2	3	Loss Payments		Defense and Cost Containment Payments		Adjusting and Other Payments		10	11	
				4	5	6	7	8	9			
	Direct and Assumed	Ceded	Net (1 - 2)	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Salvage and Subrogation Received	Total Net Paid Cols (4 - 5 + 6 - 7 + 8 - 9)	Number of Claims Reported- Direct and Assumed
1. Prior	XXX	XXX	XXX	1,731	1,504	207	1	4		100	437	XXX
2. 1999	905,810	27,680	878,130	493,350	17,804	22,284	374	95,540		62,325	592,997	XXX
3. 2000	930,390	32,034	898,356	538,501	20,596	24,176	598	107,370		71,366	648,853	XXX
4. 2001	989,079	35,265	953,814	616,288	30,438	27,465	867	110,776		78,073	723,223	XXX
5. 2002	1,105,513	45,735	1,059,779	674,283	33,386	29,036	820	117,026		87,355	786,139	XXX
6. 2003	1,253,396	47,820	1,205,577	746,485	35,270	27,689	899	119,516		92,069	857,522	XXX
7. 2004	1,359,570	49,886	1,309,684	756,007	24,012	25,248	700	120,391		86,353	876,934	XXX
8. 2005	1,410,873	48,223	1,362,650	732,674	45,987	23,958	1,834	115,937		89,041	824,748	XXX
9. 2006	1,372,527	41,370	1,331,157	594,215	11,241	17,724	333	100,691		80,247	701,056	XXX
10. 2007	1,352,445	50,481	1,301,964	556,290	8,130	14,370	246	103,705		76,265	665,989	XXX
11. 2008	1,348,867	30,502	1,318,365	495,183	5,137	8,821	196	97,353		43,113	596,024	XXX
12. Totals	XXX	XXX	XXX	6,205,008	233,505	220,979	6,868	1,088,310		766,306	7,273,922	XXX

	Losses Unpaid				Defense and Cost Containment Unpaid				Adjusting and Other Unpaid		23	24	25
	Case Basis		Bulk + IBNR		Case Basis		Bulk + IBNR						
	13	14	15	16	17	18	19	20	21	22			
	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Direct and Assumed	Ceded	Salvage and Subrog- ation Anticipated	Total Net Losses and Expenses Unpaid	Number of Claims Outstand- ing- Direct and Assumed
1. Prior	6,908	5,905			624				293			1,920	XXX
2. 1999	823	40			73	4			217			1,069	XXX
3. 2000	1,140	27			102	2			118			1,331	XXX
4. 2001	3,229	47			299	3			219			3,697	XXX
5. 2002	6,594	291			577	3			470			7,347	XXX
6. 2003	13,352	127			1,139	6			874		3	15,232	XXX
7. 2004	25,972	436	6,371		2,255	23	535		1,493		13	36,167	XXX
8. 2005	57,117	771	5,003		4,953	29	439		3,408		55	70,120	XXX
9. 2006	86,918	628	12,865		7,607	55	1,180		6,172		234	114,059	XXX
10. 2007	139,366	881	18,723		12,541	73	1,804		17,022		679	188,502	XXX
11. 2008	252,611	2,099	74,177		19,823	139	6,310		91,327		1,617	442,010	XXX
12. Totals	594,030	11,252	117,139		49,993	337	10,268		121,612		2,601	881,453	XXX

	Total Losses and Loss Expenses Incurred			Loss and Loss Expense Percentage (Incurred /Premiums Earned)			Nontabular Discount		34	Net Balance Sheet Reserves After Discount	
	26	27	28	29	30	31	32	33		35	36
	Direct and Assumed	Ceded	Net	Direct and Assumed	Ceded	Net	Loss	Loss Expense	Inter- Company Pooling Participation Percentage	Losses Unpaid	Loss Expenses Unpaid
1. Prior	XXX	XXX	XXX	XXX	XXX	XXX			XXX	1,003	917
2. 1999	612,287	18,221	594,065	67.6	65.8	67.7				783	286
3. 2000	671,407	21,223	650,184	72.2	66.3	72.4				1,113	218
4. 2001	758,275	31,356	726,920	76.7	88.9	76.2				3,182	515
5. 2002	827,987	34,500	793,486	74.9	75.4	74.9				6,303	1,044
6. 2003	909,055	36,302	872,754	72.5	75.9	72.4				13,225	2,007
7. 2004	938,273	25,171	913,102	69.0	50.5	69.7				31,907	4,260
8. 2005	943,489	48,621	894,868	66.9	100.8	65.7				61,349	8,771
9. 2006	827,372	12,257	815,115	60.3	29.6	61.2				99,155	14,904
10. 2007	863,821	9,330	854,491	63.9	18.5	65.6				157,208	31,294
11. 2008	1,045,605	7,571	1,038,034	77.5	24.8	78.7				324,689	117,321
12. Totals	XXX	XXX	XXX	XXX	XXX	XXX			XXX	699,917	181,536

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.

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) 1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008	DEVELOPMENT 11 One Year	12 Two Year
1. Prior	342,523	278,115	240,452	221,500	212,679	209,185	207,671	206,420	206,611	206,249	(362)	(171)
2. 1999	646,340	554,952	534,374	510,982	506,944	502,342	499,154	498,123	498,376	498,309	(67)	186
3. 2000	XXX	656,165	599,601	571,889	559,212	552,987	546,965	544,566	542,353	542,696	343	(1,870)
4. 2001	XXX	XXX	703,482	663,419	650,861	635,764	624,978	617,864	616,426	615,925	(501)	(1,939)
5. 2002	XXX	XXX	XXX	771,827	728,175	715,480	697,969	687,521	679,289	675,990	(3,299)	(11,531)
6. 2003	XXX	XXX	XXX	XXX	842,271	809,677	798,084	779,492	765,590	752,364	(13,226)	(27,128)
7. 2004	XXX	XXX	XXX	XXX	XXX	873,806	832,242	827,431	799,014	791,217	(7,797)	(36,214)
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	847,292	800,679	791,908	775,523	(16,385)	(25,156)
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	757,250	724,251	708,252	(15,999)	(48,998)
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	764,691	733,764	(30,927)	XXX
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	849,354	XXX	XXX
										12. Totals	(88,220)	(152,821)

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) 1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008	11 Number of Claims Closed With Loss Payment	12 Number of Claims Closed Without Loss Payment
1. Prior	000	91,826	149,684	177,712	190,501	198,264	202,131	203,828	204,189	204,622	XXX	XXX
2. 1999	292,865	393,174	444,412	468,654	484,244	491,427	494,582	496,045	496,973	497,457	XXX	XXX
3. 2000	XXX	310,734	429,210	480,293	510,139	526,758	535,479	538,623	540,504	541,483	XXX	XXX
4. 2001	XXX	XXX	354,732	491,939	552,830	584,346	601,548	608,004	611,434	612,447	XXX	XXX
5. 2002	XXX	XXX	XXX	389,925	540,364	603,712	637,099	658,784	665,437	669,113	XXX	XXX
6. 2003	XXX	XXX	XXX	XXX	457,716	611,780	676,159	709,004	727,745	738,006	XXX	XXX
7. 2004	XXX	XXX	XXX	XXX	XXX	475,909	642,802	704,323	741,124	756,543	XXX	XXX
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	458,406	604,430	666,118	708,811	XXX	XXX
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	407,651	542,908	600,365	XXX	XXX
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	422,219	562,284	XXX	XXX
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	498,671	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) 1 1999	2 2000	3 2001	4 2002	5 2003	6 2004	7 2005	8 2006	9 2007	10 2008
1. Prior	36,362	15,601	4,961	3,405						
2. 1999	102,511	21,665	9,379	2,377	1,964					
3. 2000	XXX	95,265	21,284	7,541	2,432	2,711				
4. 2001	XXX	XXX	90,253	20,879	8,299	3,224	3,927			
5. 2002	XXX	XXX	XXX	87,342	22,412	9,770	3,172	3,771		
6. 2003	XXX	XXX	XXX	XXX	85,766	24,785	12,597	4,072	4,365	
7. 2004	XXX	XXX	XXX	XXX	XXX	91,005	24,882	14,453	5,840	6,906
8. 2005	XXX	XXX	XXX	XXX	XXX	XXX	99,235	25,201	10,121	5,442
9. 2006	XXX	XXX	XXX	XXX	XXX	XXX	XXX	91,177	30,611	14,045
10. 2007	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	78,021	20,527
11. 2008	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	80,487

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

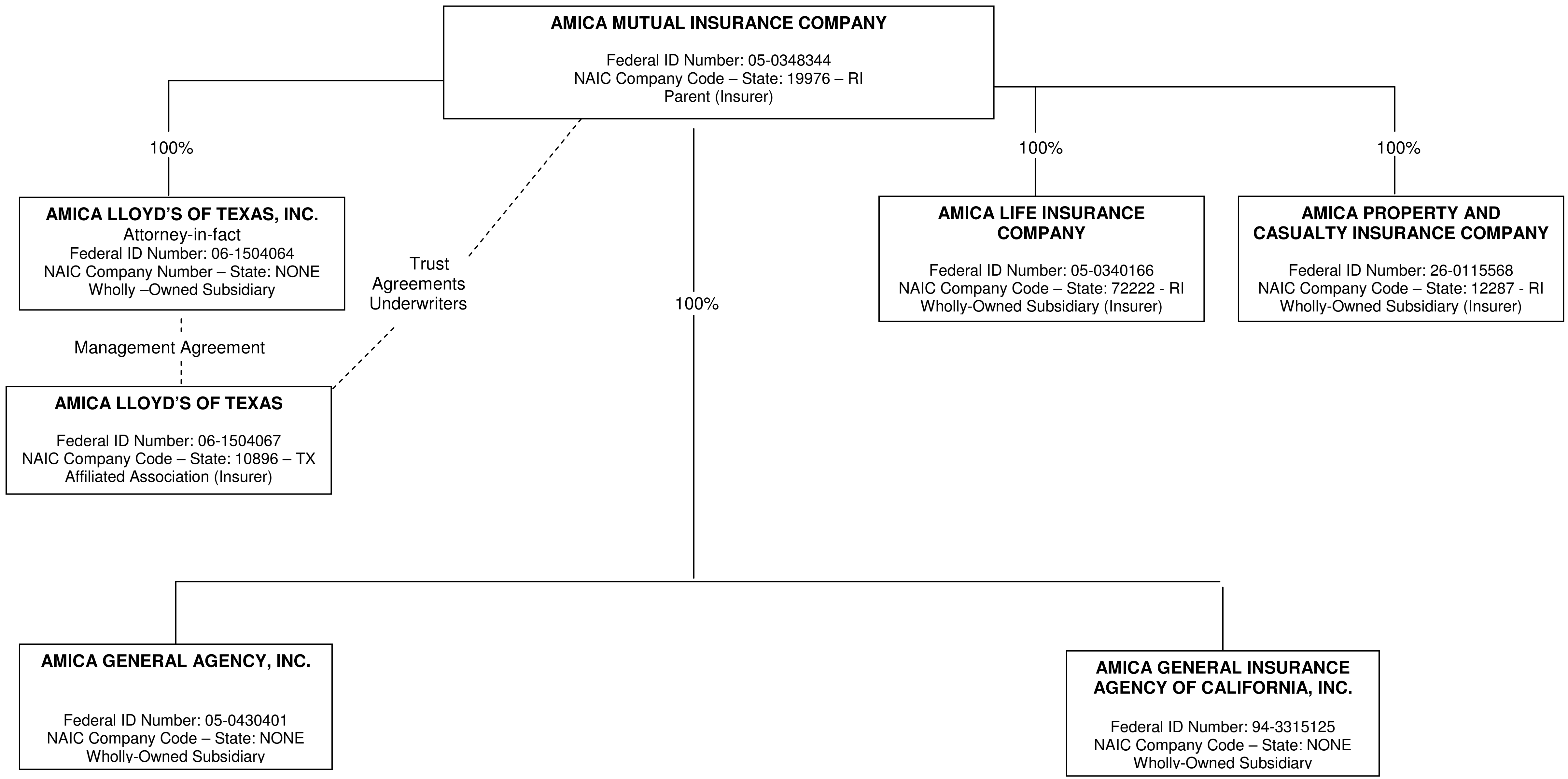
Allocated by States and Territories

		1	Gross Premiums, Including Policy and Membership Fees, Less Return Premiums and Premiums on Policies Not Taken		4	5	6	7	8	9
	States, Etc.	Active Status	2 Direct Premiums Written	3 Direct Premiums Earned	Dividends Paid or Credited to Policyholders on Direct Business	Direct Losses Paid (Deducting Salvage)	Direct Losses Incurred	Direct Losses Unpaid	Finance and Service Charges Not Included in Premiums	Direct Premiums Written for Federal Purchasing Groups (Included in Column 2)
1.	Alabama AL	L	2,913,522	2,883,252	260,987	950,045	980,189	1,302,447	12,151	
2.	Alaska AK	L	622,072	623,491	34,623	549,894	431,098	1,084,908	4,385	
3.	Arizona AZ	L	17,446,282	17,371,265	1,514,507	7,246,185	7,158,960	6,098,941	78,865	
4.	Arkansas AR	L	966,393	935,004	81,934	404,108	427,855	129,691	5,576	
5.	California CA	L	81,028,904	80,136,205		35,533,470	28,540,241	26,662,422	391,390	
6.	Colorado CO	L	20,852,087	20,384,152	2,174,672	9,289,521	13,242,073	13,034,323	99,699	
7.	Connecticut CT	L	126,720,379	125,809,633	18,273,659	54,516,126	56,221,287	81,096,087	712,641	
8.	Delaware DE	L	3,739,922	3,706,355	448,109	1,688,257	973,563	1,785,643	16,863	
9.	District of Columbia DC	L	2,976,085	3,013,088	357,198	895,532	1,399,326	936,838	16,635	
10.	Florida FL	L	115,950,747	117,962,088	152,194	62,960,997	58,957,282	58,154,847	529,797	
11.	Georgia GA	L	35,886,323	34,592,667	4,176,484	20,198,654	22,970,248	12,264,725	217,897	
12.	Hawaii HI	N								
13.	Idaho ID	L	1,469,767	1,506,638	135,724	719,529	136,330	270,485	8,758	
14.	Illinois IL	L	16,200,084	16,090,074	2,030,120	7,871,334	7,331,597	7,404,316	77,078	
15.	Indiana IN	L	6,689,685	6,546,791	414,377	4,206,167	4,173,351	2,453,842	38,628	
16.	Iowa IA	L	1,478,293	1,528,936	92,476	1,772,395	2,522,108	945,609	9,562	
17.	Kansas KS	L	2,154,473	2,152,812	115,583	1,122,837	1,243,238	730,015	12,626	
18.	Kentucky KY	L	4,966,641	4,531,977	316,932	2,526,389	3,534,128	2,359,897	29,259	
19.	Louisiana LA	L	4,483,698	4,514,002	566,587	4,772,586	2,985,989	3,473,112	16,027	
20.	Maine ME	L	10,588,569	10,845,092	1,607,263	4,883,321	6,247,571	5,545,085	70,969	
21.	Maryland MD	L	22,207,421	21,815,430	2,848,854	9,916,142	8,726,632	7,444,107	113,883	
22.	Massachusetts MA	L	195,387,327	199,441,785	7,877,294	111,449,020	107,933,876	83,834,536	1,502,389	
23.	Michigan MI	L	19,438,693	20,101,597	1,932,672	12,816,453	12,852,340	10,184,843	114,373	
24.	Minnesota MN	L	12,645,466	12,507,745	851,540	13,896,891	13,829,079	8,499,715	57,580	
25.	Mississippi MS	L	886,234	916,628	65,749	520,889	191,349	564,812	5,071	
26.	Missouri MO	L	4,216,532	3,956,063		3,457,765	4,101,637	2,292,626	22,953	
27.	Montana MT	L	765,977	839,333	90,198	359,401	1,025,827	1,693,080	4,321	
28.	Nebraska NE	L	1,745,101	1,720,528	58,589	1,619,817	2,196,256	2,772,803	10,633	
29.	Nevada NV	L	5,342,932	4,929,433	349,798	4,699,012	4,317,292	2,600,370	28,548	
30.	New Hampshire NH	L	37,202,218	37,763,285	5,315,150	21,606,706	24,723,049	19,277,126	272,595	
31.	New Jersey NJ	L	16,821,458	16,787,297	3,185,180	14,284,368	(825,039)	24,809,348	44,652	
32.	New Mexico NM	L	4,006,433	3,986,140	464,103	1,968,768	1,590,549	2,500,012	20,051	
33.	New York NY	L	130,648,961	130,497,565	20,653,110	57,786,249	61,152,080	70,866,147	730,294	
34.	North Carolina NC	L	40,386,711	39,203,359	690,046	21,134,336	21,461,163	13,934,367	176,621	
35.	North Dakota ND	L	81,250	83,402	6,235	60,263	58,312	7,752	423	
36.	Ohio OH	L	14,743,655	14,765,027	1,655,707	8,540,162	9,826,461	9,656,766	79,147	
37.	Oklahoma OK	L	1,126,379	1,167,100	126,950	752,930	1,621,934	1,387,604	5,246	
38.	Oregon OR	L	11,482,902	11,425,467	1,243,963	6,856,965	3,512,480	4,513,276	55,895	
39.	Pennsylvania PA	L	38,053,247	38,234,185	5,251,572	19,257,779	15,828,238	24,187,456	214,987	
40.	Rhode Island RI	L	101,290,626	99,952,181	14,373,115	49,648,568	44,622,394	63,262,031	605,820	
41.	South Carolina SC	L	11,454,114	11,400,670	1,495,236	3,861,166	2,011,059	1,793,909	57,300	
42.	South Dakota SD	L	136,915	135,066	8,999	80,600	464,313	389,302	655	
43.	Tennessee TN	L	8,301,091	8,262,258	609,581	5,316,287	4,374,490	2,883,382	47,331	
44.	Texas TX	L	67,048,707	64,124,699	448,993	42,750,744	46,031,748	33,047,467	553,575	
45.	Utah UT	L	2,262,836	2,199,478	247,492	1,164,847	1,065,434	1,268,044	9,840	
46.	Vermont VT	L	4,600,666	4,653,403	748,740	1,454,706	1,578,340	962,877	25,294	
47.	Virginia VA	L	18,373,912	18,327,106	2,331,645	9,367,578	8,192,806	8,163,002	101,703	
48.	Washington WA	L	32,417,574	32,418,766	2,308,113	21,101,318	20,224,047	24,128,178	183,840	
49.	West Virginia WV	L	1,692,376	1,804,056	188,041	1,149,673	901,084	419,498	7,874	
50.	Wisconsin WI	L	6,259,847	6,099,642	523,685	4,310,989	4,719,874	4,204,691	33,646	
51.	Wyoming WY	L	420,378	424,525	40,078	204,221	170,234	485,766	2,472	
52.	American Samoa AS	N								
53.	Guam GU	N								
54.	Puerto Rico PR	N								
55.	U.S. Virgin Islands VI	N								
56.	Northern Mariana Islands MP	N								
57.	Canada CN	N								
58.	Aggregate Other Aliens OT	XXX								
59.	Totals (a)	(a) 50	1,268,581,865	1,265,076,741	108,743,857	673,501,960	647,955,772	657,768,126	7,437,818	
	DETAILS OF WRITE-INS									
5801.		XXX								
5802.		XXX								
5803.		XXX								
5898.	Summary of remaining write-ins for Line 58 from overflow page	XXX								
5899.	Totals (Lines 5801 through 5803 plus 5898)(Line 58 above)	XXX								

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

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

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



OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 23

2304.	Travel advances	188,888	188,888		
2305.	Postage inventory	1,096,902	1,096,902		
2306.	Expiring Policy Acquisition Costs	2,536,130	2,536,130		
2307.	Non Compete Agreements	239,970	239,970		
2308.	Prepaid expenses	2,132,134	2,132,134		
2309.	Pension - Intangible	4,875,332	4,875,332		
2310.	Prepaid pension contribution	234,484,465	234,484,465		
2311.	Miscellaneous deposits	771,795	771,795		
2312.	Receivable for other surcharges	2,425,501		2,425,501	2,983,158
2313.	Prepaid Retirees' Medical Expense	22,358,285	22,358,285		
2314.	Miscellaneous receivable	1,301		1,301	
2397.	Summary of remaining write-ins for Line 23 from overflow page	271,110,703	268,683,901	2,426,802	2,983,158

Additional Write-ins for Underwriting and Investment Exhibit Part 3 Line 24

2404.	Amortization of Non-compete Agreements		38,400		38,400
2497.	Summary of remaining write-ins for Line 24 from overflow page		38,400		38,400

Additional Write-ins for Exhibit of Nonadmitted Assets Line 23

2304.	Non Compete Agreements	239,970	278,370	38,400
2305.	Prepaid expenses	2,132,134	2,128,628	(3,506)
2306.	Pension - Intangible	4,875,332	5,193,227	317,895
2307.	Prepaid pension contribution	234,484,465	108,484,465	(126,000,000)
2308.	Miscellaneous deposits	771,795	681,292	(90,503)
2309.	Prepaid Retirees' Medical Expense	22,358,285		(22,358,285)
2397.	Summary of remaining write-ins for Line 23 from overflow page	264,861,981	116,765,982	(148,095,999)

ALPHABETICAL INDEX

ANNUAL STATEMENT BLANK

ANNUAL STATEMENT BLANK (Continued)

ANNUAL STATEMENT BLANK (Continued)